



FDPA APPLICATION ACCEPTED: October 17, 2011
FDPA APPLICATION AMENDED: May 30, 2012
PCA APPLICATION ACCEPTED: May 30, 2012
PLANNING COMMISSION: July 12, 2012
BOARD OF SUPERVISORS: July 31, 2012 at 3:00 PM

County of Fairfax, Virginia

CRA

June 27, 2012

STAFF REPORT

APPLICATIONS PCA/FDPA 2005-PR-041-3

PROVIDENCE DISTRICT

APPLICANT: Eskridge (E & A) LLC

PRESENT ZONING: PRM, HC

REQUESTED ZONING: PRM, HC

ACREAGE: 4.62 acres

PARCEL(S): 49-3 ((37)) C, L, J pt., and N pt.

FAR: 2.53 (PCA/FDPA area zoned PRM)
1.94 (PRM portion of Original Rezoning area)
1.39 overall (Original Rezoning area)

OPEN SPACE: 27.5% (PCA/FDPA area)

PLAN MAP: Mixed Use

RZ PROPOSALS: The PCA application seeks to modify proffers associated with RZ 2005-PR-041 to allow the proposed FDPA site modifications and to modify the previously approved proffers associated with residential use on the 4.62 acre portion of the overall Merrifield Town Center property. No change to the overall FAR of 1.39 is proposed.

William O'Donnell

The FDPA application seeks to amend the approved Conceptual/Final Development Plan (CDP/FDP) associated with RZ 2005-PR-041, previously approved for mixed use development consisting of residential, theater, office, hotel and retail uses with an overall floor area ratio (FAR) of 1.39 (including bonus density associated with affordable dwelling units and workforce housing) to modify the multi-family residential development option for Parcels C, E and G in the Merrifield Town Center. No change to the overall FAR of 1.39 is proposed.

STAFF RECOMMENDATIONS:

Staff recommends approval of PCA 2005-PR-041-3 subject to the execution of proffers consistent with those found in Appendix 1 of this report.

Staff recommends approval of CDPA 2005-PR-041-3 subject to the development conditions in Appendix 2 of this report.

Staff recommends approval of FDPA 2005-PR-041-3 subject to the development conditions in Appendix 3 of this report.

Staff recommends reaffirmation of the previously approved waivers, modifications and directives related to the PCA/ FDPA area:

- Modification of the private street limitations of Section 11-302 of the Fairfax County Zoning Ordinance.
- Modification of the loading space requirement for multi-Family dwelling units and office space in favor of that depicted on the CDPA/FDPA.
- Modification of the transitional screening and a waiver of the barrier requirements between uses within the site zoned PDC and PRM in favor of the treatments depicted on the CDPA/FDPA.
- Waiver of the four (4) foot peripheral parking lot landscaping requirement north of Parcel G, West of Parcel C and E, and along the southerly and easterly property lines.
- Waiver to locate underground stormwater management facilities for all residential development, subject to Waiver #0561-WPFM-002-3.
- Directive to the Director of DPWES to approve a modification of the parking geometric standards to allow for 75 degree angled parking spaces within parking structures.

- Modification of Par. 3 of Sec. 18-201 of the Fairfax County Zoning Ordinance which would require the provisions of further inter-parcel access in addition to that indicated on the CDPA/FDPA.
- Directive to the Director of DPWES to approve a modification of the PFM and Par. 12 of Sec 11-102 of the Fairfax County Zoning Ordinance to allow for the projection, by no more than 4% of the stall area, of structural columns into parking stalls in parking structures.
- Directive to the Director of DPWES to waive the PFM on-site stormwater detention requirements, in favor of providing stormwater management off-site in the Merrifield Town Center vault.

It should be noted that it is not the intent of the staff to recommend that the Board, in adopting any conditions proffered by the owner, relieve the applicant/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards.

The approval of this rezoning does not interfere with, abrogate or annul any easement, covenants, or other agreements between parties, as they may apply to the property subject to this application.

It should be further noted that the content of this report reflects the analysis and recommendation of staff; it does not reflect the position of the Board of Supervisors. For information, contact the Zoning Evaluation Division, Department of Planning and Zoning, 12055 Government Center Parkway, Suite 801, Fairfax, Virginia 22035-5505, (703) 324-1290 or TTY 711 (Virginia Relay Center).



Proffered Condition Amendment

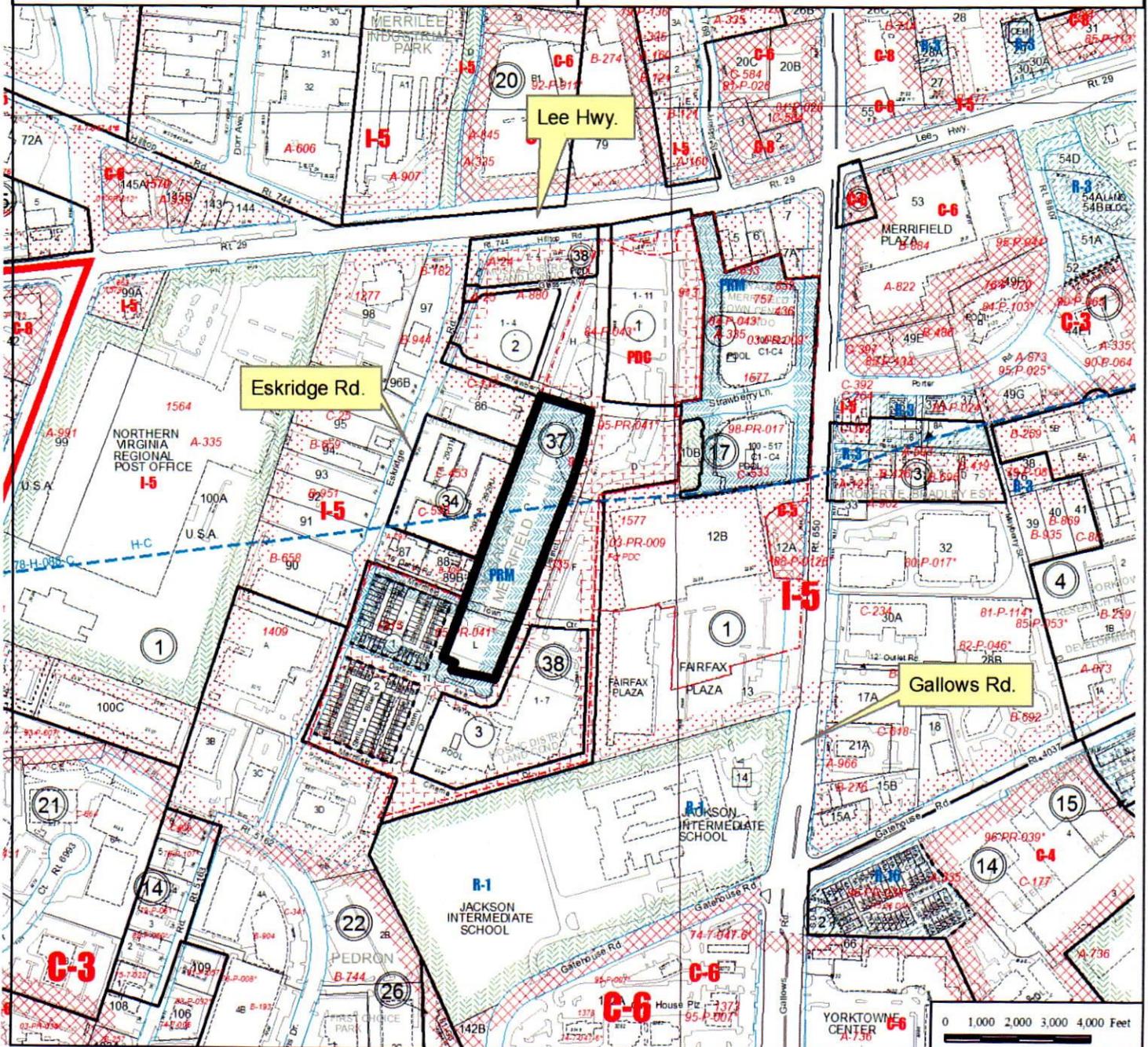
PCA 2005-PR-041-03

Applicant: ESKRIDGE (E & A) LLC
 Accepted: 05/30/2012
 Proposed: MIXED USE
 Area: 4.61791 AC OF LAND;
 DISTRICT - PROVIDENCE
 ZIP- 22031
 Located: SOUTHSIDE OF LEE HIGHWAY (ROUTE 29)
 500 FEET WEST OF ITS INTERSECTION
 WITH GALLOWS ROAD
 Zoning: PRM
 Overlay District: HC
 Map Ref Num: 049-3- /37/ / C /37/ / J pt.
 /37/ / L /37/ / N pt.

Final Development Plan Amendment

FDPA 2005-PR-041-03

Applicant: ESKRIDGE (E & A) LLC
 Accepted: 10/17/2011 - AMENDED 05/30/2012
 Proposed: MIXED USE
 Area: 4.61791 AC OF LAND;
 DISTRICT - PROVIDENCE
 ZIP- 22031
 Located: SOUTHSIDE OF LEE HIGHWAY (ROUTE 29)
 500 FEET WEST OF ITS INTERSECTION
 WITH GALLOWS ROAD
 Zoning: PRM
 Overlay District: HC
 Map Ref Num: 049-3- /37/ / C /37/ / J pt.
 /37/ / L /37/ / N pt.



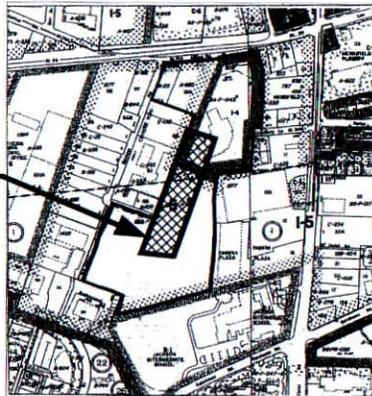
PCA/FDPA 2005-PR-041-3

MERRIFIELD TOWN CENTER

CONCEPTUAL DEVELOPMENT PLAN AMENDMENT, FINAL DEVELOPMENT PLAN AMENDMENT, AND PROFFER CONDITION AMENDMENT

PROVIDENCE DISTRICT FAIRFAX COUNTY, VIRGINIA

- DECEMBER 7, 2005
- REV. APRIL 7, 2006
- REV. APRIL 27, 2006
- REV. OCTOBER 2, 2006
- REV. NOVEMBER 6, 2006
- REV. DECEMBER 15, 2006
- REV. JANUARY 12, 2007
- REV. MARCH 08, 2007
- REV. JUNE 01, 2007
- REV. JULY 16, 2007
- REV. AUGUST 22, 2007
- REV. OCTOBER 1, 2007
- REV. JUNE 08, 2008
- REV. AUGUST 18, 2008
- REV. AUGUST 21, 2008
- REV. OCTOBER 11, 2008
- REV. NOVEMBER 5, 2008
- REV. DECEMBER 1, 2008
- REV. DECEMBER 17, 2008
- REV. JANUARY 10, 2009
- REV. APRIL 15, 2009
- REV. MAY 13, 2009
- REV. JUNE 2, 2009
- REV. JUNE 17, 2009
- REV. APRIL 5, 2010
- REV. OCTOBER 1, 2010
- REV. MARCH 9, 2011
- REV. MAY 8, 2012
- REV. MAY 30, 2012

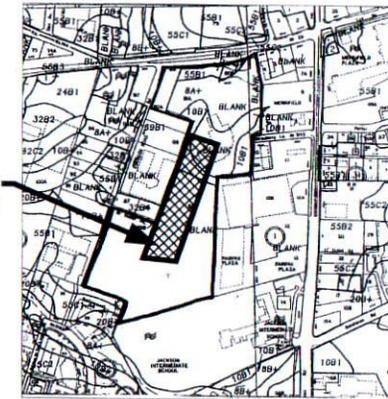


AREA SUBJECT TO PCA/FDPA

VICINITY MAP
SCALE: 1"=500'

ENGINEER
VKA INC
880 GREENSBORO DRIVE
SUITE 200
MCLEAN, VIRGINIA 2202
CONTACT: MR. P. CHRISTOPHER CHAMPAGNE, P.E.
(703) 442-7800

TRAFFIC ENGINEER
WELLS AND ASSOCIATES, INC
1400 SPRING HILL ROAD
SUITE 600
MCLEAN, VIRGINIA 2202
CONTACT: MS. ROBIN ANTONUCCI
(703) 365-9262



AREA SUBJECT TO PCA/FDPA

SOIL MAP
SCALE: 1"=500'

TM NO. 49-3 (37) PARCELS C, D, F, G AND J

SHEET INDEX

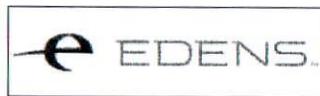
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4. EXISTING CONDITIONS PLAN (THIS SHEET IS UNCHANGED)
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7. FINAL DEVELOPMENT PLAN AMENDMENT (OPTION 2)
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- 9A. FORM ALTERNATE LAYOUT PLAN (THIS SHEET IS UNCHANGED)
- 9B. FORM ALTERNATE LAYOUT PLAN (THIS SHEET IS UNCHANGED)
10. FINAL DEVELOPMENT PLAN AMENDMENT (OPTION 2)
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25. ELEVATIONS, BUILDING E (THIS SHEET IS UNCHANGED)
26. ELEVATIONS, BUILDING F (THIS SHEET IS UNCHANGED)
27. ELEVATIONS, BUILDING G (THIS SHEET IS UNCHANGED)
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43. LANDSCAPE DETAILS (THIS SHEET IS UNCHANGED)
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45. FUTURE LEE HIGHWAY DEVELOPMENT (THIS SHEET IS UNCHANGED)
46. TOW IMPROVEMENT PLAN (THIS SHEET IS UNCHANGED)
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49. SWM MAP AND COMPUTATIONS (THIS SHEET IS UNCHANGED)
50. ROUTING RESULTS (THIS SHEET IS UNCHANGED)
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53. SWM DETAILED DETAILS (THIS SHEET IS UNCHANGED)
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PROPERTY OWNERS/APPLICANT

ESKRIDGE (E&A) LLC
1901 MAIN STREET, SUITE 900
COLUMBIA, SC 29208
(PARCELS 49-3-(D)-H&J&K)
CONTACT: MR. STEVE TEETS

NOTE:

FOR THE PURPOSE OF THIS PLAN AMENDMENT WHICH INCLUDES REVISIONS TO PARCELS G, H, AND I, THE DESIGNATION OF "UNCHANGED" IS INTENDED TO EXPRESS THE FACT THAT THE SHEET HAS NOT BEEN REVISED FROM PCA 2005-PR-041-2.

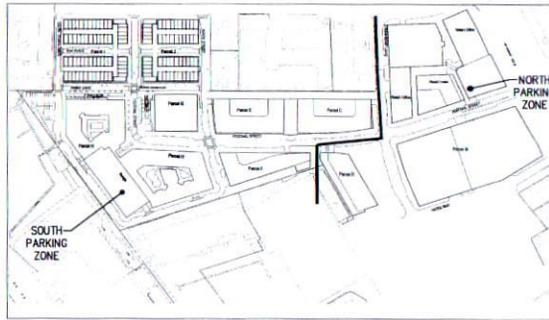


D. OVERALL PARKING TABULATIONS

THE TABULATION BELOW IS FOR THE DEVELOPMENT OPTION SHOWN ON SHEETS 5-7 OF THE CD/PTP FOR THE OVERALL SITE, NOT FOR THE DEVELOPMENT OPTIONS SHOWN ON SHEETS 8 AND 9-28 OF THE OVERALL SITE CD/PTP, WHICH ARE TABULATED SEPARATELY ON THOSE SHEETS. NOTE THAT AS THE DEVELOPMENT PROGRAM IS NOT CURRENTLY KNOWN, ACTUAL PARKING COUNTS MAY VARY FROM THE TABULATIONS SHOWN FOR THE OVERALL CD/PTP, AND WILL BE DETERMINED AT SITE PLAN. ALSO, PER APPROVED PARKING REDUCTION PROGRAM, CERTAIN PARKING IS CALCULATED SEPARATELY. SEE REDUCTION INFO.

SOUTHERN PARKING ZONE			
EATING ESTABLISHMENT	GFA	SPACES REQUIRED	SPACES PROVIDED
RETAIL	80,500	402	402
TOTAL	180,000	1,022	1,022
NORTH PARKING ZONE, EATING ESTABLISHMENT/RETAIL ALLOCATION			
EATING ESTABLISHMENT	GFA	SPACES REQUIRED	SPACES PROVIDED
RETAIL	43,000	215	215
OFFICE (est)	365,000	1,540	1,540
OFFICE (est)	141,000	437	437
PROPOSED THEATRE/ACCESSORY USES	20,000	170	170
TOTAL	569,000	2,362	2,362
RESIDENTIAL PARKING			
PARCEL	GFA	UNITS @ 100	SPACES PROVIDED
PARCEL A	110,300	110	220
PARCEL B	135,300	135	270
PARCEL C	127,000	127	254
PARCEL D	66,000	66	132
PARCEL E	62,000	62	124
PARCEL F	124,500	124	248
PARCEL G	1,134,800	1,134	2,268
SPACES			5,983
PROGRAM	2,021,803		5,983

Note: Office calculations assume 34,000 sq ft parked per (1) and 17,000 parked per (2) - as noted and allowed by planners, final parking requirements and notes to be established with final design.



SHOPPING CENTER PARKING EXHIBIT
NOT TO SCALE

E. PARK TABULATIONS

	SQ. FT.	AC
SOUTH PARK (PARCEL G)	+/-10,600 SF	0.243 AC
SOUTH PARK (PARCEL H)	+/-11,400 SF	0.262 AC
SOUTH PARK TOTAL	+/-22,000 SF	0.505 AC
RESTAURANT GARDEN	+/-1,000 SF	0.023 AC
NORTH PARK*	+/-27,000 SF	0.620 AC
TOTAL	+/-50,000 SF	1.148 AC

*NOTE: IN COMBINATION WITH UNMET PARK AREA (+/- 16,561 SF), TOTAL NORTH PARK SIZE IS +/- 43,000 SF OR 1.00 AC.

F. TREE COVER TABULATIONS

CDM
374,911 SF PRM SITE AREA
= 170,172 SF BUILDING FOOTPRINTS FOR ZONING
= 144,739 SF ADJUSTED PRM SITE AREA
X 10% REQUIRED TREE COVERAGE IN PRM DISTRICT
= 14,474 SF REQUIRED TREE COVERAGE

CREDIT FOR TREES PLANTED IN PRM ZONE
61 TYPE IV TREES X 2500' TREE = 15,250 SF
= 15,250 SF (10.54%) PROVIDED TREE COVERAGE

POC
THIS TABULATION IS FOR THE BASE OPTION SHOWN ON SHEETS 5-7 OF THIS CD/PTP. FOR OTHER OPTIONS, SEE SHEETS 8 AND 9.

1,051,499 SF POC SITE AREA
= 580,284 SF BUILDING FOOTPRINTS FOR ZONING
= 471,215 SF ADJUSTED POC SITE AREA
X 10% REQUIRED TREE COVERAGE IN POC DISTRICT
= 47,122 SF REQUIRED TREE COVERAGE

189 TYPE IV TREES X 2500' TREE = 47,250 SF
= 47,250 SF (10.03%) PROVIDED TREE COVERAGE

*PER FCZ012-0501.100

G. INTERIOR PARKING LOT LANDSCAPE TABULATIONS

PARCEL A DECK
AREA TO BE COUNTED= 30,000 SF
INTERIOR LANDSCAPING REQUIRED (5%)= 1,500 SF
TOTAL SHADE TREE COVER PROVIDED (8 TREESX2500')=2,000 SF

NORTHERN SURFACE LOT
AREA TO BE COUNTED= 8,314 SF
INTERIOR LANDSCAPING REQUIRED (5%)=466 SF
TOTAL SHADE TREE COVER PROVIDED (2 TREESX2500')=500 SF

PARCEL A DECK, OPTION 1
AREA TO BE COUNTED= 42,867 SF
INTERIOR LANDSCAPING REQUIRED (5%)= 2,143 SF
TOTAL SHADE TREE COVER PROVIDED (8 TREESX2500 SF)= 2,250 SF

PARCEL B DECK, OPTION 1
AREA TO BE COUNTED= 16,206 SF
INTERIOR LANDSCAPING REQUIRED (5%)= 810 SF
TOTAL SHADE TREE COVER PROVIDED (4 TREESX2500 SF)= 1,000 SF

PARCEL C DECK
AREA TO BE COUNTED= 13,500 SF
INTERIOR LANDSCAPING REQUIRED (5%)= 675 SF
TOTAL SHADE TREE COVER PROVIDED (3 TREESX2500 SF)= 750 SF

** FINAL PARCEL G PARKING DECK TO BE SUBMITTED UNDER SEPARATE LTR. NO OPEN TO THE SIX PARKING IS PROVIDED, THEN NO PARKING LOT LANDSCAPING WILL BE REQUIRED.

SOUTHERN SURFACE LOT
AREA TO BE COUNTED= 12,155 SF
INTERIOR LANDSCAPING REQUIRED (5%)= 758 SF
TOTAL SHADE TREE COVER PROVIDED (4 TREESX2500 SF)= 1,000 SF

PARCEL A DECK, OPTION 2
AREA TO BE COUNTED= 31,282 SF
INTERIOR LANDSCAPING REQUIRED (5%)= 2,564 SF
TOTAL SHADE TREE COVER PROVIDED (11 TREESX2500 SF)= 2,750 SF

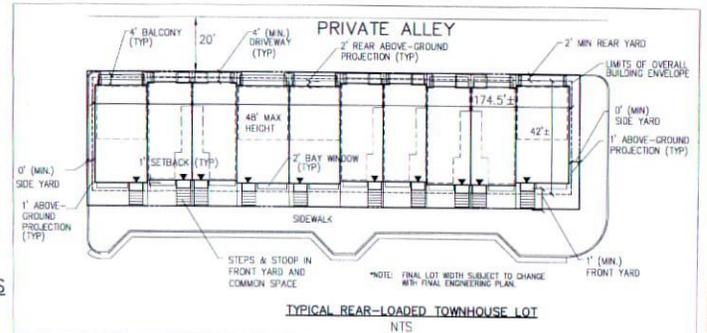
PARCEL B DECK, OPTION 2
AREA TO BE COUNTED= 38,408 SF
INTERIOR LANDSCAPING REQUIRED (5%)= 1,920 SF
TOTAL SHADE TREE COVER PROVIDED (8 TREESX2500 SF)= 2,000 SF

H. WAIVERS AND MODIFICATIONS (PREVIOUSLY GRANTED TO BE REAFFIRMED)

1. THE APPLICANT REQUESTS A WAIVER OF THE MAXIMUM LENGTH OF PRIVATE STREETS AS PROVIDED IN PAR 2 OF SECTION 11-302 OF THE ZONING ORDINANCE TO ALLOW PRIVATE STREETS IN EXCESS OF 600 FEET IN LENGTH.
2. PURSUANT TO SECT. 11-201 AND PAR 4 OF SECT. 11-303 OF THE ZONING ORDINANCE, A MODIFICATION OF THE LOADING SPACE REQUIREMENTS FOR MULTIPLE FAMILY DWELLING UNITS AND OFFICE SPACE IS HEREBY REQUESTED IN FAVOR OF THAT SHOWN HEREON.
3. PURSUANT TO PAR 1 OF SECT. 13-304 OF THE ZONING ORDINANCE, A MODIFICATION OF TRANSITIONAL SCREENING AND WAIVER OF BARRIER REQUIREMENTS IS REQUESTED ALONG THE SOUTHERLY AND EASTERLY PORTIONS OF PROPERTY LINES TO THAT SHOWN HEREON. SEE SHEETS 29 THROUGH 33 FOR PROPOSED SCREENING.
4. PURSUANT TO PAR 1 OF SECT. 13-304 OF THE ZONING ORDINANCE, THE APPLICANT REQUESTS A WAIVER OF TRANSITIONAL SCREENING AND BARRIER REQUIREMENTS BETWEEN USES WITHIN THE SITE TO BE ZONED PDC & PRM.
5. THE APPLICANT REQUESTS A WAIVER (WAIVER #054-WFM-002-1-(2/14/06)) TO ALLOW STORMWATER DETENTION AND WATER QUALITY REQUIREMENTS TO BE SATISFIED BY UNDERGROUND SYSTEMS FOR ALL LINES IN ACCORDANCE WITH ARTICLES 13-202-3(A) AND (B).
6. THE APPLICANT REQUESTS A WAIVER OF THE SERVICE DRIVE ALONG THE LEE HIGHWAY PROPERTY FRONTAGE & WAIVER IS HEREBY REQUESTED BECAUSE NO SERVICE DRIVE SHOWN ON THE COMPREHENSIVE PLAN (MERRIFIELD SUBURBAN CENTER AREA) ON EITHER SIDE OF THE SUBJECT PROPERTY.
7. THE APPLICANT REQUESTS A MODIFICATION OF THE PARKING GEOMETRIC STANDARDS OF SECT.11-102.12 OF THE ZONING ORDINANCE TO ALLOW FOR 75 DEGREE ANGLED PARKING.
8. THE APPLICANT REQUESTS A MODIFICATION TO ALLOW SECONDARY USE (RESIDENTIAL) UP TO 70% OF PRINCIPAL USE IN THE PDC ZONE PURSUANT PARAGRAPH 5 OF SECTION 6-206.
9. THE APPLICANT REQUESTS MODIFICATION OF SECTION 7-0802.2 OF THE PUBLIC FACILITIES MANUAL AND SECTION 11-102.12 OF THE ZONING ORDINANCE TO ALLOW FOR THE PROTECTION BY NO MORE THAN 48 OF THE STALL AREA OF STRUCTURAL COLUMNS INTO PARKING STALLS IN PARKING STRUCTURES. SUCH PARKING STALLS SHALL COUNT TOWARD THE NUMBER OF PARKING SPACES REQUIRED BY THE ZONING ORDINANCE.
10. THE APPLICANT REQUESTS A WAIVER OF THE 4 FOOT PERIPHERAL PARKING LOT LANDSCAPE REQUIREMENT NORTH OF PARCELS G, WEST OF PARCELS C AND E, AND ALONG THE SOUTHERLY AND EASTERLY PROPERTY LINES IN ACCORDANCE WITH ARTICLES 13-202-3(A) AND (B).
11. THE APPLICANT REQUESTS A MODIFICATION OF THE ZONING ORDINANCE SECTION 17-201-3 TO PROVIDE ANY FURTHER INTERPARCEL ACCESS BEYOND THAT INDICATED ON THE CD/PTP.
12. THE APPLICANT REQUESTS A MODIFICATION OF ZONING ORDINANCE SECTION 17-201-4 REQUIREMENT FOR DEDICATION AND CONSTRUCTION OF WALKING FOR EXISTING ROADS, EXISTING ROADS ON NEW ALIGNMENTS, AND PROPOSED ROADS ALONG LEE HIGHWAY AS INDICATED ON THE COMPREHENSIVE PLAN OR AS REQUIRED BY THE DIRECTOR, TO THAT SHOWN HEREON.
13. THE APPLICANT HEREBY REQUESTS A MODIFICATION OF THE MATERIALS AND WIDTH (10 FEET) OF THE PROPOSED TRAIL ALONG LEE HIGHWAY SHOWN ON THE COMPREHENSIVE PLAN TRAILS MAP TO THAT SHOWN HEREON.

I. ADDITIONAL WAIVERS AND MODIFICATIONS REQUESTED

1. PURSUANT TO ZONING ORDINANCE SECTIONS 6-207(2) AND 6-407(2) THE APPLICANT HEREBY REQUESTS A WAIVER OF THE 200' MINIMUM YARD REQUIREMENT IN FAVOR OF THAT SHOWN IN THE CD/PTP FOR THE TOWNHOUSES.
2. PURSUANT TO ZONING ORDINANCE SECTION 6-206(5), THE APPLICANT HEREBY REQUESTS A MODIFICATION OF THE MAXIMUM SIDE RESIDENTIAL REQUIREMENT IN PDC DISTRICT TO BE CONSISTENT WITH THE USE BREAKDOWN SHOWN ON THE TABULATIONS.



TYPICAL REAR-LOADED TOWNHOUSE LOT
NOTE: FINAL LOT WIDTH SUBJECT TO CHANGE WITH FINAL ENGINEERING PLAN.

PARKING NOTES:

APPLICANT RESERVES THE RIGHT TO PURSUE A SHARED PARKING AGREEMENT, BUT UNTIL SUCH AS SUCH AGREEMENT MAY BE GRANTED BY THE BOARD OF SUPERVISORS, THE TOTAL OVERALL PARKING COUNT FOR THE SITE WILL BE AT LEAST AS LARGE AS THAT REQUIRED BY THE ORDINANCE.

THE PROPOSED DEVELOPMENT SHALL BE CONSIDERED A SHOPPING CENTER PER 11-104.23 OF THE ZONING ORDINANCE. THE TOTAL GFA FOR RETAIL, EATING ESTABLISHMENTS, THEATRE, OFFICE AND HOTEL SHALL BE TALLIED IN THREE PARKING ZONES, AS ILLUSTRATED ON THIS SHEET. APPLICANT WILL DETERMINE THE EXACT RETAIL AND EATING ESTABLISHMENT PROGRAM AT SITE PLAN SUBJECT TO MAJOR CONDITIONS. THEREAFTER, APPLICANT RESERVES THE RIGHT TO MODIFY THE RETAIL AND EATING ESTABLISHMENT PROGRAMS SUBJECT TO MAJOR CONDITIONS.

THE SUBJECT PROPERTY IS PROPOSED TO BE REZONED PDC AND PRM. PARKING FOR PARCELS SHOWN IN THE TABULATIONS ABOVE MAY BE LOCATED IN EITHER ZONING DISTRICT.

a. EATING ESTABLISHMENT REQUIRED BY Z.O. IS ONE (1) SPACE PER FOUR (4) SEATS + ONE (1) SPACE PER TWO (2) EMPLOYEES.

b. RETAIL IN EACH OF THE TWO PARKING ZONES WILL BE PARKED IN ACCORDANCE WITH SECTION 11-104.23 (B) OR (C) OF THE Z.O.

c. THEATRE REQUIRED BY Z.O. IS THREE-TENTHS SPACES (0.3) SPACES PER SEAT.

d. OFFICE REQUIRED BY Z.O. IS THREE AND SIX-TENTHS (3.6) SPACES PER 1000 SQUARE FEET OF GROSS FLOOR AREA FOR OFFICE BUILDINGS LESS THAN 50,000 SF OF GFA.

e. OFFICE REQUIRED BY Z.O. IS THREE (3.0) SPACES PER 1000 SQUARE FEET OF GROSS FLOOR AREA FOR OFFICE BUILDINGS BETWEEN 50,000-125,000 SF OF GFA.

f. OFFICE REQUIRED BY Z.O. IS TWO AND SIX TENTHS (2.6) SPACES PER 1000 SF OF GROSS FLOOR AREA FOR OFFICE BUILDINGS GREATER THAN 125,000 SF OF GFA.

g. HOTEL REQUIRED BY Z.O. IS ONE (1) SPACE PER ROOM UNIT PLUS FOUR (4) SPACES PER FIFTY (50) RENTAL UNITS, PLUS SUCH SPACES AS ARE REQUIRED FOR EATING ESTABLISHMENTS, ASSEMBLY ROOMS AND AFFILIATED FACILITIES.

h. RESIDENTIAL REQUIRED BY Z.O. IS ONE AND SIX-TENTHS (1.6) SPACES PER MULTI-FAMILY DWELLING UNIT.

i. PARCEL G INCLUDES APPROXIMATELY 21 RESIDENTIAL UNITS IN CELLAR SPACE, AS DEFINED IN THE Z.O. THESE UNITS WILL BE PARKED AT A MINIMUM AT THE REAR NOTED IN NOTE H, ABOVE.

j. RESIDENTIAL TOWNHOUSES REQUIRED BY Z.O. IS TWO AND SEVEN-TENTHS (2.7) SPACES PER TOWNHOUSE UNIT.

LOADING SPACES

PARCEL	REQUIRED**	PROVIDED
PARCEL A	21	10
PARCEL B	20	10
PARCEL C	4	2
PARCEL D	6	1
PARCEL E	4	2
PARCEL F	4	2
PARCEL G	6	2
PARCEL H	5	0
PARCEL I	0	0
TOTAL	70 SPACES	23 SPACES

** PER SECTION 11-203, THE PROVISION OF THIS PART SHALL HAVE GENERAL APPLICATIONS AS DETERMINED BY THE DIRECTOR)

** LOADING REQUIRED PER PAR 2 OF ARTICLE 11 OF Z.O.
DWELLING MULTIPLE FAMILY: 1 SPACE FOR THE 1ST 25,000 SF OF GFA, PLUS 1 SPACE FOR EACH ADDITIONAL 25,000 SF.
EATING ESTABLISHMENT: 1 SPACE FOR THE 1ST 10,000 SF OF GFA, PLUS 1 SPACE FOR EACH ADDITIONAL 25,000 SF. RETAIL: 1 SPACE FOR THE 1ST 10,000 SF OF GFA, PLUS 1 SPACE FOR EACH ADDITIONAL 25,000 SF. OFFICE: 1 SPACE FOR THE 1ST 10,000 SF OF GFA, PLUS 1 SPACE FOR EACH ADDITIONAL 20,000 SF. PROPOSED THEATRE: 1 SPACE FOR THE 1ST 10,000 SF OF GFA, PLUS 1 SPACE FOR EACH ADDITIONAL 10,000 SF. HOTEL: 1 SPACE FOR THE 1ST 10,000 SF OF GFA, PLUS 1 SPACE FOR EACH ADDITIONAL 15,000 SF.

APPLICANT RESERVES THE RIGHT TO PROVIDE ADDITIONAL LOADING SPACES IN EXCESS OF THOSE REQUIRED / PROVIDED IN THE SUBJECT APPLICATION.

PARKING REDUCTION INFORMATION:

FOR PARCELS A,B, AND D (ALL IN THE NORTHERN ZONE) 1,970 PARKING SPACES SHALL BE REQUIRED FOR THE FIRST:

- 280,640 SF SHOPPING CENTER RETAIL
- 40,100 SF THEATRE WITH 1,800 SEATS
- 65,000 SF OFFICE
- 100,000 SF HOTEL FOR 150 GUEST ROOMS, & 2,000 SF MEETING/BANQUET FACILITIES FOR 140 SEATS
- 43,400 SF RESTAURANT FOR 1,300 INDOOR SEATS (577 TABLE & 225 COUVERS) WITH 217 EMPLOYEES, AN ADDITIONAL 400 OUTDOOR SEATS (TABLE) WITH 67 EMPLOYEES WILL BE ALLOWED SEASONALLY (FROM JANUARY - NOVEMBER)

BEYOND THESE AMOUNTS, ANY USE IN THE NORTHERN ZONE SHALL PARK AT THE SPECIFIED RATES - UNLESS FUTURE ADDITIONAL PARKING REDUCTIONS ARE REQUESTED.

VKA REVISIONS

1.)	REVISED	4/7/08
2.)	REVISED	4/27/08
3.)	REVISED	10/02/08
4.)	REVISED	11/26/08
5.)	REVISED	1/13/09
6.)	REVISED	3/08/07
7.)	REVISED	6/17/07
8.)	REVISED	7/16/07
9.)	REVISED	8/29/10
10.)	REVISED	10/1/07
11.)	REVISED	3/25/10
12.)	REVISED	8/28/10
13.)	REVISED	8/16/10
14.)	REVISED	4/15/11
15.)	REVISED	1/10/11
16.)	REVISED	6/22/11
17.)	REVISED	6/22/11
18.)	REVISED	6/21/11
19.)	REVISED	5/08/12
20.)	REVISED	5/30/12

DATE: 12/15/05
DES: BC DW
SCALE: AS NOTED
PROJECT/FILE NO.: 8575
SHEET NO. 3 OF 48

ABBREVIATIONS

- R/W = RIGHT OF WAY
- SF = SQUARE FEET
- PI = POINT OF INTERSECTION
- REST = Eating Establishment
- DN = DOWN
- RES = RESIDENTIAL
- PKG = PARKING

LEGEND

- L = LOADING AREA
- ↑ = GARAGE ENTRANCE
- * = POTENTIAL SWM STRUCTURE
- ▨ = BUILDING ABOVE RETAIL
- ▩ = RETAIL / PARKING GARAGE
- ▧ = PRM ZONE
- ★ = POTENTIAL ARCHITECTURAL FEATURE

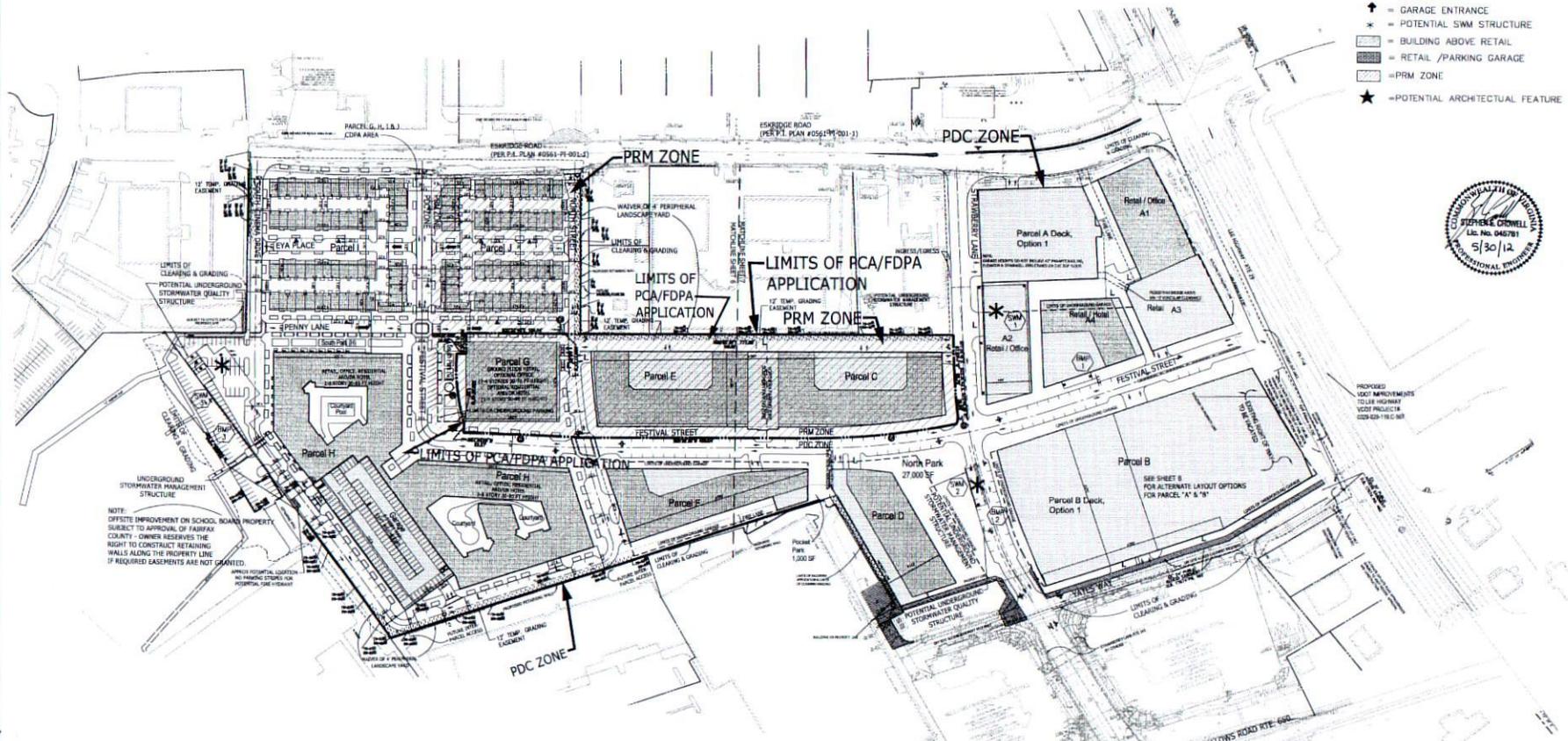


VIKA
 ENGINEERS PLANNERS & LANDSCAPE ARCHITECTS & PLANNERS & SITE SERVICES
 1000 W. MAIN STREET, SUITE 200, FAIRFAX, VIRGINIA 22031
 PHONE: 703-762-7800 & FAX: 703-762-7877
 WWW.VIKAINC.COM

PCA-2005-PR-041-3
 MERRIFIELD TOWN CENTER
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

CONCEPTUAL DEVELOPMENT
 PLAN AMENDMENT

VIKA REVISIONS
 1. REVISED 4/7/06
 2. REVISED 4/27/06
 3. REVISED 10/02/06
 4. REVISED 11/06/06
 5. REVISED 07/17/07
 6. REVISED 3/6/07
 7. REVISED 6/1/07
 8. REVISED 7/16/07
 9. REVISED 8/22/07
 10. REVISED 10/1/07
 11. REVISED 8/6/10
 12. REVISED 12/2/10
 13. REVISED 8/16/11
 14. REVISED 1/10/11
 15. REVISED 7/15/11
 16. REVISED 5/13/11
 17. REVISED 8/02/11
 18. REVISED 8/17/11
 19. REVISED 5/8/12
 20. REVISED 5/30/12
 DATE: DEC 7, 2005
 DES: JFA DWN: RAJ
 SCALE: 1"=100'
 PROJECT/FILE NO: 6975
 SHEET NO: 5 OF 48



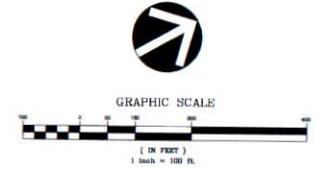
Zoning District	District Area (sq. ft.)	Min Retail (sq. ft. GFA)	Max Retail (sq. ft. GFA)	Min Office (sq. ft. GFA)	Max Office (sq. ft. GFA)	Min Hotel (sq. ft. GFA)	Max Hotel (sq. ft. GFA)	Min Residential (sq. ft. GFA)	Max Residential (sq. ft. GFA)*	Min Theatre (sq. ft. GFA)	Max Theatre (sq. ft. GFA)	District Max (sq. ft. GFA)	Max Building Height (ft.)
PRM	318,911	60,000	92,000	0	100,000	0	80,000	360,000	550,000	0	0	510,000	90
PDC	1,051,499	310,000	615,000	0	171,000	0	364,000	0	754,712	30,000	65,000	1,442,712	

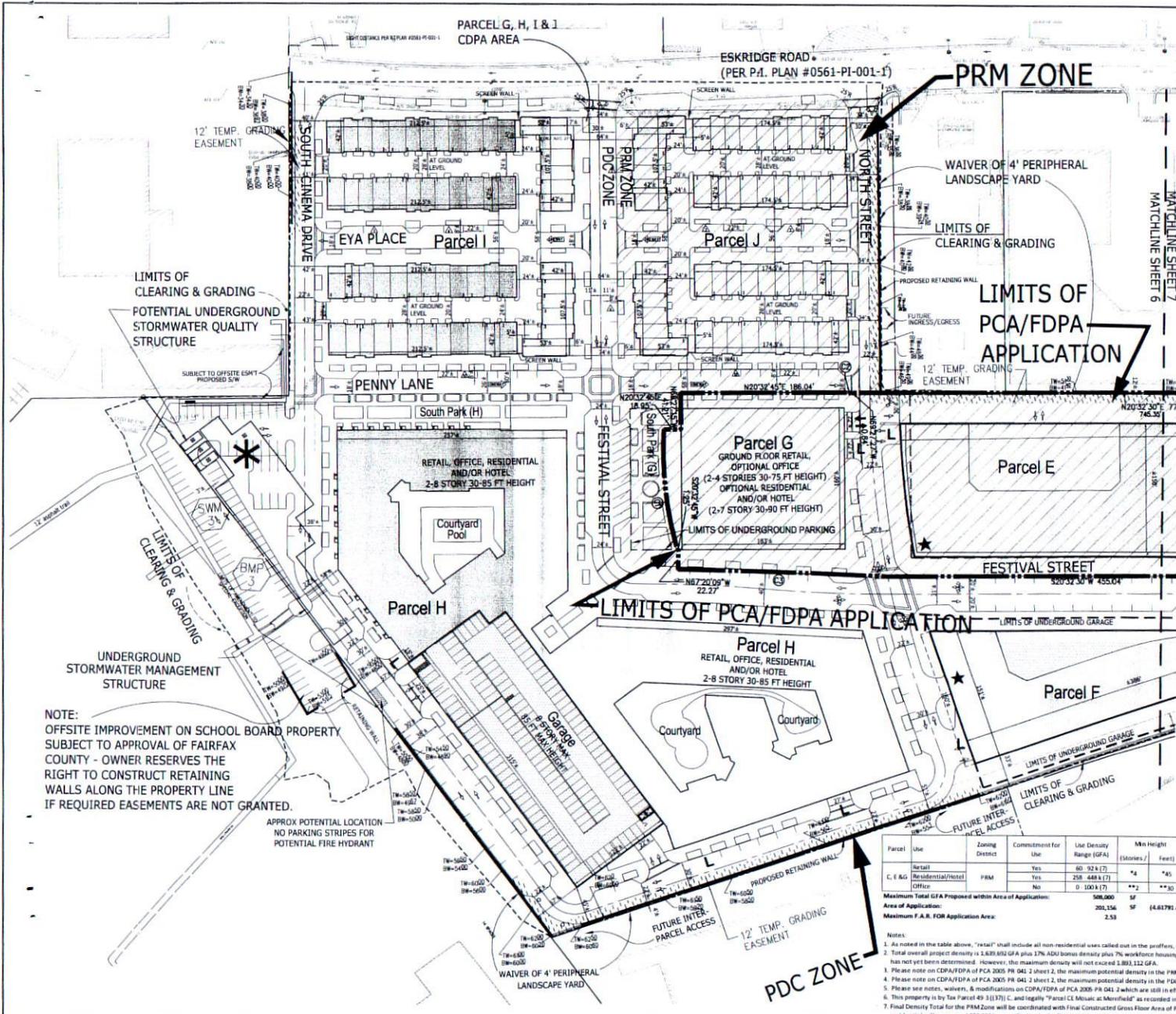
Overall Site												
Min Retail (sq. ft. GFA)	Max Retail (sq. ft. GFA)	Min Office (sq. ft. GFA)	Max Office (sq. ft. GFA)	Min Hotel (sq. ft. GFA)	Max Hotel (sq. ft. GFA)	Min Residential (sq. ft. GFA)	Max Residential (sq. ft. GFA)*	Min Theatre (sq. ft. GFA)	Max Theatre (sq. ft. GFA)	Site Max (sq. ft. GFA)		
170,000	675,000	0	171,000	0	364,000	550,000	1,705,112	70,000	130,000	1,639,692		

*Exclusive of ADU / Workforce Housing Bonus Density
 Maximum Overall Density inclusive of ADU / Workforce Housing Bonus Density (sq. ft. GFA) = 1,893,112

CDP / FDP Plans, Sheets 5 - 7
 CDP / FDP ALTERNATE, Sheets 8 - 9
 Landscape Plans, Sheets 10 - 14
 Building Elevations, Sheets 16 - 27
 Street and Site Sections, Sheets 29 - 33

*NOTE: SEE SHEET 29 FOR PROPERTY LINE SECTIONS WITH AND WITHOUT RETAINING WALL.





ABBREVIATIONS

- R/W = RIGHT OF WAY
- SF = SQUARE FEET
- PI = POINT OF INTERSECTION
- RE = REST - Eating Establishment
- DN = DOWN
- RES = RESIDENTIAL
- PKG = PARKING

LEGEND

- L = LOADING AREA
- ↑ = GARAGE ENTRANCE
- ⊛ = POTENTIAL SWM STRUCTURE
- ▨ = BUILDING ABOVE RETAIL
- ▩ = RETAIL / PARKING GARAGE
- ▨ = PRM ZONE
- ★ = POTENTIAL ARCHITECTURAL FEATURE

NOTE: SEE SHEET 29 FOR PROPERTY LINE SECTIONS WITH AND WITHOUT RETAINING WALL.

CDP / FDP Plans, Sheets 5 - 7
 CDP / FDP Alternate Plans, Sheets 8 - 9
 Landscape Plans, Sheets 10 - 14
 Building Elevations, Sheets 15 - 27
 Street and Site Sections, Sheets 28 - 33

NOTE: GARAGE HEIGHTS DO NOT INCLUDE PARAPET/RAILING, ELEVATOR & STAIRWELL STRUCTURES ON THE TOP FLOOR.



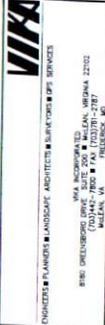
GRAPHIC SCALE



Parcel	Use	Zoning District	Commitment for Use	Use Density Range (GFA)	Min Height (Stories / Feet)	Max Height (Stories / Feet)	Overall Density Range (GFA)	Sheet Reference for Building Elevations	Detail / Sheet Reference for Parcel Streetscape
C, E & G	Retail	PRM	Yes	60 - 124 (1/7)	*4	*45	*6	*22A	*% / 33
	Residential/Hotel	PRM	Yes	258 - 448 (1/7)	**4	**45	**6	**22A	**% / 33
	Office	PRM	No	0 - 100 (1/7)	**2	**30	**7	**25	**% / 29, 6 / 29, 2 / 30, 3 / 31

Maximum Total GFA Proposed within Area of Application: 508,000 SF
 Area of Application: 201,156 SF (4.61791 Acres)
 Maximum F.A.R. FOR Application Area: 2.58

- Notes:
- As noted in the table above, "retail" shall include all non-residential uses called out in the proffers, excluding offices, theater and hotel.
 - Total overall project density is 1,839,802 GFA plus 17% ADA bonus density plus 7% workforce housing bonus density. As the residential program varies, the total overall density has not yet been determined. However, the maximum density will not exceed 1,893,112 GFA.
 - Please note on CDPA/FDPA of PCA 2005 PR 041 2 sheet 2, the maximum potential density in the PRM zone is 610,000 GFA.
 - Please note on CDPA/FDPA of PCA 2005 PR 041 2 sheet 2, the maximum potential density in the PDC zone is 1,442,712 GFA.
 - Please see notes, waivers, & modifications on CDPA/FDPA of PCA 2005 PR 041 2 which are still in effect in this GFA.
 - This property is by Tax Parcel 49-1(37) C, and legally "Parcel CE Mosaic at Meriville" as recorded in deed book 25388 at page 1036.
 - Final Density Total for the PRM Zone will be coordinated with Final Constructed Gross Floor Area of Parcel I and the total residential will not exceed 350,000 (as specified in the Proffers) and the total Overall Density will not exceed 610,000 (as specified in the Proffers) within the PRM Zone.



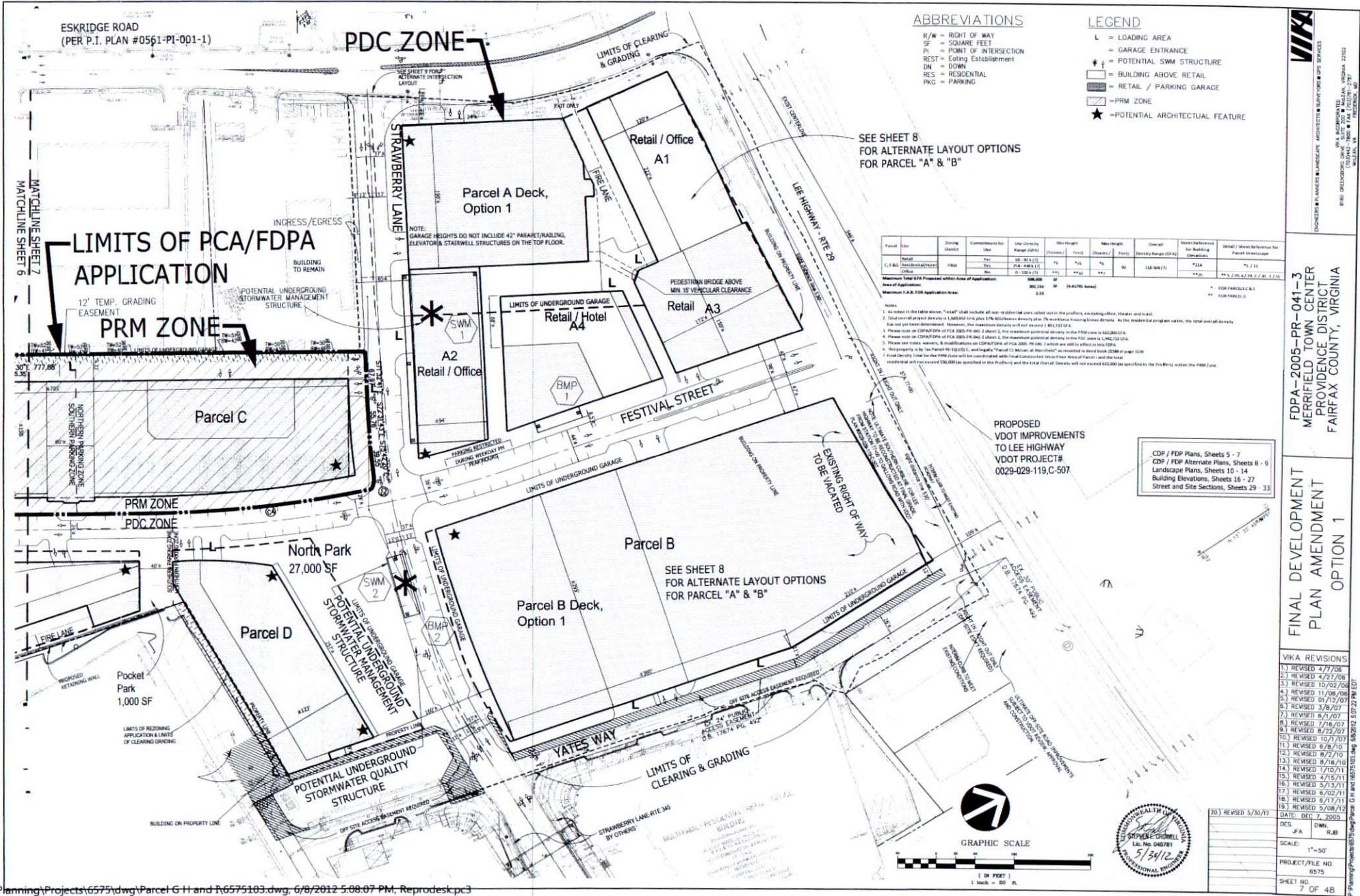
FDA-2005-PR-041-3
 MERRIFIELD TOWN CENTER
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

FINAL DEVELOPMENT
 PLAN AMENDMENT
 OPTION 1

VIKA REVISIONS

1	REVISED 4/7/06
2	REVISED 4/21/06
3	REVISED 10/02/06
4	REVISED 11/08/06
5	REVISED 07/17/07
6	REVISED 3/6/07
7	REVISED 6/1/07
8	REVISED 7/16/07
9	REVISED 8/22/07
10	REVISED 10/17/07
11	REVISED 6/8/10
12	REVISED 6/2/10
13	REVISED 9/16/10
14	REVISED 1/10/11
15	REVISED 4/15/11
16	REVISED 2/13/11
17	REVISED 8/02/11
18	REVISED 8/17/11
19	REVISED 5/08/12

DATE: DEC 15, 2005
 DES. JFA DIN. RJB
 SCALE: 1"=50'
 PROJECT/FILE NO. 0575
 SHEET NO. 6 OF 48



ABBREVIATIONS

- R/W = RIGHT OF WAY
- SF = SQUARE FEET
- PI = POINT OF INTERSECTION
- REST = Eating Establishment
- DN = DOWN
- RES = RESIDENTIAL
- PKG = PARKING

LEGEND

- L = LOADING AREA
- = GARAGE ENTRANCE
- = POTENTIAL SWM STRUCTURE
- ▭ = BUILDING ABOVE RETAIL
- ▭ = RETAIL / PARKING GARAGE
- ▨ = PRM ZONE
- ★ = POTENTIAL ARCHITECTURAL FEATURE

SEE SHEET 8 FOR ALTERNATE LAYOUT OPTIONS FOR PARCEL "A" & "B"

Parcel	Use	Commitment	Use Density	Min. Height	Max. Height	Overall Density Range (DPA)	Street Definition	Detail / Street Reference for Parcel
Parcel A	Office	Yes	400 SF (1)	7'6"	7'6"	NO	15A (M) (1)	** 2A / ** 13
Parcel B	Office	Yes	400 SF (1)	7'6"	7'6"	NO	15A (M) (1)	** 2A / ** 13
Area of Application:			500,000	500				
Maximum Total GFA Proposed within Area of Application:			500,000	500				
Maximum F.A.R. Proposed within Area of Application:			500,000	500				

- Notes:
- As noted in the table above, "Total" shall include all non-residential uses called out in the Proffers, including office, theater and hotel.
 - Total overall site density is 1,000,000 GFA plus 1% Affordable Density plus 7% water usage housing density. As the residential program varies, the total overall density may not vary from development. However, the maximum density will not exceed 1,000,000 GFA.
 - Please refer to CDP/FDP of FCA 2005 PR (M) 2 sheet 2, the maximum potential density in the PRM zone is 600,000 GFA.
 - Please refer to CDP/FDP of FCA 2005 PR (M) 2 sheet 2, the maximum potential density in the PDC zone is 4,000,000 GFA.
 - Please refer to notes, section 6, modifications on CDP/FDP of FCA 2005 PR (M) 2 which will be used in this CDP/FDP.
 - The property to be developed shall be bounded by the "Right of Way" of the "Right of Way" as recorded in deed book 23080 on page 1016.
 - Final density limit for the PRM zone will be coordinated with final construction of the proposed project and the total residential will not exceed 500,000 GFA as specified in the Proffers and the total overall density will not exceed 600,000 GFA as specified in the Proffers within the PRM zone.

PROPOSED VDOT IMPROVEMENTS TO LEE HIGHWAY VDOT PROJECT# 0029-029-119,C-507

CDP / FDP Plans, Sheets 5 - 7
 CDP / FDP Alternate Plans, Sheets 8 - 9
 Landscape Plans, Sheets 10 - 14
 Building Elevations, Sheets 16 - 27
 Street and Site Sections, Sheets 29 - 33

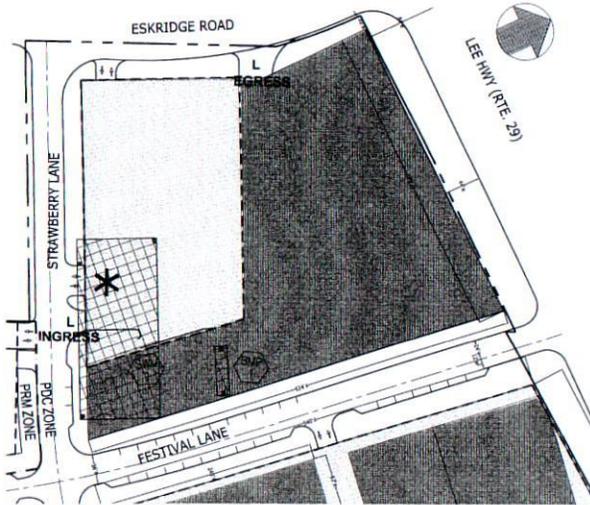
VIVA
 ARCHITECTS & LANDSCAPE ARCHITECTS
 1000 N. ROBERTSON BLVD.
 SUITE 200 W. MULLAN, VIRGINIA 22102
 (703) 433-1100
 VIRV@VIVA-VA.COM
 VIRV.VA.COM

FDP-2005-PR-041-3
 MERRIFIELD TOWN CENTER
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA
 OPTION 1

VIVA REVISIONS
 1) REVISED 4/7/06
 2) REVISED 4/27/06
 3) REVISED 10/02/06
 4) REVISED 11/06/06
 5) REVISED 01/12/07
 6) REVISED 3/6/07
 7) REVISED 6/1/07
 8) REVISED 7/16/07
 9) REVISED 8/22/07
 10) REVISED 10/17/07
 11) REVISED 6/6/10
 12) REVISED 8/2/10
 13) REVISED 9/18/10
 14) REVISED 7/10/11
 15) REVISED 4/15/11
 16) REVISED 5/13/11
 17) REVISED 6/02/11
 18) REVISED 6/17/11
 19) REVISED 5/08/12
 20) REVISED 5/30/12

DATE: DEC 7, 2009
 DES: JFA
 RJB
 SCALE: 1"=50'
 PROJECT/FILE NO: 0375
 SHEET NO: 7 OF 48

PARCEL A-OPTION 2



LEGEND

- L = LOADING AREA
- ⊥ = GARAGE ENTRANCE
- ⊥ = POTENTIAL SWIM STRUCTURE
- = BUILDING ABOVE RETAIL
- = RETAIL / PARKING GARAGE

CDP / FDP Plans, Sheets 5 - 7
 CDP / FDP Alternate Plans, Sheets 8 - 9A
 Landscape Plans, Sheets 10 - 14
 Building Elevations, Sheets 16 - 27
 Street and Site Sections, Sheets 29 - 33

Program Table for Parcel A, Parcel A Option 2, Two Storey Residential (shown on Parcel A Parcel A as per Request)

Parcel	Use	Zoning District	Conditional Use District	Use Intensity Range (GFA)	Use Height (Storeys)	Max. Height (Storeys)	Overall Floor Density Range (GFA)	Overall Floor Building Footprint	Overall Floor Building Footprint	Overall Floor Building Footprint
2A	Residential	RM-1	Yes	170 - 200	2.5 - 3.0	3.0	1.00 - 4.00	17	120,420	108,420
2B	Residential	RM-1	Yes	10 - 40	1.5 - 2.0	2.0	1.00 - 4.00	17	120,420	108,420
2C	Office	RM-1	Yes	5 - 10	1.5 - 2.0	2.0	1.00 - 4.00	17	120,420	108,420

Notes:
 1. As noted in the table above, "Use" shall include all uses considered to be related to the primary, secondary, tertiary, and quaternary uses.
 2. Total overall floor density is 1.00-4.00 GFA plus 1.75 ASU bonus density plus 75% work area bonus density. At the residential program varies, the total overall density has not been determined. However, the maximum density will not exceed 1.00-1.12 GFA.
 3. As noted in CDP / FDP sheet 2, the maximum potential density on the PDM is 4.00 GFA.
 4. As noted in CDP / FDP sheet 2, the maximum potential density on the PDM is 4.00 GFA.
 5. Building over 9' in height will incorporate at least one level of parking, either on or below grade.
 6. Density shall be calculated on both horizontal and vertical dimensions, but not include setbacks and encroachments.

NOTE:
 REFER TO SHEETS 2 AND 3 FOR COMPLETE LIST OF NOTES, SITE TABULATIONS AND WAIVERS/MODIFICATIONS.

AFFORDABLE HOUSING TABULATIONS (FOR PARCEL B OPTION 2 ONLY)

1. ASSUMPTIONS: THE COMPREHENSIVE PLAN CALLS FOR TOWN CENTER DEVELOPMENT WITH AN FAR OF 1.2 FAR (OPTION 2), WITH THE 17 % BONUS DENSITY FOR PROVIDING AFFORDABLE DWELLING UNITS, THE PROPOSED DEVELOPMENT HAS AN FAR OF 1.32. RESIDENTIAL IS COMPOSED OF A TOTAL OF 865 MULTI-FAMILY DWELLING UNITS WITH AN AVERAGE SQUARE FOOTAGE OF 1,100 (SEE PROFFERS), WITH THE ADU OF 43 (SEE PROFFERS) AND ADU BONUS OF 104 UNITS. RESIDENTIAL IS COMPOSED OF 1,022 UNITS TOTAL. THE MULTI-FAMILY BUILDINGS HAVE ELEVATORS AND STRUCTURED PARKING.
2. OVERALL DENSITY OF PROPOSAL = 32.27 DWELLING UNITS PER ACRE @ 31.37 ACRES
3. CALCULATION OF DENSITY RANGE:
 RESIDENTIAL MIX PROPORTION = 1,113,480 GFA = 87.51 %
 1,259,892 GFA
 SIZE OF SITE x FAR x (RESIDENTIAL MIX %) = MAXIMUM ALLOWABLE RESIDENTIAL SQUARE FOOTAGE
 UPPER END OF DENSITY RANGE:
 1,268,410 GFA x 1.2 FAR = 97,915 (1100 GFA/DU)(31.37 AC) = 32.27 DU/AC
 LOWER END OF DENSITY RANGE:
 (500)(32.27 DU/AC) = 16,133 DU/AC
 UPPER END OF DENSITY RANGE = 32.27 DWELLING UNITS PER ACRE
 LOWER END OF DENSITY RANGE = 16.13 DWELLING UNITS PER ACRE
4. ADU CALCULATION:
 FOUR STORY MULTI-FAMILY WITH ELEVATORS AND STRUCTURED PARKING (17 % BONUS PER PART B SECTION 2)
 UPPER END OF ADJUSTED DENSITY RANGE = (32.27 DU/AC)(1.17 BONUS) = 37.76 DWELLING UNITS PER ACRE
 LOWER END OF ADJUSTED DENSITY RANGE = (16.13 DU/AC)(1.17 BONUS) = 18.88 DWELLING UNITS PER ACRE
 32.27 DU/AC - 16.13 DU/AC = 16.14 = 0.85 x 5 % = 4.27%
 37.76 DU/AC - 18.88 DU/AC = 18.88
 4.27% x 1,012 = 43 ADUs

PARKING TABULATIONS FOR PARCEL A, OPTION 2 WITH PARCEL B, OPTION 2 (SEE SHEET 2, NOTE #19)

THE TABULATION BELOW IS FOR THE DEVELOPMENT OF PDM SHOWN ON THIS SHEET OF THE CDP / FDP ONLY. NOTE THAT AS THE DEVELOPMENT PROGRAM IS NOT CURRENTLY KNOWN, ACTUAL PARKING COUNTS MAY VARY FROM THE TABULATIONS SHOWN IN THIS CDP / FDP, AND WILL BE DETERMINED AT SITE PLAN.

SOUTHERN PARKING ZONE		
	GFA	SPACES REQUIRED
EATING ESTABLISHMENT	67,300	504
RETAIL	50,500	202
PROPOSED THEATER/ASSOCIATED USES	120,000	1020
TOTAL	228,000	1,888
NORTHEAST PARKING ZONES		
	GFA	SPACES REQUIRED
EATING ESTABLISHMENT	36,300	436
RETAIL	113,700	455
OFFICE	24,000	96
TOTAL	174,000	977
NORTHWEST PARKING ZONES		
	GFA	SPACES REQUIRED
EATING ESTABLISHMENT	5,000	60
RETAIL	210,378	842
HOTEL	104,000	126
TOTAL	319,378	1,060
RESIDENTIAL PARKING		
	UNITS @ 100	SPACES REQUIRED
PARCEL B	258,000 +/- 235	378
PARCEL C	135,858 +/- 123	197
PARCEL E	135,858 +/- 123	197
PARCEL F	260,000 +/- 241	366
PARCEL G	286,000 +/- 263	421
PARCEL H	104,000 +/- 95	152
TOTAL	1,184,316 +/- 1,080 UNITS	1,729
PROGRAM		
	GFA	SPACES REQUIRED
PROGRAM	1,884,894	6,168

PARKING NOTES:
 APPLICANT RESERVES THE RIGHT TO PURSUE A SHARED PARKING AGREEMENT, BUT UNTIL SUCH TIME AS SUCH AGREEMENT MAY BE GRANTED BY THE BOARD OF SUPERVISORS, THE TOTAL OVERALL PARKING COUNT FOR THE SITE WILL BE AT LEAST AS LARGE AS THAT REQUIRED BY THE ORDINANCE.

THE PROPOSED DEVELOPMENT SHALL BE CONSIDERED A SHOPPING CENTER PER 11-104.23 OF THE ZONING ORDINANCE. THE TOTAL GFA FOR RETAIL, EATING ESTABLISHMENTS, THEATER, OFFICE AND HOTEL SHALL BE TALLIED IN THREE PARKING ZONES, AS ILLUSTRATED ON SHEET 3. APPLICANT WILL DETERMINE THE EXACT RETAIL AND EATING ESTABLISHMENT PROGRAM AT SITE PLAN SUBJECT TO MARKET CONDITIONS. THEREAFTER, APPLICANT RESERVES THE RIGHT TO MODIFY THE RETAIL AND EATING ESTABLISHMENT PROGRAMS SUBJECT TO MARKET CONDITIONS.

THE SUBJECT PROPERTY IS PROPOSED TO BE RETAINED PDM AND PDM PARKING FOR PARCELS SHOWN IN THE TABULATIONS ABOVE MAY BE LOCATED IN EITHER ZONING DISTRICT.

- a. EATING ESTABLISHMENT REQUIRED BY Z.O. IS ONE (1) SPACE PER FOUR (4) SEATS + ONE (1) SPACE PER TWO (2) EMPLOYEES.
- b. RETAIL REQUIRED BY Z.O. IS FOUR(4) SPACES PER 1000 SQUARE FEET OF GROSS FLOOR AREA AS DEFINED FOR A SHOPPING CENTER IN SECTION 11-104.23.B OF THE Z.O.
- c. THEATER REQUIRED BY Z.O. IS THREE TENTHS (0.3) SPACES PER SEAT.
- d. OFFICE REQUIRED BY Z.O. IS THREE AND SIX-TENTHS (3.6) SPACES PER 1000 SQUARE FEET OF GROSS FLOOR AREA FOR OFFICE BUILDINGS LESS THAN 50,000 SF OF GFA.
- e. OFFICE REQUIRED BY Z.O. IS THREE (3.0) SPACES PER 1000 SQUARE FEET OF GROSS FLOOR AREA FOR OFFICE BUILDINGS BETWEEN 50,000-125,000 SF OF GFA.
- f. OFFICE REQUIRED BY Z.O. IS THREE (3.0) SPACES PER 1000 SQUARE FEET OF GROSS FLOOR AREA FOR OFFICE BUILDINGS BETWEEN 125,000-500,000 SF OF GFA.
- g. HOTEL REQUIRED BY Z.O. IS ONE (1) SPACE PER FIFTY (50) HOTEL ROOMS, PLUS SUCH SPACES AS ARE REQUIRED FOR EATING ESTABLISHMENTS, ASSEMBLY ROOMS AND AFFILIATED FACILITIES.
- h. RESIDENTIAL REQUIRED BY Z.O. IS ONE AND SIX-TENTHS (1.6) SPACES PER MULTI-FAMILY DWELLING UNIT.
- i. PARCEL G INCLUDES APPROXIMATELY 21 RESIDENTIAL UNITS IN CELLAR SPACE, AS DEFINED IN THE Z.O. THESE UNITS WILL BE PARKED AT A MINIMUM AT THE RATIO NOTED IN NOTE H, ABOVE.

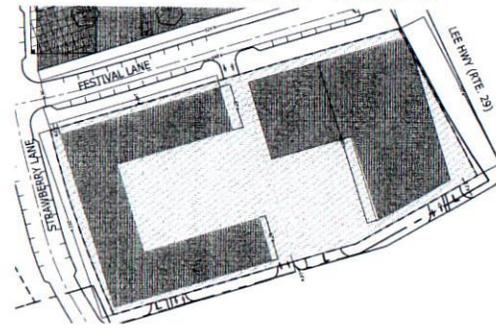
TREE COVER TABULATIONS

PARCEL A OPTION 2 + PARCEL B OPTION 2
 THIS TABULATION IS FOR PDM
 1,051,499 SF PDM SITE AREA
 = 424,000 SF BUILDING FOOTPRINTS FOR ZONING
 = 596,899 SF ADJUSTED SITE AREA
 X 10% REQUIRED TREE COVERAGE IN PDM OR PDC DISTRICTS
 = 59,689 SF REQUIRED TREE COVERAGE
 CREDIT FOR TREES PLANTED IN PDM ZONE
 224 TYPE IV TREES X 2500' TREE = 560,000 SF
 + 18 TYPE IV TREES WITH ENERGY CREDIT X 3575 SF/TREE = 64,350 SF
 = 624,350 SF (TOTAL) PROVIDED TREE COVERAGE
 * PER RC20 12-05C1.10.0

THIS TABULATION IS FOR PDM
 1,051,499 SF PDM SITE AREA
 = 146,200 SF BUILDING FOOTPRINTS FOR ZONING
 = 14,621 SF ADJUSTED PDM SITE AREA
 X 10% REQUIRED TREE COVERAGE IN PDM DISTRICT
 = 1,462 SF REQUIRED TREE COVERAGE
 CREDIT FOR TREES PLANTED IN PDM ZONE
 88 TYPE IV TREES X 2500' TREE = 220,000 SF
 + 8 TYPE IV TREES WITH ENERGY CREDIT X 3575 SF/TREE = 28,600 SF
 + 8 TYPE B TREES X 750 SF = 6,000 SF
 = 254,600 SF (TOTAL) PROVIDED TREE COVERAGE



PARCEL B-OPTION 2



NOTE: IF ACCESS FROM YATES WAY PUBLIC ACCESS EASEMENT IS NOT OBTAINED, BUILDING B WILL LOAD AND PARK FROM STRAWBERRY LANE.

LEGEND

- L = LOADING AREA
- ⊥ = GARAGE ENTRANCE
- ⊥ = POTENTIAL SWIM STRUCTURE
- = BUILDING ABOVE RETAIL
- = RETAIL / PARKING GARAGE

CDP / FDP Plans, Sheets 5 - 7
 CDP / FDP Alternate Plans, Sheets 8 - 9A
 Building Elevations, Sheets 16 - 27
 Street and Site Sections, Sheets 29 - 33

Program Table for Parcel B, Parcel B Option 2, Two Storey Residential (shown on Parcel B Parcel B as per Request)

Parcel	Use	Zoning District	Conditional Use District	Use Intensity Range (GFA)	Use Height (Storeys)	Max. Height (Storeys)	Overall Floor Density Range (GFA)	Overall Floor Building Footprint	Overall Floor Building Footprint	Overall Floor Building Footprint
B1	Residential	RM-1	Yes	5 - 15	2.5 - 3.0	3.0	1.00 - 4.00	17	120,420	108,420
B2	Office	RM-1	Yes	10 - 20	2.5 - 3.0	3.0	1.00 - 4.00	17	120,420	108,420
B3	Hotel	RM-1	Yes	10 - 20	2.5 - 3.0	3.0	1.00 - 4.00	17	120,420	108,420

Notes:
 1. As noted in the table above, "Use" shall include all uses considered to be related to the primary, secondary, tertiary, and quaternary uses. The total overall density has not been determined. However, the maximum density will not exceed 1.00-1.12 GFA.
 2. Total overall floor density is 1.00-4.00 GFA plus 1.75 ASU bonus density plus 75% work area bonus density. At the residential program varies, the total overall density has not been determined. However, the maximum density will not exceed 1.00-1.12 GFA.
 3. As noted in CDP / FDP sheet 2, the maximum potential density on the PDM is 4.00 GFA.
 4. As noted in CDP / FDP sheet 2, the maximum potential density on the PDM is 4.00 GFA.
 5. Building over 9' in height will incorporate at least one level of parking, either on or below grade.
 6. Density shall be calculated on both horizontal and vertical dimensions, but not include setbacks and encroachments.

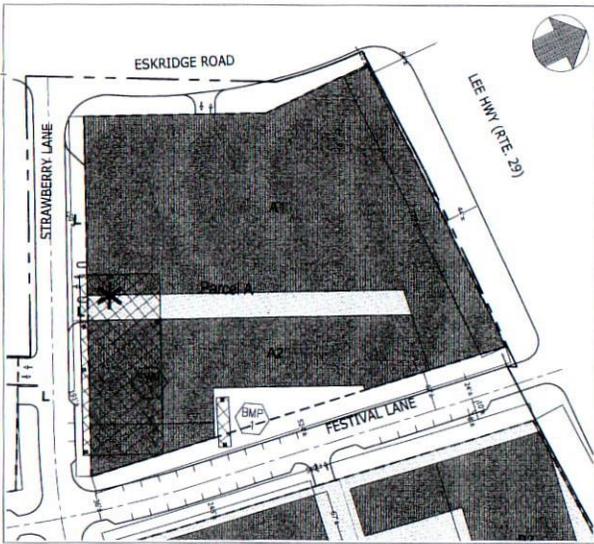
NOTE:
 REFER TO SHEETS 2 AND 3 FOR COMPLETE LIST OF NOTES, SITE TABULATIONS AND WAIVERS/MODIFICATIONS.

VIKI REVISIONS
 01 REVISION 4/7/06
 02 REVISION 4/27/06
 03 REVISION 10/26/06
 04 REVISION 11/29/06
 05 REVISION 12/15/2006
 06 REVISION 07/17/07
 07 REVISION 3/6/07
 08 REVISION 6/7/07
 09 REVISION 7/26/07
 10 REVISION 5/22/07
 11 REVISION 10/1/07
 12 REVISION 6/28/07
 13 REVISION 8/23/07
 14 REVISION 1/10/11
 15 REVISION 4/15/11
 16 REVISION 5/7/11
 17 REVISION 6/22/11
 18 REVISION 6/7/11
 19 REVISION 5/28/11
 20 REVISION 5/26/12
 DATE: 12/27/05
 DES: HC DWN BC
 SCALE: AS NOTED
 PROJECT/FILE NO: 6575
 SHEET NO: 8 OF 48

THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET
 RZ-2005-PR-041
 MERRIFIELD TOWN CENTER
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

VIKI
 ARCHITECTURE
 1000 COMMONWEALTH BLVD., SUITE 200
 FALLS CHURCH, VA 22044
 TEL: 703.441.1111 FAX: 703.441.1112
 WWW.VIKIARCHITECTURE.COM

PARCELS A OPTION 3



LEGEND

- L = LOADING AREA
- ⬇ = GARAGE ENTRANCE
- ⬆ = POTENTIAL SWM STRUCTURE
- = BUILDING ABOVE RETAIL
- ⬇ = RETAIL / PARKING GARAGE

CDP / FDP Plans, Sheets 5 - 7
 CDP / FDP Alternate Plans Sheets 8-9A
 Landscape Plans, Sheets 10 - 14
 Building Elevations, Sheets 16 - 27
 Street and Site Sections, Sheets 29 - 33

Program Table for Sheet 9, Parcel A (Option 3) Two-Story Department Store on Parcel A, Parcel A, Eskridge Road

Parcel	Use	Zoning	Construction Use	Use Density (Units/Acre)	Min. Height (Feet)	Max. Height (Feet)	Overall Parcel Density Range (SF/A)	Street Reference for Building Elevation	Final / Street Reference for Parcel Percentage
A1	Retail	PRC	No	17.0	12.0	11.5	276 - 4376	18	2029 NORTH TOWN AVE
A2	Retail	PRC	No	3.0	2.5	2.5	276 - 4376	18	2029 NORTH TOWN AVE

Notes:
 1 As noted on the table above, "total" shall include all non-residential uses called out in the plan, including office, theater, and hotel.
 2 Total overall program density is 17.0 units per acre (17% ACR) based density plus 7% workforce housing density. As the residential program varies, the total overall density has not yet been determined. However, the maximum density will not exceed 1.80 U.S.I.2 GFA.
 3 As noted on CDP / FDP sheet 2, the maximum program density in the PDC zone is 1.80 U.S.I.2 GFA.
 4 As noted on CDP / FDP sheet 2, the maximum program density in the PDC zone is 1.80 U.S.I.2 GFA.
 5 Building uses are in height will conform to at least two levels of parking, either on or below grade.
 6 Access shall be maintained to existing structures. No new structures shall be constructed.

TREE COVER TABULATIONS

THIS TABULATION IS FOR PDC

PARCEL A OPTION 3 + PARCEL B OPTION 2

- 1,021,489 SF PDC SITE AREA
- 508,200 SF BUILDING FOOTPRINTS FOR ZONING
- = 513,289 SF ADJUSTED SITE AREA
- X 10% REQUIRED TREE COVERAGE IN PDC OR PDC DISTRICTS
- = 51,329 SF REQUIRED TREE COVERAGE

CREDIT FOR TREES PLANTED
 186 TYPE IV TREES X 250SF / TREE = 46,500 SF
 + 25 TYPE IV TREES WITH ENERGY CREDIT X375 SF / TREE = 9,375 SF
 = 55,875 SF (10.8% PROVIDED TREE COVERAGE)

- 134,911 SF PDC SITE AREA
- 140,200 SF BUILDING FOOTPRINTS FOR ZONING
- = 148,811 SF ADJUSTED PDC SITE AREA
- X 10% REQUIRED TREE COVERAGE IN PDC DISTRICT
- = 14,881 SF REQUIRED TREE COVERAGE

CREDIT FOR TREES PLANTED IN PDC ZONE
 84 TYPE IV TREES X 250SF / TREE = 21,000 SF
 + 8 TYPE IV TREES WITH ENERGY CREDIT X375 SF / TREE = 3,000 SF
 = 24,000 SF (16.1% PROVIDED TREE COVERAGE)

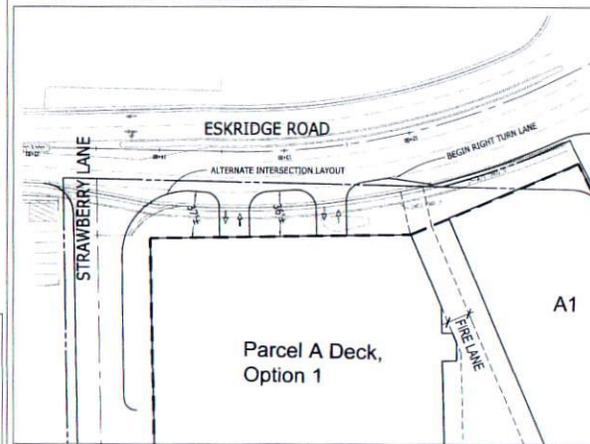
THIS TABULATION IS FOR PDC

PARCEL A OPTION 4 + PARCEL B OPTION 2

- 1,021,489 SF PDC SITE AREA
- 512,700 SF BUILDING FOOTPRINTS FOR ZONING
- = 508,789 SF ADJUSTED SITE AREA
- X 10% REQUIRED TREE COVERAGE IN PDC OR PDC DISTRICTS
- = 50,879 SF REQUIRED TREE COVERAGE

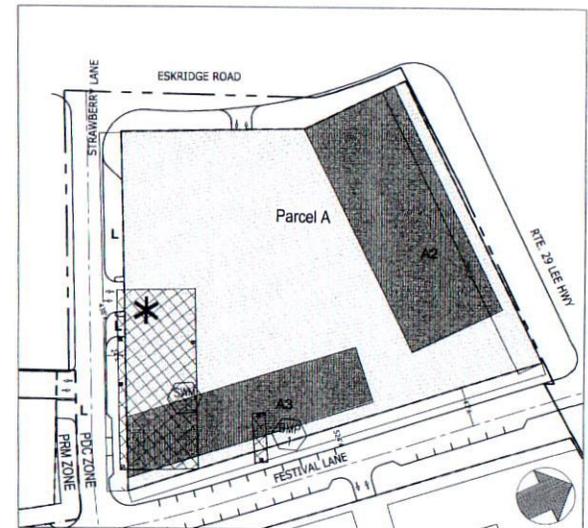
CREDIT FOR TREES PLANTED
 186 TYPE IV TREES X 250SF / TREE = 46,500 SF
 + 25 TYPE IV TREES WITH ENERGY CREDIT X375 SF / TREE = 9,375 SF
 = 55,875 SF (10.9% PROVIDED TREE COVERAGE)

ALTERNATE INTERSECTION LAYOUT



Parcel A Deck, Option 1

PARCELS A OPTION 4



LEGEND

- L = LOADING AREA
- ⬇ = GARAGE ENTRANCE
- ⬆ = POTENTIAL SWM STRUCTURE
- = BUILDING ABOVE RETAIL
- ⬇ = RETAIL / PARKING GARAGE

CDP / FDP Plans, Sheets 5 - 7
 CDP / FDP Alternate Plans Sheets 8-9A
 Landscape Plans, Sheets 10 - 14
 Building Elevations, Sheets 16 - 27
 Street and Site Sections, Sheets 29 - 33

Program Table for Sheet 9, Parcel A (Option 4) 2nd Level Department Store

Parcel	Use	Zoning	Construction Use	Use Density (Units/Acre)	Min. Height (Feet)	Max. Height (Feet)	Overall Parcel Density Range (SF/A)	Street Reference for Building Elevation	Final / Street Reference for Parcel Percentage
A1	Retail	PRC	No	17.0	12.0	11.5	276 - 4376	18	2029 NORTH TOWN AVE
A2	Retail	PRC	No	3.0	2.5	2.5	276 - 4376	18	2029 NORTH TOWN AVE

Notes:
 1 As noted on the table above, "total" shall include all non-residential uses called out in the plan, including office, theater, and hotel.
 2 Total overall program density is 17.0 units per acre (17% ACR) based density plus 7% workforce housing density. As the residential program varies, the total overall density has not yet been determined. However, the maximum density will not exceed 1.80 U.S.I.2 GFA.
 3 As noted on CDP / FDP sheet 2, the maximum program density in the PDC zone is 1.80 U.S.I.2 GFA.
 4 As noted on CDP / FDP sheet 2, the maximum program density in the PDC zone is 1.80 U.S.I.2 GFA.
 5 Building uses are in height will conform to at least two levels of parking, either on or below grade.
 6 Access shall be maintained to existing structures. No new structures shall be constructed.

PARKING TABULATIONS FOR PARCEL A, OPTION 3 WITH PARCEL B, OPTION 2 (SEE NOTE #19 ON SHEET 2)

THE TABULATION BELOW IS FOR THE DEVELOPMENT OPTION THAT INCLUDES PARCEL A, OPTION 4 WITH PARCEL B, OPTION 2. NOTE THAT AS THE DEVELOPMENT PROGRAM IS NOT CURRENTLY KNOWN, ACTUAL PARKING COUNTS MAY VARY FROM THE TABULATIONS SHOWN IN THIS CD/FPD, AND WILL BE DETERMINED AT SITE PLAN.

SOUTHERN PARKING ZONE			
	GFA	SPACES REQUIRED	SPACES PROVIDED
EATING ESTABLISHMENT	57,500	980	584
RETAIL	30,500	202	171
PROPOSED THEATER/ ACCESSORY USES	120,000	1,030	1,133
TOTAL	208,000	1,888	1,888
NORTHEAST PARKING ZONE			
	GFA	SPACES REQUIRED	SPACES PROVIDED
EATING ESTABLISHMENT	36,300	436	405
RETAIL	123,700	490	555
OFFICE	120,000	325	438
OFFICE	24,000	86	86
TOTAL	304,000	1,342	1,515
NORTHWEST PARKING ZONE			
	GFA	SPACES REQUIRED	SPACES PROVIDED
EATING ESTABLISHMENT	3,000	60	60
RETAIL	242,000	968	968
HOTEL	38,000	234	234
TOTAL	383,000	1,262	1,262
RESIDENTIAL PARKING			
	GFA	UNITS @ 100	SPACES REQUIRED
PARCEL C	130,858	197	247
PARCEL E	130,858	197	247
PARCEL F	291,216	437	546
PARCEL G	268,000	402	503
PARCEL H	104,000	156	195
TOTAL	1,026,932	1,489	1,863
PROGRAM	GFA	SPACES REQUIRED	SPACES PROVIDED
	1,026,932	6,322	6,322

NOTE:
 REFER TO SHEETS 2 AND 3 FOR COMPLETE LIST OF NOTES, SITE TABULATIONS AND WAIVERS/MODIFICATIONS.

PARKING NOTES FOR BOTH OPTIONS:

APPLICANT RESERVES THE RIGHT TO PURSUE A SHARED PARKING AGREEMENT, BUT UNTIL SUCH TIME AS SUCH AGREEMENT MAY BE GRANTED BY THE BOARD OF SUPERVISORS, THE TOTAL OVERALL PARKING COUNT FOR THE SITE WILL BE AT LEAST AS LARGE AS THAT REQUIRED BY THE ORDINANCE.

THE PROPOSED DEVELOPMENT SHALL BE CONSIDERED A SHOPPING CENTER PER 11-104.2.3 OF THE ZONING ORDINANCE. THE TOTAL GFA FOR RETAIL, EATING ESTABLISHMENTS, THEATER, OFFICE AND HOTEL SHALL BE TALLIED IN THREE PARKING ZONES, AS ILLUSTRATED ON SHEET 3. APPLICANT WILL DETERMINE THE EXACT RETAIL AND EATING ESTABLISHMENT PROGRAM AT SITE PLAN SUBJECT TO MARKET CONDITIONS. THEREAFTER, APPLICANT RESERVES THE RIGHT TO MODIFY THE RETAIL AND EATING ESTABLISHMENT PROGRAMS SUBJECT TO MARKET CONDITIONS.

THE SUBJECT PROPERTY IS PROPOSED TO BE ZONED PDC AND PDC. PARKING FOR PARCELS SHOWN IN THE TABULATIONS ABOVE MAY BE LOCATED IN OTHER ZONING DISTRICTS.

1. EATING ESTABLISHMENT REQUIRED BY Z.O. IS ONE (1) SPACE PER FOUR (4) SEATS + ONE (1) SPACE PER TWO (2) EMPLOYEES.
2. RETAIL REQUIRED BY Z.O. IS FOUR (4) SPACES PER 1000 SQUARE FEET OF GROSS FLOOR AREA AS DEFINED FOR A SHOPPING CENTER IN SECTION 11-104.2.3 OF THE Z.O.
3. THEATER REQUIRED BY Z.O. IS THREE TENTHS (0.3) SPACES PER SEAT.
4. OFFICE REQUIRED BY Z.O. IS THREE AND SIX-TENTHS (3.6) SPACES PER 1000 SQUARE FEET OF GROSS FLOOR AREA FOR OFFICE BUILDINGS LESS THAN 50,000 SF OF GFA.
5. OFFICE REQUIRED BY Z.O. IS THREE (3.0) SPACES PER 1000 SQUARE FEET OF GROSS FLOOR AREA FOR OFFICE BUILDINGS BETWEEN 50,000-125,000 SF OF GFA.
6. OFFICE REQUIRED BY Z.O. IS TWO AND SIX TENTHS (2.6) SPACES PER 1000 SF OF GROSS FLOOR AREA FOR OFFICE BUILDINGS GREATER THAN 125,000 SF OF GFA.
7. HOTEL REQUIRED BY Z.O. IS ONE (1) SPACE PER RENTAL UNIT PLUS FOUR (4) SPACES PER FIFTY (50) RENTAL UNITS, PLUS SUCH SPACES AS ARE REQUIRED FOR EATING ESTABLISHMENTS, ASSEMBLY ROOMS AND AFFILIATED FACILITIES.
8. RESIDENTIAL REQUIRED BY Z.O. IS ONE AND SIX-TENTHS (1.6) SPACES PER MULTI-FAMILY DWELLING UNIT.
9. PARCEL C INCLUDES APPROXIMATELY 21 RESIDENTIAL UNITS IN CELLAR SPACE, AS DEFINED IN THE Z.O. THESE UNITS WILL BE PARKED AT A WINDOW AT THE RATIO NOTED IN NOTE H, ABOVE.

PARKING TABULATIONS FOR PARCEL A, OPTION 4 WITH PARCEL B, OPTION 2 (SEE NOTE #19 ON SHEET 2)

THE TABULATION BELOW IS FOR THE DEVELOPMENT OPTION THAT INCLUDES PARCEL A, OPTION 4 WITH PARCEL B, OPTION 2. NOTE THAT AS THE DEVELOPMENT PROGRAM IS NOT CURRENTLY KNOWN, ACTUAL PARKING COUNTS MAY VARY FROM THE TABULATIONS SHOWN IN THIS CD/FPD, AND WILL BE DETERMINED AT SITE PLAN.

SOUTHERN PARKING ZONE			
	GFA	SPACES REQUIRED	SPACES PROVIDED
EATING ESTABLISHMENT	57,500	980	584
RETAIL	30,500	202	171
PROPOSED THEATER/ ACCESSORY USES	120,000	1,030	1,133
TOTAL	208,000	1,888	1,888
NORTHEAST PARKING ZONE			
	GFA	SPACES REQUIRED	SPACES PROVIDED
EATING ESTABLISHMENT	36,300	436	405
RETAIL	123,700	490	555
OFFICE	120,000	325	438
OFFICE	24,000	86	86
TOTAL	304,000	1,342	1,515
NORTHWEST PARKING ZONE			
	GFA	SPACES REQUIRED	SPACES PROVIDED
EATING ESTABLISHMENT	3,000	60	60
RETAIL	242,000	968	968
HOTEL	38,000	234	234
TOTAL	383,000	1,262	1,262
RESIDENTIAL PARKING			
	GFA	UNITS @ 100	SPACES REQUIRED
PARCEL C	130,858	197	247
PARCEL E	130,858	197	247
PARCEL F	291,216	437	546
PARCEL G	268,000	402	503
PARCEL H	104,000	156	195
TOTAL	1,026,932	1,489	1,863
PROGRAM	GFA	UNITS	SPACES REQUIRED
	1,026,932	1,489	6,322



NOTE:
 REFER TO SHEETS 2 AND 3 FOR COMPLETE LIST OF NOTES, SITE TABULATIONS AND WAIVERS/MODIFICATIONS.

THIS SHEET UNCHANGED AS PER DESIGNED

VKA REVISIONS

NO.	REVISION	DATE
01	REVISED 4/7/06	
02	REVISED 4/27/06	
03	REVISED 10/03/06	
04	REVISED 11/06/06	
05	REVISED 12/15/2006	
06	REVISED 01/12/07	
07	REVISED 3/28/07	
08	REVISED 6/17/07	
09	REVISED 7/16/07	
10	REVISED 8/22/07	
11	REVISED 10/17/07	
12	REVISED 6/08/10	
13	REVISED 8/23/10	
14	REVISED 1/16/11	
15	REVISED 4/15/11	
16	REVISED 5/13/11	
17	REVISED 6/02/11	
18	REVISED 6/17/11	
19	REVISED 5/08/12	
20	REVISED 5/30/12	

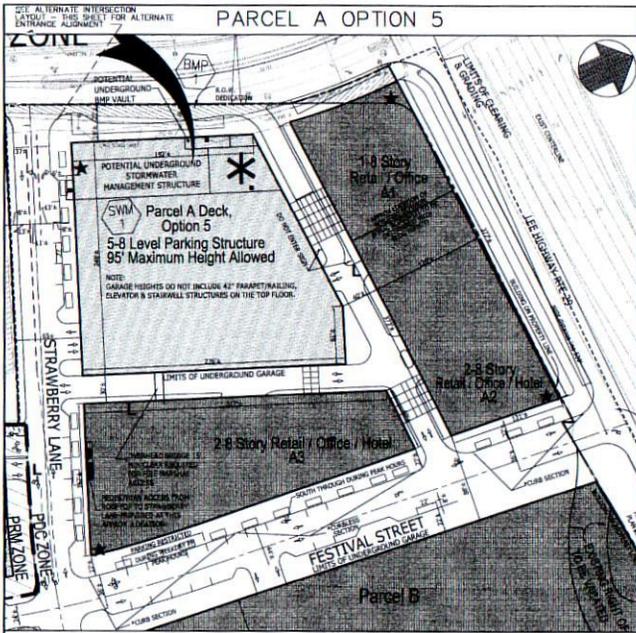
DATE: 12/27/05
 DES: BC
 DWG: INE
 SCALE: AS NOTED
 PROJECT/FILE NO: 6575
 SHEET NO: 9 OF 48

VKA
 VICKI K. ANDERSON ARCHITECTS ARCHITECTS SURVIVORS OPS SERVICES
 1001 W. WASHINGTON ST., SUITE 100, FAIRFAX, VA 22031
 (703) 441-1100 FAX (703) 441-1101
 WELLS, VA 22191
 GERMANTOWN, MD

RR-2005-PR-041
 MERRIFIELD TOWN CENTER
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

ALTERNATE LAYOUT PLAN

DESIGNED BY: STEPHEN J. GONNELL
 LICENSE NO. 040787
 DATE: 5/30/12
 PROFESSIONAL SEAL



Parcel	Use	Zoning District	Commitment for Use	Use Density Range (GFA)	Min Height (Stories / Feet)	Max Height (Stories / Feet)	Overall Parcel Density Range (GFA)	Sheet Reference for Building Elevations	Detail / Sheet Reference for Parcel Streetscape
A-1	Retail	POC	Yes	33-50k	1-30	8-96	160-300k		
	Office		No	0-120k	1-30	8-96			
A-2	Retail	POC	Yes	5-60k	1-30	8-96			
	Office		No	0-120k	1-30	8-96			
A-3	Retail	POC	Yes	20-80k	1-30	8-96			
	Office		No	0-120k	1-30	8-96			

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PARKING TABULATIONS FOR PARCEL A, OPTION 5 WITH PARCEL B, OPTION 2 & PARCEL D OPTION 2 (SEE NOTE #19 ON SHEET 2)

THE TABULATION BELOW IS FOR THE DEVELOPMENT OPTION THAT INCLUDES PARCELS A, OPTION 5 WITH PARCELS B, OPTION 2 AND PARCEL D, OPTION 2. NOTE THAT AS THE DEVELOPMENT PROGRAM IS NOT CURRENTLY KNOWN, ACTUAL PARKING COUNTS MAY VARY FROM THE TABULATIONS SHOWN IN THIS CDP/FDP, AND WILL BE DETERMINED AT SITE PLAN.

SOUTHERN PARKING ZONE	GFA	SPACES REQUIRED	SPACES PROVIDED
EATING ESTABLISHMENT	9,750	650	504
RETAIL	50,000	202	171
PROPOSED THEATRE / ACCESSORY USES	120,000	1,020	1,133
TOTAL	220,000	1,888	1,808

NORTH PARKING ZONE	GFA	SPACES REQUIRED	SPACES PROVIDED
EATING ESTABLISHMENT	30,700	1,463	1,523
OFFICE 1	120,000	620	438
OFFICE 6	24,000	86	86
HOTEL	150,000	224	234
TOTAL	280,000	2,804	2,777

CDP / FDP Plans, Sheets 5 - 7
 CDP / FDP Alternate Plans Sheets 8-9A
 Landscape Plans, Sheets 10 - 14
 Building Elevations, Sheets 16 - 27
 Street and Site Sections, Sheets 29 - 33

LEGEND
L = LOADING AREA
⊕ = GARAGE ENTRANCE
* = POTENTIAL SWM STRUCTURE
■ = BUILDING ABOVE RETAIL
□ = RETAIL / PARKING GARAGE

NOTE:
 REFER TO SHEETS 2 AND 3 FOR COMPLETE LIST OF NOTES, SITE TABULATIONS AND WAIVERS/MODIFICATIONS.

TREE COVER TABULATIONS

THIS TABULATION IS FOR POC
 PARCEL A, OPTION 5 + PARCEL B, OPTION 2

- 1,020,489 SF POC SITE AREA
- 506,700 SF BUILDING FOOTPRINTS FOR ZONING
- 524,789 SF ADJUSTED SITE AREA
- 10K REQUIRED TREE COVERAGE IN PRM OR POC DISTRICTS
- 24,860 SF REQUIRED TREE COVERAGE

CREDIT FOR TREES PLANTED

- 100 TYPE IV TREES @ 200SF/TREE = 48,000 SF
- 20 TYPE IV TREES WITH ENRICH CREST @ 3.75 SF/TREE = 8,250 SF
- 25,050 SF PROVIDED TREE COVERAGE

CDM

- 314,811 SF PRM SITE AREA
- 160,000 SF BUILDING FOOTPRINTS FOR ZONING
- 148,811 SF ADJUSTED PRM SITE AREA
- 10K REQUIRED TREE COVERAGE IN PRM DISTRICT
- 15,881 SF REQUIRED TREE COVERAGE

CREDIT FOR TREES PLANTED IN PRM ZONE

- 60 TYPE IV TREES @ 250SF/TREE = 17,000 SF
- 8 TYPE IV TREES WITH ENRICH CREST @ 3.75 SF/TREE = 2,550 SF
- 8 TYPE IV TREES @ 1,000 SF
- 20,600 SF PROVIDED TREE COVERAGE

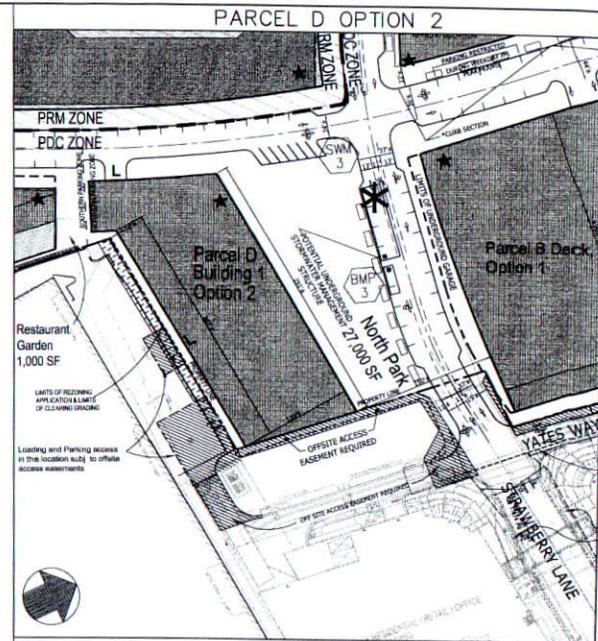
THIS TABULATION IS FOR POC
 PARCEL A, OPTION 4 + PARCEL B, OPTION 2

- 1,001,489 SF POC SITE AREA
- 512,700 SF BUILDING FOOTPRINTS FOR ZONING
- 528,789 SF ADJUSTED SITE AREA
- 10K REQUIRED TREE COVERAGE IN PRM OR POC DISTRICTS
- 23,880 SF REQUIRED TREE COVERAGE

CREDIT FOR TREES PLANTED

- 100 TYPE IV TREES @ 200SF/TREE = 48,000 SF
- 20 TYPE IV TREES WITH ENRICH CREST @ 3.75 SF/TREE = 8,250 SF
- 25,050 SF PROVIDED TREE COVERAGE

* THE REFERENCED CURB/CURBLESS SECTIONS SHOWN HEREON ARE APPROXIMATE AND SUBJECT TO MAJOR MODIFICATIONS AT THE TIME OF DETAILED GRADING WITH FINAL ENGINEERING. TRANSITIONS ARE UNDERSTOOD TO BE REQUIRED WHEN CHANGES BETWEEN CURB/CURBLESS SECTIONS. APPLICANT RESERVES THE RIGHT TO PROVIDE CURB OR CURBLESS SECTIONS THROUGHOUT THE REST OF THE ON-SITE PRIVATE STREETS WITHIN THE TOWN CENTER. CURB SECTIONS MAY BE EITHER HEADER CURB OR CURB AND GUTTER.



Parcel	Use	Zoning District	Commitment for Use	Use Density Range (GFA)	Min Height (Stories / Feet)	Max Height (Stories / Feet)	Overall Parcel Density Range	Sheet Reference for Building	Detail / Sheet Reference for Parcel
D	Retail	POC	Yes	15-30k	2-40	8-96	95-105k		

"THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET"

CDP / FDP Plans, Sheets 5 - 7
 CDP / FDP Alternate Plans Sheets 8-9A
 Landscape Plans, Sheets 10 - 14
 Building Elevations, Sheets 16 - 27
 Street and Site Sections, Sheets 29 - 33

LEGEND

- L = LOADING AREA
- ⊕ = GARAGE ENTRANCE
- * = POTENTIAL SWM STRUCTURE
- = BUILDING ABOVE RETAIL
- = RETAIL / PARKING GARAGE

NOTES:

- EATING ESTABLISHMENT REQUIRED BY Z.O. IS ONE (1) SPACE PER FOUR (4) SEATS + ONE (1) SPACE PER TWO (2) EMPLOYEES.
- RETAIL REQUIRED BY Z.O. IS FOUR (4.0) SPACES PER 1000 SQUARE FEET OF GROSS FLOOR AREA AS DEFINED FOR A SHOPPING CENTER IN SECTION 11-104.23.B OF THE Z.O.
- IF GIVEN A THEATER USE OF LESS THAN 2000 SEATS, THE REQUIRED PARKING BY Z.O. IS THE SAME AS RETAIL ABOVE.
- OFFICE REQUIRED BY Z.O. IS THREE (3.0) AND SIX-TENTHS (3.6) SPACES PER 1000 SQUARE FEET OF GROSS FLOOR AREA FOR OFFICE BUILDINGS LESS THAN 50,000 SF OF GFA.
- OFFICE REQUIRED BY Z.O. IS THREE (3.0) SPACES PER 1000 SQUARE FEET OF GROSS FLOOR AREA FOR OFFICE BUILDINGS BETWEEN 50,000-125,000 SF OF GFA.
- OFFICE REQUIRED BY Z.O. IS TWO (2.0) AND SIX TENTHS (2.6) SPACES PER 1000 SF OF GROSS FLOOR AREA FOR OFFICE BUILDINGS GREATER THAN 125,000 SF OF GFA.
- HOTEL REQUIRED BY Z.O. IS ONE (1) SPACE PER HOTEL UNIT PLUS FOUR (4) SPACES PER FIFTY (50) HOTEL UNITS, PLUS SUCH SPACES AS ARE REQUIRED FOR EATING ESTABLISHMENTS, ASSEMBLY ROOMS AND AFFILIATED FACILITIES.
- RESIDENTIAL REQUIRED BY Z.O. IS ONE (1) AND SIX-TENTHS (1.6) SPACES PER MULTI-FAMILY DWELLING UNIT.
- PARCEL D INCLUDES APPROXIMATELY 20 RESIDENTIAL UNITS IN CELLAR SPACE, AS DEFINED IN THE Z.O. THESE UNITS WILL BE PARKED AT A MINIMUM AT THE RATIO NOTED IN NOTE H, ABOVE.

REVISIONS:

NO.	DATE	BY	FOR
1.	REVISED 4/7/06		
2.	REVISED 4/27/06		
3.	REVISED 10/26/06		
4.	REVISED 11/06/06		
5.	REVISED 12/15/2006		
6.	REVISED 01/12/07		
7.	REVISED 3/6/07		
8.	REVISED 6/13/07		
9.	REVISED 7/16/07		
10.	REVISED 8/22/07		
11.	REVISED 10/1/07		
12.	REVISED 6/28/10		
13.	REVISED 8/23/10		
14.	REVISED 10/11/10		
15.	REVISED 11/26/10		
16.	REVISED 12/31/10		
17.	REVISED 12/17/10		
18.	REVISED 1/10/11		
19.	REVISED 4/15/11		
20.	REVISED 5/11/11		
21.	REVISED 6/6/11		
22.	REVISED 6/17/11		
23.	REVISED 5/28/12		
24.	REVISED 5/29/12		
DATE:	12/7/05		

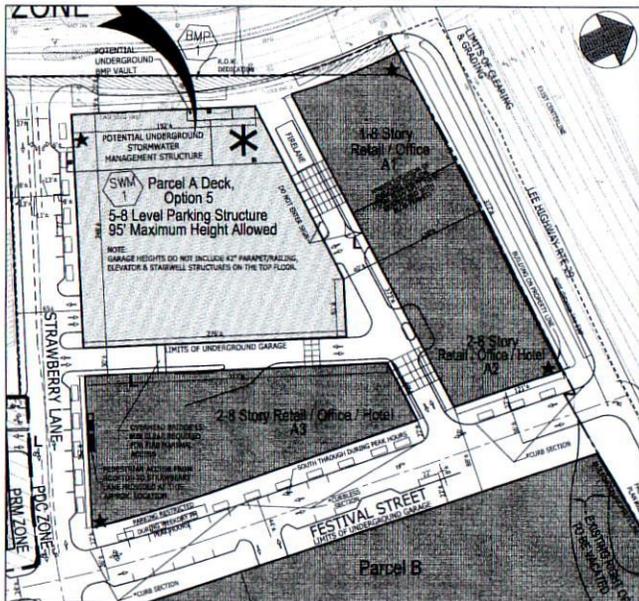
DESIGNED BY: SPINALE CROWELL
 Lic. No. 045781
 5/30/12
 PROFESSIONAL ENGINEER

SCALE: 1"=60'
 PROJECT/FILE NO: 6575T
 SHEET NO: 9A OF 48

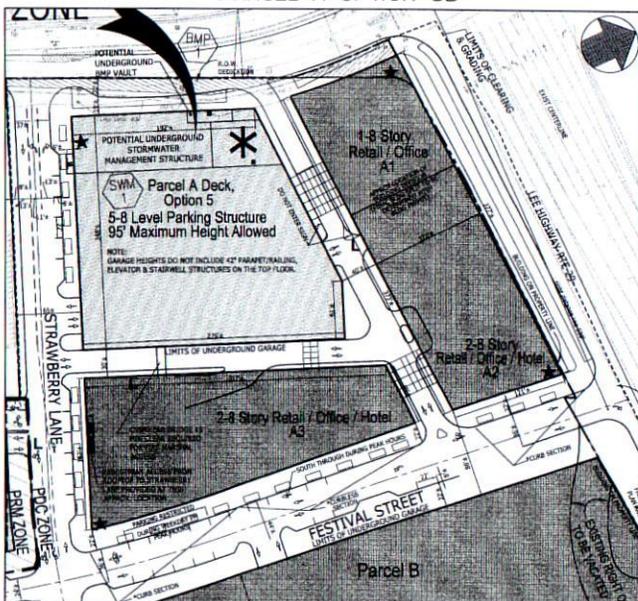
VIKI ARCHITECTS
 1000 WEST 10TH AVENUE, SUITE 200
 DENVER, CO 80202
 (303) 733-7370
 (303) 733-7371
 (303) 733-7372
 (303) 733-7373
 (303) 733-7374
 (303) 733-7375
 (303) 733-7376
 (303) 733-7377
 (303) 733-7378
 (303) 733-7379
 (303) 733-7380
 (303) 733-7381
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 (303) 733-7397
 (303) 733-7398
 (303) 733-7399
 (303) 733-7400

RZ-2005-PR-041
 MERRIFIELD TOWN CENTER
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA
 FDP ALTERNATE LAYOUT PLAN

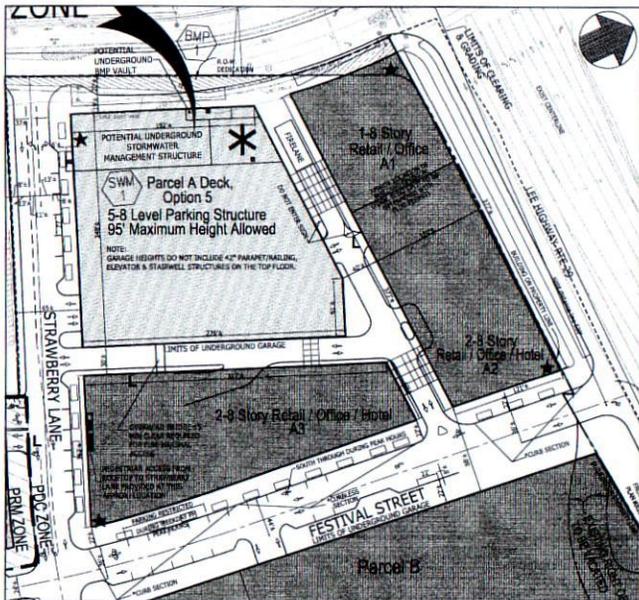
PARCEL A OPTION 5A



PARCEL A OPTION 5B



PARCEL A OPTION 5C



* THE REFERENCED CURB/CURBLESS SECTIONS SHOWN HEREON ARE APPROXIMATE AND SUBJECT TO ANY MODIFICATIONS AT THE TIME OF DETAILED GRADING WITH FINAL ENGINEERING. TRANSFORMS ARE UNDERSTOOD TO BE REQUIRED WHEN CHANGES BETWEEN CURB/CURBLESS OCCURS. APPLICANT RECEIVES THE RIGHT TO PROVIDE CURB OR CURBLESS SECTIONS THROUGHOUT THE REST OF THE ON-SITE PRIVATE STREETS WITHIN THE TOWN CENTER. CURB SECTIONS MAY BE EITHER HEAVY CURB OR CURB AND GUTTER.

VIVA
 ARCHITECTS & ENGINEERS
 1000 W. GREENSBORO BLVD., SUITE 200 • MCLEEN, VIRGINIA 22102
 P: 434.753.8200 • F: 434.753.8201 • WWW.VIVAAE.COM

RZ-2005-PR-041
 MERRIFIELD TOWN CENTER
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

FOPA ALTERNATE LAYOUT PLAN

VIVA REVISIONS

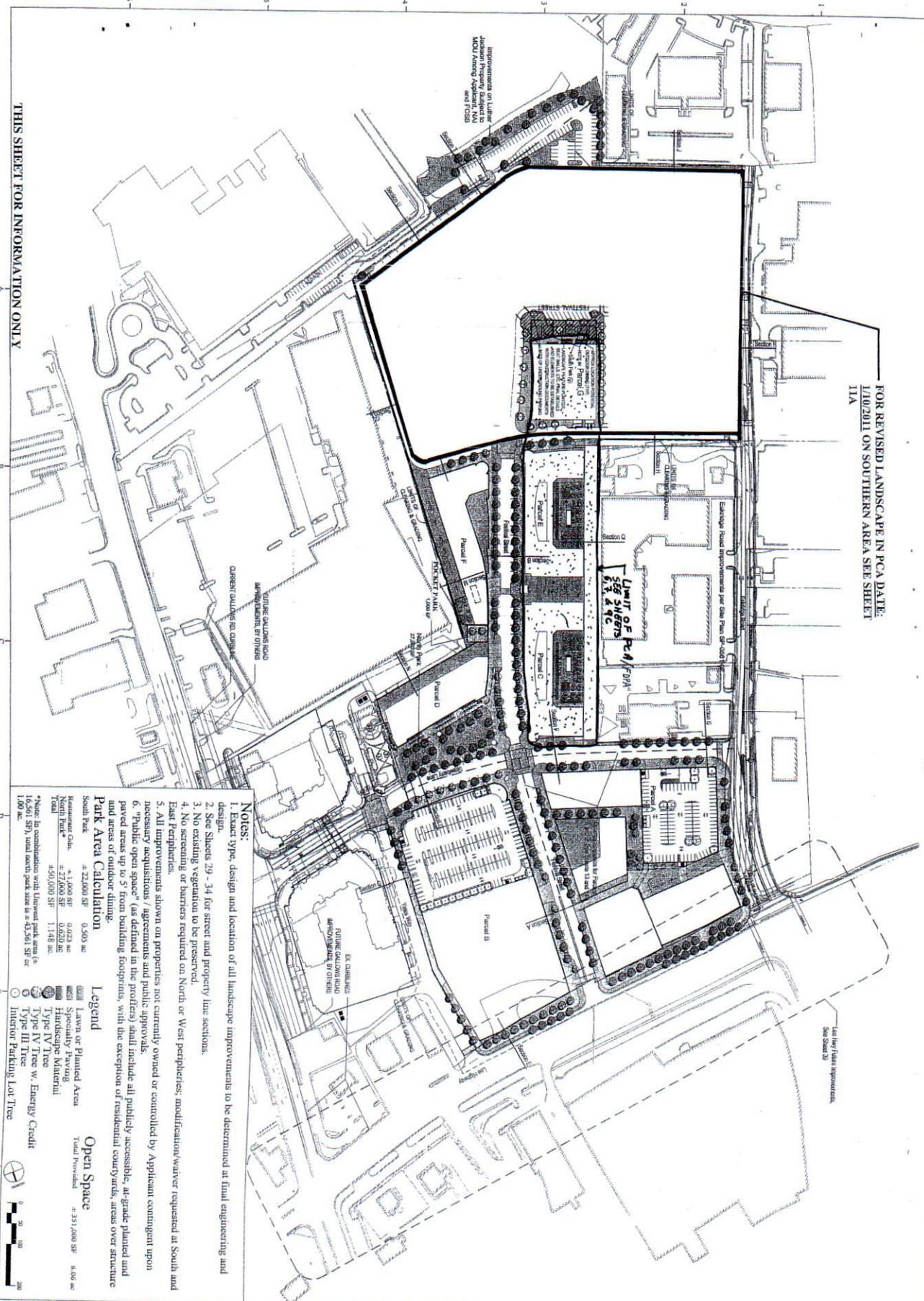
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19	REVISED	4/15/11
20	REVISED	5/13/11
21	REVISED	6/02/11
22	REVISED	6/17/11
23	REVISED	5/08/12
24	REVISED	5/30/12



DATE: 12/27/05
 DES: JS DWN: CADD
 SCALE: 1"=60'
 PROJECT/FILE NO. 657ST
 SHEET NO. 9B OF 48

"THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET"

FOR REVISED LANDSCAPE IN PCA DATE:
1/10/2011 ON SOUTHERN AREA SEE SHEET
11A



THIS SHEET FOR INFORMATION ONLY

NOTES:

1. Exact type, design and location of all landscape improvements to be determined at final engineering and design.
2. See Sheets 79 - 34 for street and property line sections.
3. No existing vegetation to be preserved.
4. No screening or barriers required on North or West perimeters; modification/water requested at South and East Perimeters.
5. All improvements shown on properties not currently owned or controlled by Applicant contingent upon necessary acquisitions agreements and public approvals.
6. "Public open space" (as defined in the profiles) shall include all publicly accessible, at-grade planted and paved areas up to 5' from building footprints, with the exception of residential courtyards, areas over structure and areas of outdoor dining.

Park Area Calculation

South Park	= 22,000 SF	0.505 ac
Restroom Cdn.	= 1,000 SF	0.023 ac
North Park*	= 27,000 SF	0.620 ac
Total	= 50,000 SF	1.148 ac.

*Note: In combination with Unimark park area (= 16,561 SF), total on-site park size = 66,561 SF or 1.50 ac.

Legend

	Lawn or Planted Area	Total Provided	= 331,000 SF	8.06 ac
	Specialty Planting			
	Hardscape Material			
	Type IV Tree			
	Type IV Tree w. Energy Credit			
	Type III Tree			
	Interior Parking Lot Tree			

Open Space

Total Provided = 331,000 SF = 8.06 ac

RTKL
RTKL Associates, Inc.

Project: Merrifield Town Center
Sheet: 10 OF 48

DATE: 1/10/2011
DRAWN BY: [Name]
CHECKED BY: [Name]
APPROVED BY: [Signature]

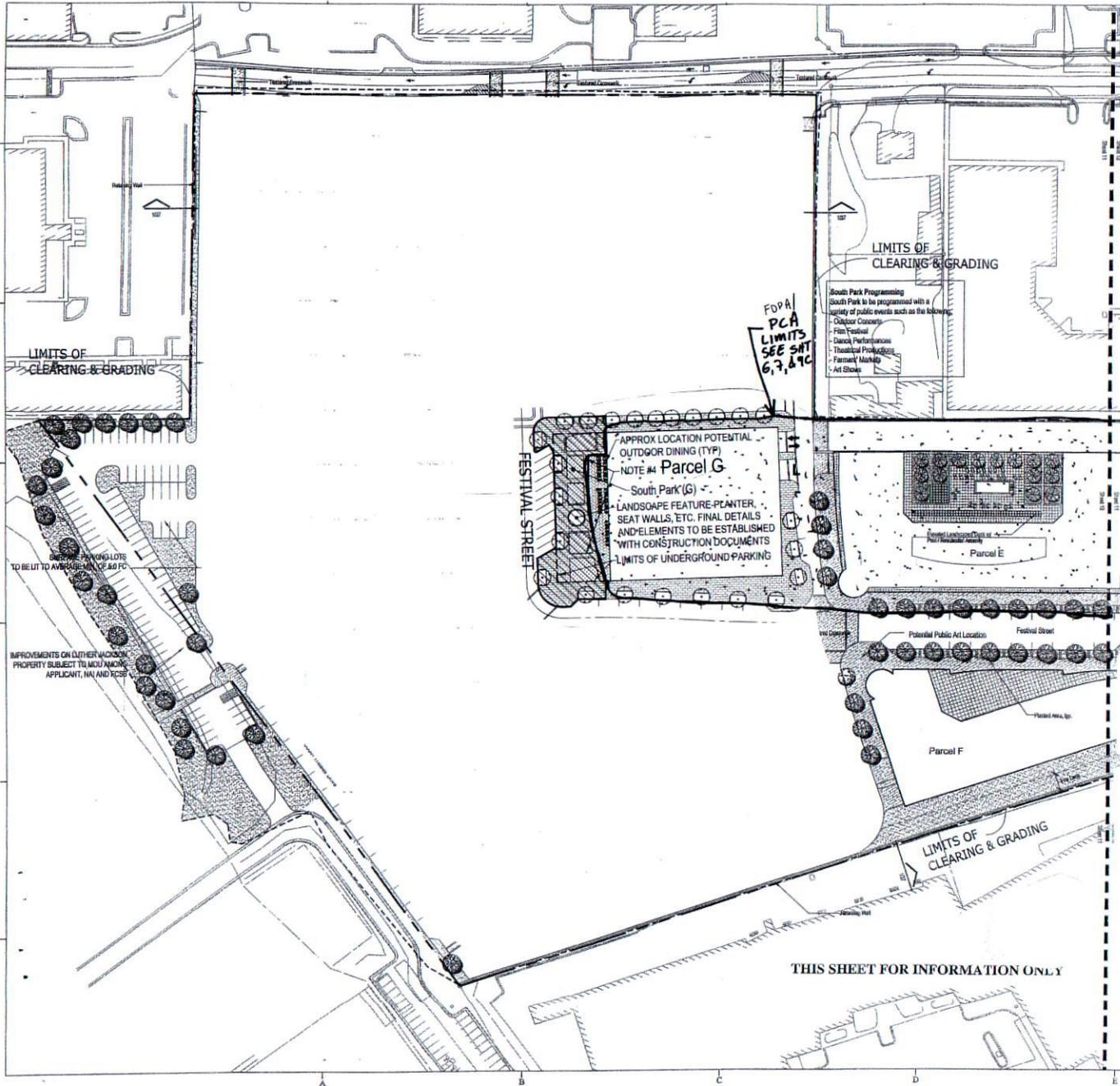
SCALE: 1" = 30'

MERRIFIELD TOWN CENTER

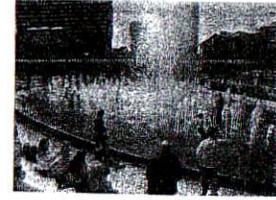
FAIRFAX COUNTY, VIRGINIA

REVISIONS:

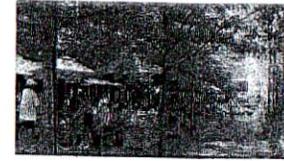
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4	01/10/2011	PCA REVISION
5	01/10/2011	PCA REVISION
6	01/10/2011	PCA REVISION
7	01/10/2011	PCA REVISION
8	01/10/2011	PCA REVISION
9	01/10/2011	PCA REVISION
10	01/10/2011	PCA REVISION
11	01/10/2011	PCA REVISION
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47	01/10/2011	PCA REVISION
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49	01/10/2011	PCA REVISION
50	01/10/2011	PCA REVISION



Illustrative Examples



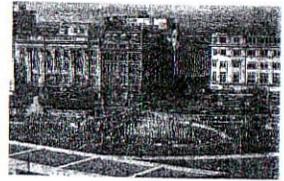
2 Fountain



3 Restaurant Seating Area



4 Concert in Park



6 Water Feature / Fountain

Notes:

1. Exact type, design and location of all landscape improvements to be determined at final engineering and design.
2. All improvements shown on properties not currently owned or controlled by Applicant contingent upon necessary acquisitions / agreements and public approvals.

Legend

- Lawn or Planted Area
- Specialty Paving
- Hardscape Material
- Type IV Tree
- Type IV Tree w. Energy Credit
- Type III Tree
- Interior Parking Lot Tree



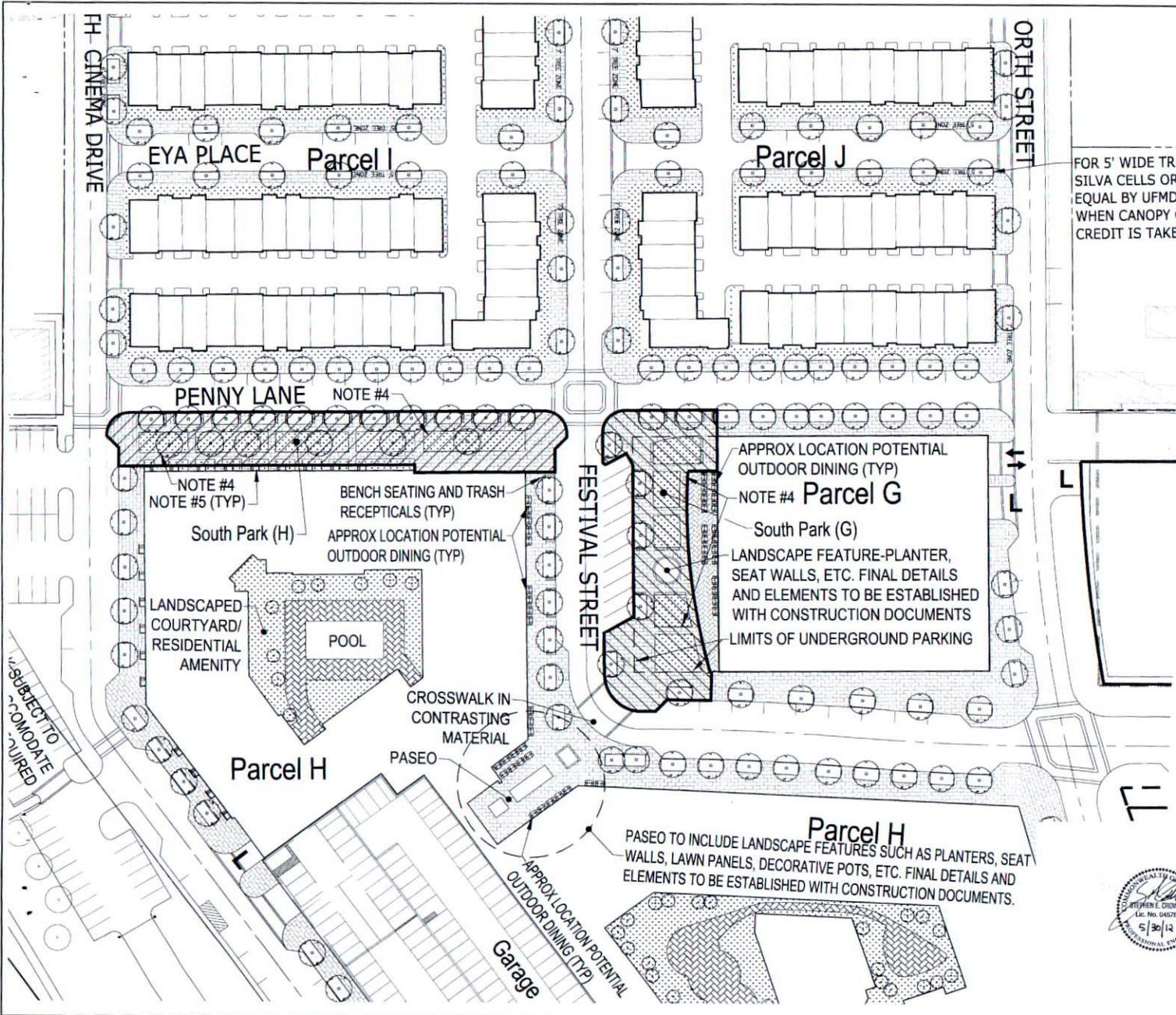
MERRIFIELD TOWN CENTER
 FAIRFAX COUNTY, VIRGINIA

No.	Date	Item
△	05/30/2012	PCA REVISION
△	05/18/2012	PCA REVISION
△	01/17/2011	CDP/FDP Revision
△	02/20/11	CDP/FDP Revision
△	01/13/2011	CDP/FDP Revision
△	01/15/2011	CDP/FDP Revision
△	11/10/2011	CDP/FDP Revision
△	01/16/2010	CDP/FDP Revision
△	08/02/2010	CDP/FDP Revision
△	02/25/2010	CDP/FDP Revision
△	10/01/2007	CDP / FDP Revision
△	08/22/2007	CDP / FDP Revision
△	07/16/2007	CDP / FDP Revision
△	06/01/2007	CDP / FDP Revision
△	03/09/2007	CDP / FDP Revision
△	01/12/2007	CDP / FDP Revision
△	12/15/2006	CDP / FDP Revision
△	11/06/2006	CDP / FDP Revision
△	10/2/2006	CDP / FDP Revision
△	4/7/2006	CDP / FDP Revision



LANDSCAPE ENLARGMENT

Contract No.	200606101
Issue Date	12/07/2005
Last Revision	10/01/2007



FOR 5' WIDE TRE SILVA CELLS OR EQUAL BY UFMD WHEN CANOPY CREDIT IS TAKEN

APPROX LOCATION POTENTIAL OUTDOOR DINING (TYP)
 NOTE #4 Parcel G
 South Park (G)
 LANDSCAPE FEATURE-PLANTER, SEAT WALLS, ETC. FINAL DETAILS AND ELEMENTS TO BE ESTABLISHED WITH CONSTRUCTION DOCUMENTS
 LIMITS OF UNDERGROUND PARKING

NOTE #4
 NOTE #5 (TYP)
 BENCH SEATING AND TRASH RECEPTALS (TYP)
 APPROX LOCATION POTENTIAL OUTDOOR DINING (TYP)
 South Park (H)

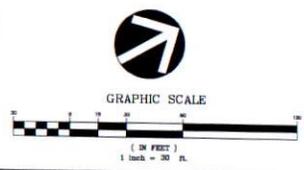
LANDSCAPED COURTYARD/RESIDENTIAL AMENITY
 POOL

Parcel H

Parcel H
 PASEO TO INCLUDE LANDSCAPE FEATURES SUCH AS PLANTERS, SEAT WALLS, LAWN PANELS, DECORATIVE POTS, ETC. FINAL DETAILS AND ELEMENTS TO BE ESTABLISHED WITH CONSTRUCTION DOCUMENTS.
 APPROX LOCATION POTENTIAL OUTDOOR DINING (TYP)
 Garage

South Park Area (H) = 11,400± sq. ft.
 South Park Area (G) = 10,600± sq. ft.
 South Park Total Area = 22,000± sq. ft.

- LEGEND**
- LAWN OR PLANTED AREA
 - HARDSCAPE MATERIAL
 - TYPE IV TREE



VIVA
 PLANNERS • LANDSCAPE ARCHITECTS & SERVICE & SITE SERVICES
 1000 W. WASHINGTON BLVD., SUITE 1000, WASHINGTON, DC 20004
 (202) 462-7800 • FAX (202) 462-7787
 VIVA@VIVA-VA.COM • WWW.VIVA-VA.COM

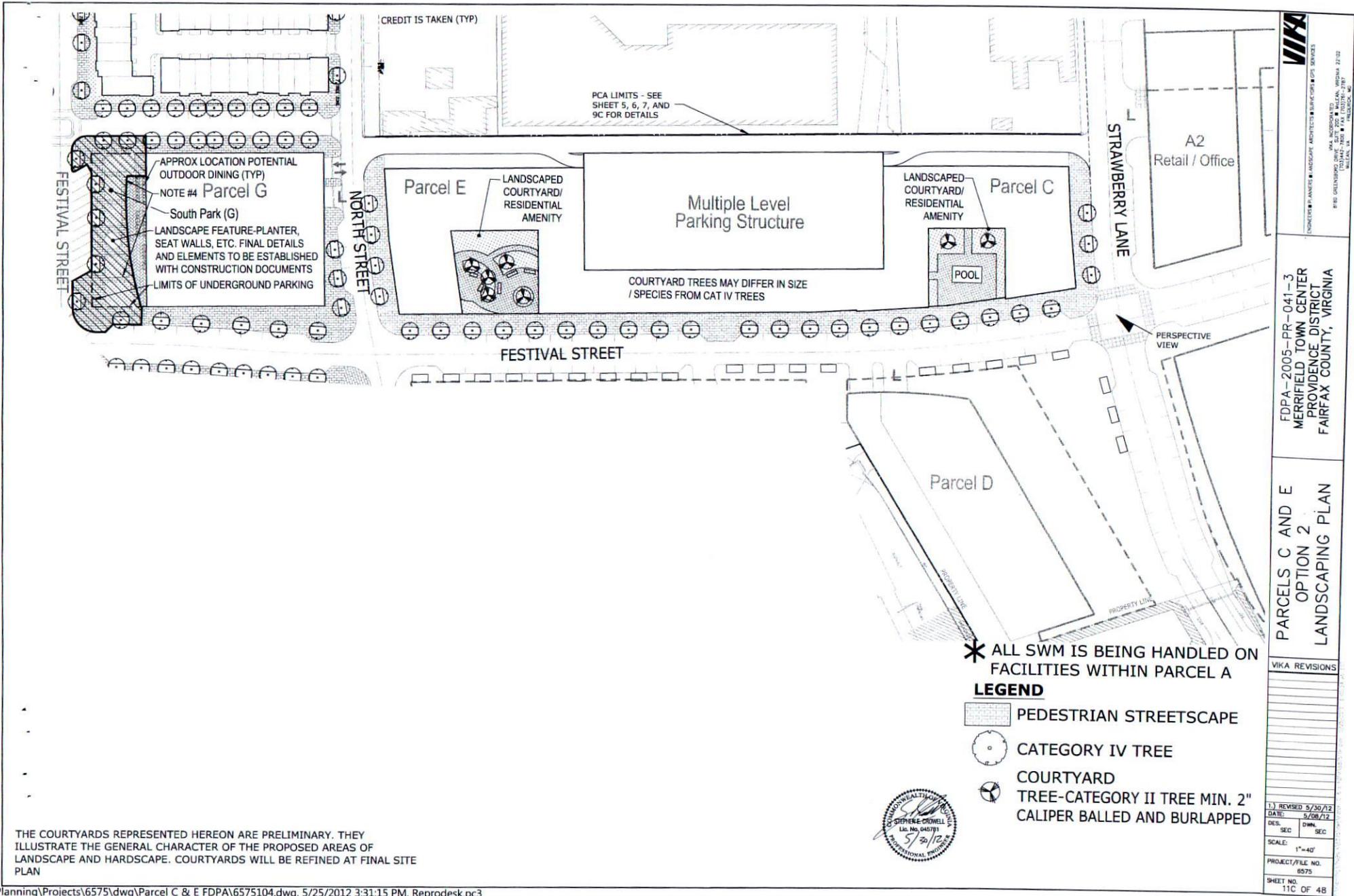
RZ-2005-PR-041
 MERRIFIELD TOWN CENTER
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

ENLARGEMENT
 SOUTH PARK

DATE: DEC 16, 2005
 DES. JFA DWN RLB
 SCALE: 1" = 30'
 PROJECT/FILE NO. 0575
 SHEET NO. 11B OF 4B

VIVA REVISIONS
 1.) REVISED 4/27/06
 2.) REVISED 4/27/06
 3.) REVISED 10/02/06
 4.) REVISED 11/28/06
 5.) REVISED 01/12/07
 6.) REVISED 3/6/07
 7.) REVISED 8/7/07
 8.) REVISED 7/19/07
 9.) REVISED 8/22/07
 10.) REVISED 10/7/07
 11.) REVISED 6/28/07
 12.) REVISED 8/22/10
 13.) REVISED 8/16/10
 14.) REVISED 7/10/11
 15.) REVISED 4/15/11
 16.) REVISED 5/13/11
 17.) REVISED 8/02/11
 18.) REVISED 8/17/11
 19.) REVISED 5/08/12
 20.) REVISED 5/30/12

NOT SUBJECT TO
 UNIFORMATED



VKA
 VIKAS ARCHITECTS & LANDSCAPE ARCHITECTS ■ BANKING ■ GPS SERVICES
 1000 GARDEN DRIVE, SUITE 202 ■ WILSON, VIRGINIA 22152
 (703) 441-3367 ■ FAX (703) 441-2787
 WWW.VKAA.COM

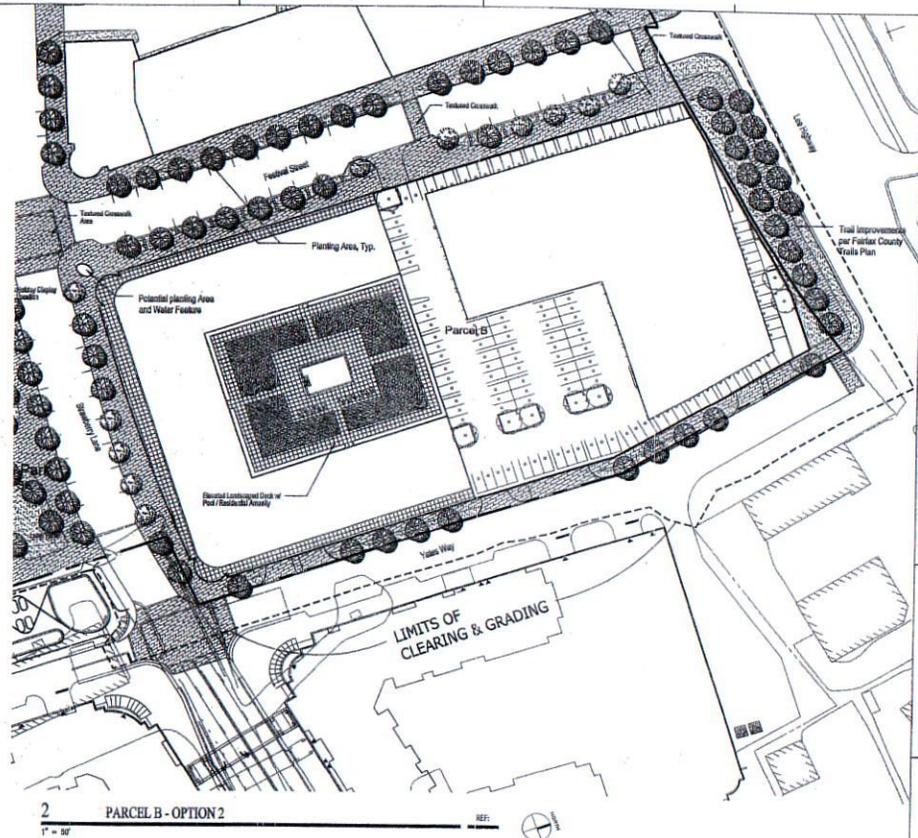
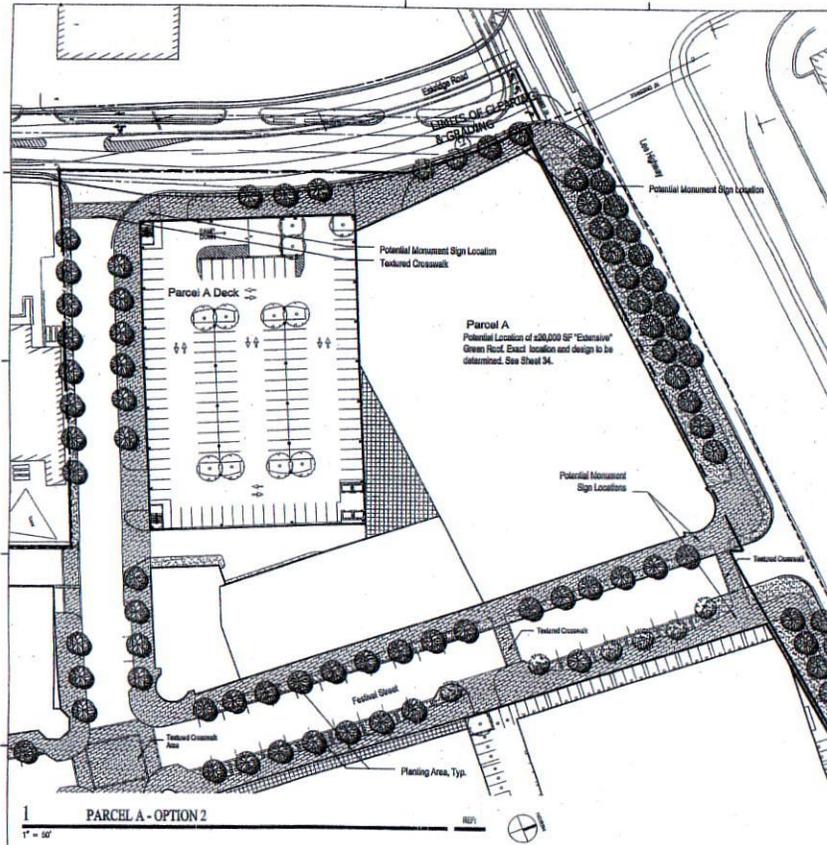
FDPA-2005-PR-041-3
 MERRIFIELD TOWN CENTER
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

PARCELS C AND E
 OPTION 2
 LANDSCAPING PLAN

VKA REVISIONS

NO.	DATE	BY	CHKD.

1. REVISED 5/30/12
 DATE: 5/30/12
 DES. SEC. DWN. SEC.
 SCALE: 1"=40'
 PROJECT/FILE NO. 8575
 SHEET NO. 11C OF 48



MERRIFIELD TOWN CENTER

FAIRFAX COUNTY, VIRGINIA

No.	Date	Item
1	05/18/2012	PCA REVISION
2	06/17/2011	CDP/FDP Revision
3	02/28/11	CDP/FDP Revision
4	5/13/2011	CDP/FDP Revision
5	4/15/2011	CDP/FDP Revision
6	1/10/2011	CDP/FDP Revision
7	08/16/2007	CDP / FDP Revision
8	10/01/2007	CDP / FDP Revision
9	08/22/2007	CDP / FDP Revision
10	07/16/2007	CDP / FDP Revision
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12	03/08/2007	CDP / FDP Revision
13	01/12/2007	CDP / FDP Revision
14	12/15/2006	CDP / FDP Revision
15	11/09/2006	CDP / FDP Revision
16	10/2/2006	CDP / FDP Revision
17	4/7/2006	CDP / FDP Revision

Issued Drawing Log

RTKL

RTKL Associates, Inc.

Notes:
 1. Exact type, design and location of all landscape improvements to be determined at final engineering and design.
 2. All improvements shown on properties not currently owned or controlled by Applicant contingent upon necessary acquisitions / agreements and public approvals.

- Legend**
- Lawn or Planted Area
 - Specialty Paving
 - Hardscape Material
 - Type IV Tree
 - Type IV Tree w. Energy Credit
 - Type III Tree
 - Interior Parking Lot Tree

MS
 Drawn
 CS
 Checked
 BC
 Approved

**OPTIONAL
LANDSCAPE
ENLARGMENT**

Contract No. 200606101
 Issue Date 12/07/2005
 Last Revision 10/01/2007

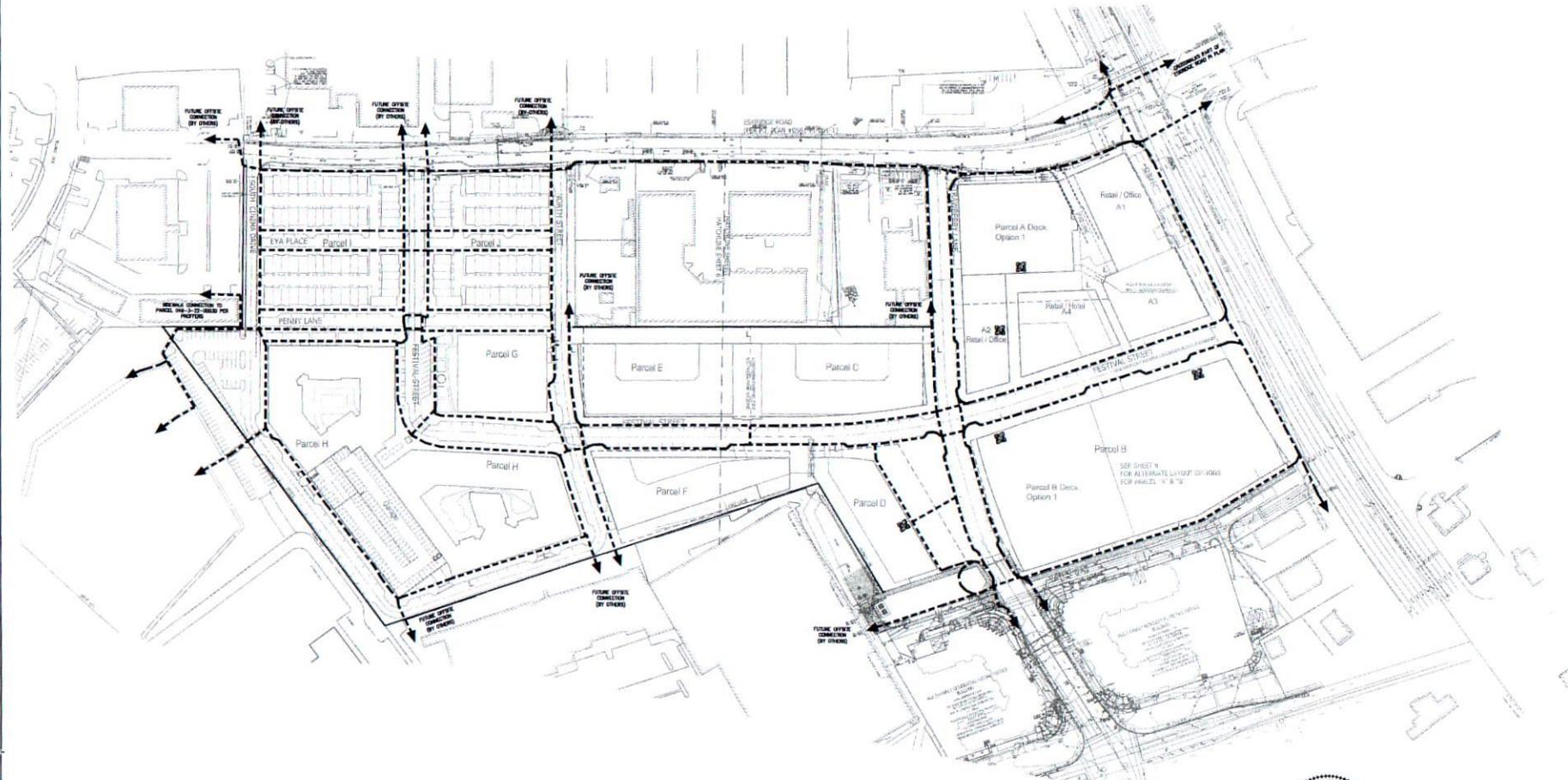
"THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET"

VIA REVISIONS

- 1.) REVISED 4/7/08
- 2.) REVISED 4/27/08
- 3.) REVISED 10/02/08
- 4.) REVISED 11/08/08
- 5.) REVISED 01/13/09
- 6.) REVISED 3/8/09
- 7.) REVISED 6/7/09
- 8.) REVISED 7/16/09
- 9.) REVISED 8/22/09
- 10.) REVISED 10/7/09
- 11.) REVISED 6/8/10
- 12.) REVISED 8/2/10
- 13.) REVISED 8/16/10
- 14.) REVISED 7/10/11
- 15.) REVISED 4/15/11
- 16.) REVISED 5/13/11
- 17.) REVISED 6/22/11
- 18.) REVISED 8/7/11
- 19.) REVISED 5/08/12
- 20.) REVISED 5/30/12

DATE: DEC 7, 2005
 DES. JFA JWB
 JFA RUB

SCALE: 1"=100'
 PROJECT/FILE NO. 8575
 SHEET NO. 15 OF 48



NOTES:

1. ALL IMPROVEMENTS SHOWN ON PROPERTIES NOT CURRENTLY OWNED OR CONTROLLED BY APPLICANT CONTINGENT UPON NECESSARY ACQUISITIONS/AGREEMENTS AND PUBLIC APPROVALS.
2. SIDEWALK DIMENSIONS VARY, FOR TYPICAL SIDEWALK SECTIONS AND LOCATIONS, SEE SHEET 29-33.

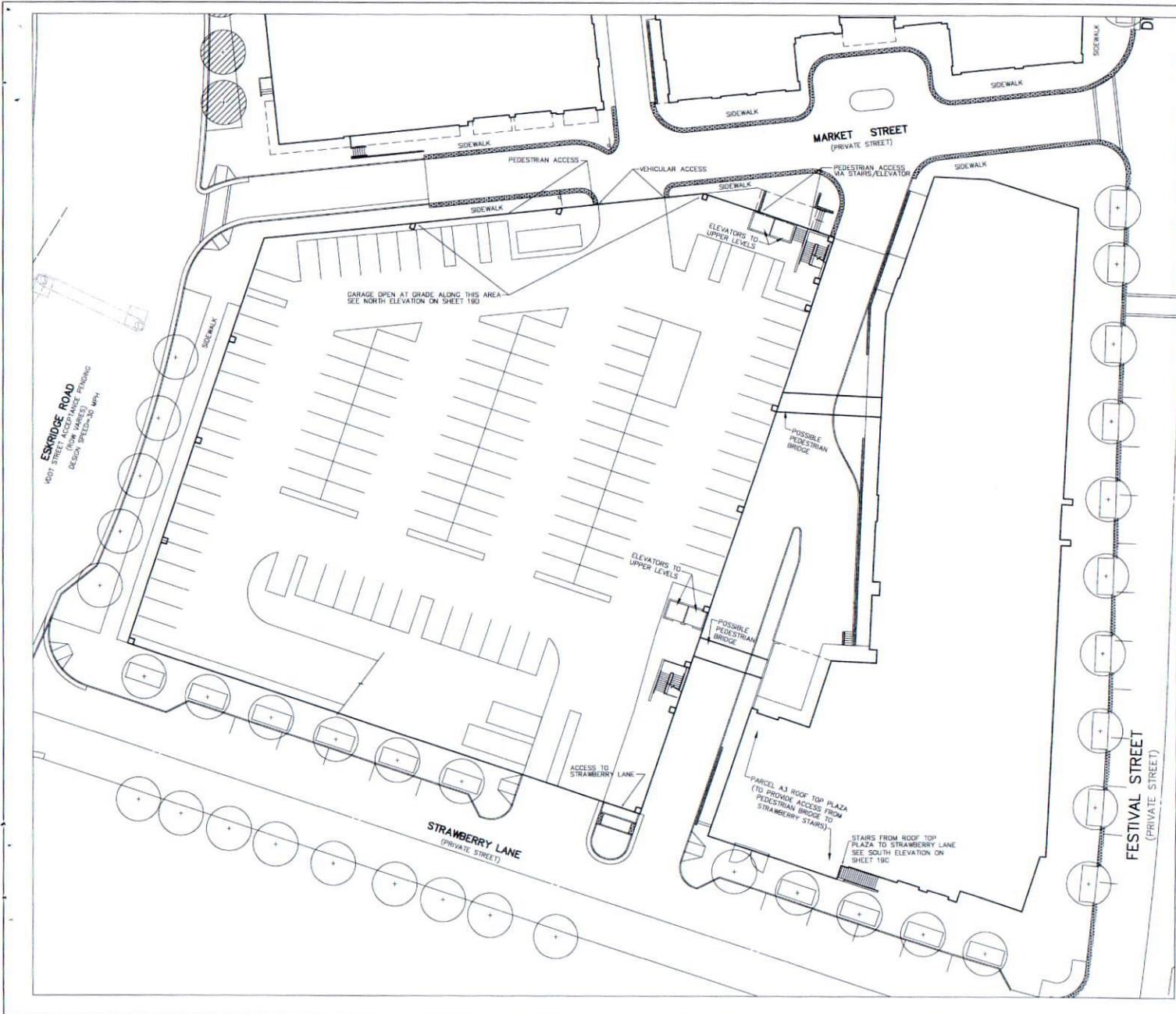
LEGEND

- SIDEWALK
- INTERNAL PUBLIC VERTICAL CIRCULATION



A graphic scale bar with alternating black and white segments. Below the bar, it reads '(IN FEET)' and '1 inch = 100 ft.'.

P:\Planning\Projects\8575\8575.dwg 2/8/12 10:10 AM EJT



- NOTES:
1. THIS PLAN SHOWN FOR PEDESTRIAN CIRCULATION AROUND PARCEL A GARAGE ONLY
 2. ALL INFORMATION SHOWN ON THIS PLAN SHEET UNDERSTOOD TO BE SUPPLEMENTAL AND BUILDING ELEVATIONS/ARCHITECTURAL PLANS TO PROVIDE DETAILED INFORMATION REGARDING EXIT LOCATIONS AND TYPES
 3. SKY BRIDGE NUMBER AND LOCATION SHOWN IS APPROXIMATE AND IS SUBJECT TO CHANGE
 4. PARKING CONFIGURATION AND ALL OTHER INTERNAL COMPONENTS SHOWN WITHIN GARAGE IS APPROXIMATE AND SHALL BE ESTABLISHED FOR EACH FLOOR WITH FINAL CONSTRUCTION DOCUMENTS FOR GARAGE ENTRANCE LOCATIONS FOR GARAGE AND ALL OTHER BUILDINGS SHALL BE DETERMINED WITH FINAL ARCHITECTURAL / CONSTRUCTION PLANS
 5. BUILDING FOOTPRINTS SHOWN ON THIS PLAN ARE APPROXIMATE AND SUBJECT TO CHANGE PER CDP/FPD AND PROFFER CONDITIONS AS MAY BE AMENDED

"THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET"



RZ-2005-PR-041
 MERRIFIELD TOWN CENTER
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

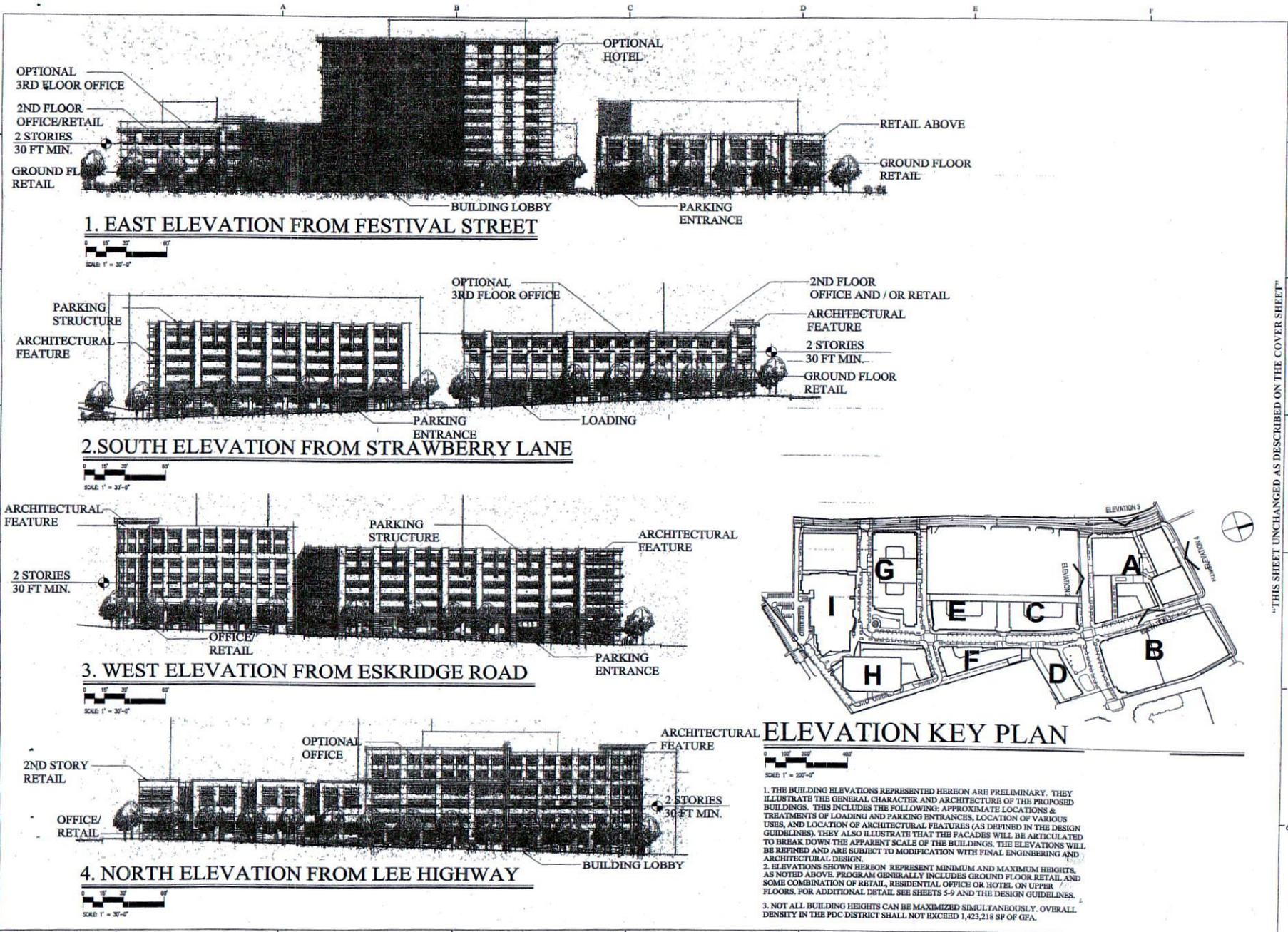
PEDESTRIAN CIRCULATION PLAN

VKA REVISIONS

SUBMITTED	11/05/10
REVISED	12 /03/ 10
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18.1	REVISED 1/10/11
19.1	REVISED 4/15/11
20.1	REVISED 5/13/11
21.1	REVISED 6/03/11
22.1	REVISED 6/17/11
23.1	REVISED 5/08/12
23.3	REVISED 5/08/12
24.1	REVISED 5/30/12



DATE: NOV. 2010
 DES. SEC. DWN. SEC.
 SCALE: 1"=20'
 PROJECT/FILE NO. 6575
 SHEET NO. 15A



MERRIFIELD TOWN CENTER

FAIRFAX COUNTY, VIRGINIA

THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET

No.	Date	Item
05/30/2012	PCA	REVISION
01/17/2011	CDP/FDP	Revision
02/28/11	CDP/FDP	Revision
03/13/2011	CDP/FDP	Revision
04/15/2011	CDP/FDP	Revision
1/10/2011	CDP/FDP	Revision
01/01/2007	CDP / FDP	Revision
08/22/2007	CDP / FDP	Revision
07/16/2007	CDP / FDP	Revision
06/01/2007	CDP / FDP	Revision
03/08/2007	CDP / FDP	Revision
01/12/2007	CDP / FDP	Revision
12/15/2006	CDP / FDP	Revision
11/06/2006	CDP / FDP	Revision
10/2/2006	CDP / FDP	Revision
4/7/2006	CDP / FDP	Revision

Issued Drawing Log

RTKL
RTKL Associates, Inc.

KEY
Drawn GS
Checked BC
Approved

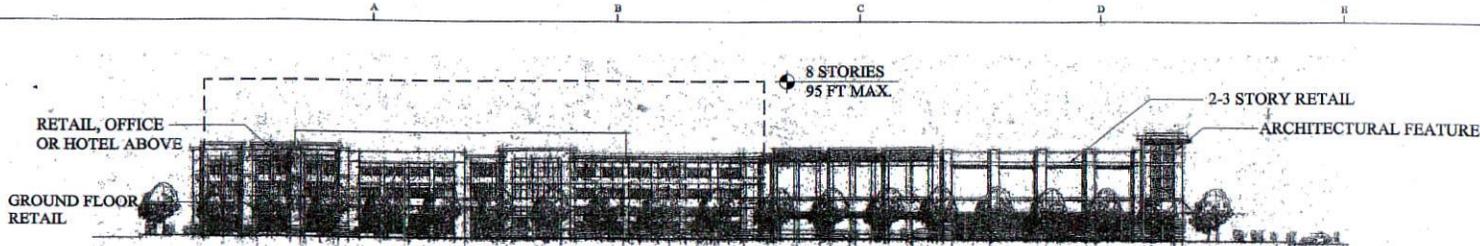


PARCEL A OPTION 1 ELEVATIONS

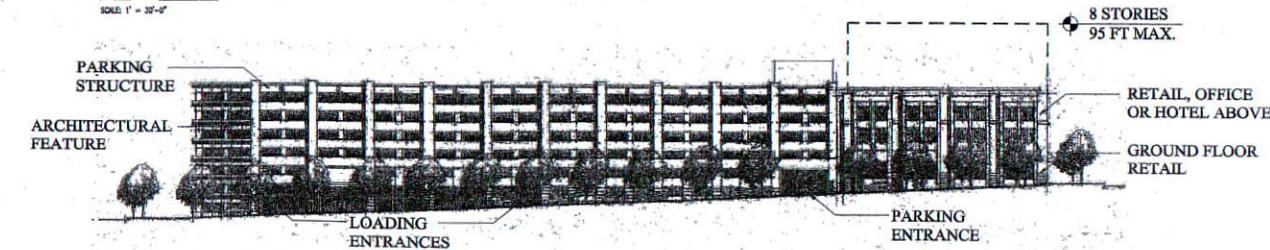
Contact No. 200606101
Issue Date 12/07/2005
Last Revision 10/01/2007

ELEVATION KEY PLAN

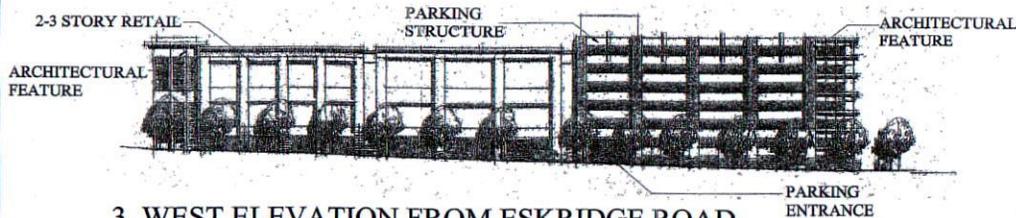
1. THE BUILDING ELEVATIONS REPRESENTED HEREON ARE PRELIMINARY. THEY ILLUSTRATE THE GENERAL CHARACTER AND ARCHITECTURE OF THE PROPOSED BUILDINGS. THIS INCLUDES THE FOLLOWING: APPROXIMATE LOCATIONS AND TREATMENTS OF LOADING AND PARKING ENTRANCES, LOCATION OF VARIOUS USES, AND LOCATION OF ARCHITECTURAL FEATURES (AS DEFINED IN THE DESIGN GUIDELINES). THEY ALSO ILLUSTRATE THAT THE FACADES WILL BE ARTICULATED TO BREAK DOWN THE APPARENT SCALE OF THE BUILDINGS. THE ELEVATIONS WILL BE REFINED AND ARE SUBJECT TO MODIFICATION WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.
2. ELEVATIONS SHOWN HEREBON REPRESENT MINIMUM AND MAXIMUM HEIGHTS, AS NOTED ABOVE. PROGRAM GENERALLY INCLUDES GROUND FLOOR RETAIL AND SOME COMBINATION OF RETAIL, RESIDENTIAL OFFICE OR HOTEL ON UPPER FLOORS. FOR ADDITIONAL DETAIL SEE SHEETS 5-9 AND THE DESIGN GUIDELINES.
3. NOT ALL BUILDING HEIGHTS CAN BE MAXIMIZED SIMULTANEOUSLY. OVERALL DENSITY IN THE PDC DISTRICT SHALL NOT EXCEED 1,423,218 SF OF GFA.



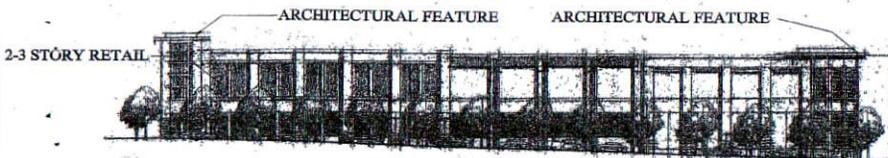
1. EAST ELEVATION FROM FESTIVAL STREET



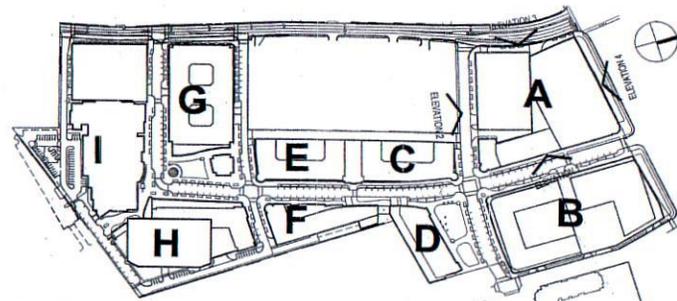
2. SOUTH ELEVATION FROM STRAWBERRY LANE



3. WEST ELEVATION FROM ESKRIDGE ROAD



4. NORTH ELEVATION FROM LEE HIGHWAY



ELEVATION KEY PLAN

1. THE BUILDING ELEVATIONS REPRESENTED HEREBIN ARE PRELIMINARY. THEY ILLUSTRATE THE GENERAL CHARACTER AND ARCHITECTURE OF THE PROPOSED BUILDINGS. THIS INCLUDES THE FOLLOWING: APPROXIMATE LOCATIONS & TREATMENTS OF LOADING AND PARKING ENTRANCES, LOCATION OF VARIOUS USES, AND LOCATION OF ARCHITECTURAL FEATURES (AS DEFINED IN THE DESIGN GUIDELINES). THEY ALSO ILLUSTRATE THAT THE FACADES WILL BE ARTICULATED TO BREAK DOWN THE APPARENT SCALE OF THE BUILDINGS. THE ELEVATIONS WILL BE REFINED AND ARE SUBJECT TO MODIFICATION WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.

2. ELEVATIONS SHOWN HEREBIN REPRESENT MINIMUM AND MAXIMUM HEIGHTS AS NOTED ABOVE. PROGRAM GENERALLY INCLUDES GROUND FLOOR RETAIL AND SOME COMBINATION OF RETAIL, RESIDENTIAL OFFICE OR HOTEL ON UPPER FLOORS. FOR ADDITIONAL DETAIL, SEE SHEETS 5-9 AND THE DESIGN GUIDELINES.

3. NOT ALL BUILDING HEIGHTS CAN BE MAXIMIZED SIMULTANEOUSLY. OVERALL DENSITY IN THE PDC DISTRICT SHALL NOT EXCEED 1,423,218 SF OF GFA.

THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET

MERRIFIELD
TOWN CENTER
FAIRFAX COUNTY, VIRGINIA

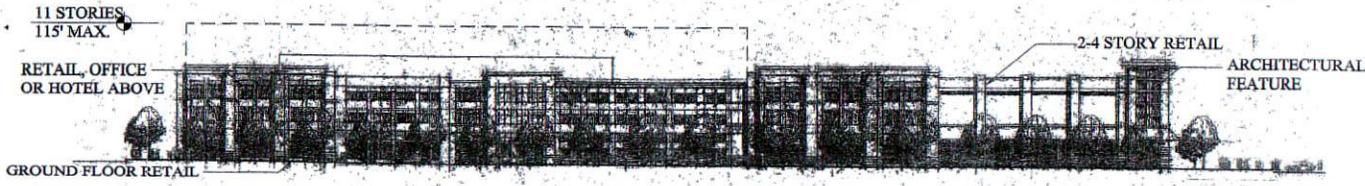
No.	Date	Item
05/30/2012	PCA REVISION	
04/17/2011	CDP/FDP Revision	
02/28/11	CDP/FDP Revision	
01/13/2011	CDP/FDP Revision	
01/19/2011	CDP/FDP Revision	
02/16/2010	CDP / FDP Revision	
10/01/2007	CDP / FDP Revision	
08/22/2007	CDP / FDP Revision	
07/16/2007	CDP / FDP Revision	
06/01/2007	CDP / FDP Revision	
03/08/2007	CDP / FDP Revision	
01/12/2007	CDP / FDP Revision	
12/15/2006	CDP / FDP Revision	
11/05/2006	CDP / FDP Revision	
10/2/2006	CDP / FDP Revision	
4/7/2006	CDP / FDP Revision	

RTKL
RTKL Associates, Inc.

KEY
Drawn: G.S.
Checked: BC
Approved: [Signature]
5/30/12

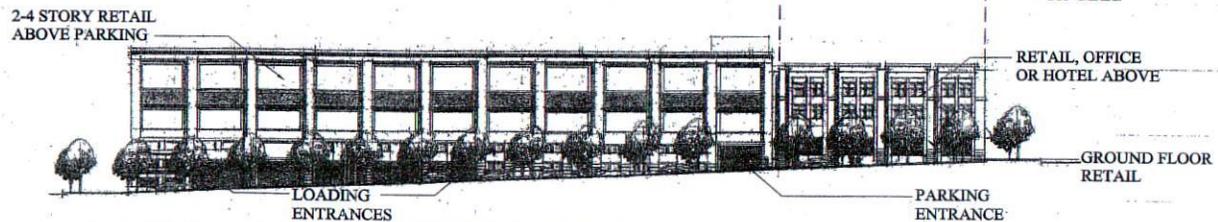
PARCEL A OPTION
2 ELEVATIONS

Contract No. 200606101
Issue Date 12/07/2005
Last Revision 10/01/2007



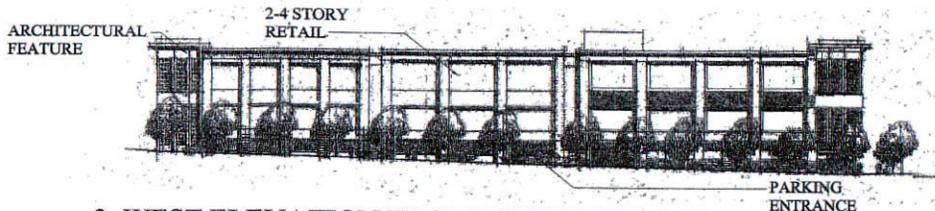
1. EAST ELEVATION FROM FESTIVAL STREET

SCALE 1" = 30'-0"



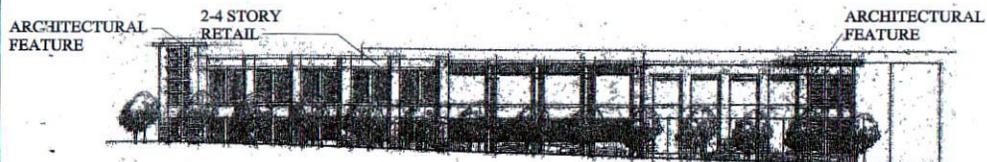
2. SOUTH ELEVATION FROM STRAWBERRY LANE

SCALE 1" = 30'-0"



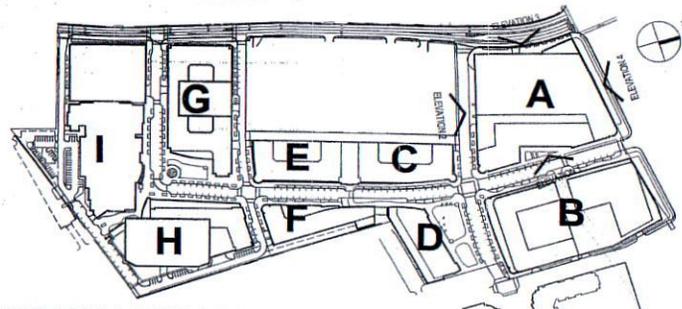
3. WEST ELEVATION FROM ESKRIDGE ROAD

SCALE 1" = 30'-0"



4. NORTH ELEVATION FROM LEE HIGHWAY

SCALE 1" = 30'-0"



ELEVATION KEY PLAN

SCALE 1" = 30'-0"

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MERRIFIELD TOWN CENTER

FAIRFAX COUNTY, VIRGINIA

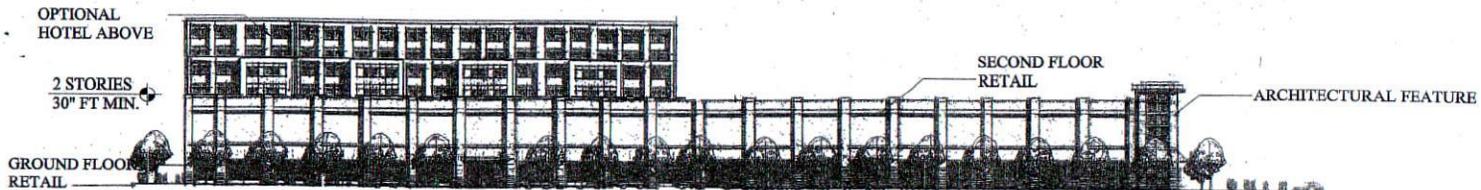
No.	Date	Item
AD	05/18/2012	PCA REVISION
AD	07/2011	CDP/FDP Revision
AD	02/2011	CDP/FDP Revision
AD	01/15/2011	CDP/FDP Revision
AD	11/10/2011	CDP/FDP Revision
AD	10/16/2009	CDP / FDP Revision
AD	10/01/2007	CDP / FDP Revision
AD	08/22/2007	CDP / FDP Revision
AD	07/16/2007	CDP / FDP Revision
AD	06/01/2007	CDP / FDP Revision
AD	03/08/2007	CDP / FDP Revision
AD	01/12/2007	CDP / FDP Revision
AD	12/15/2006	CDP / FDP Revision
AD	11/06/2006	CDP / FDP Revision
AD	10/2/2006	CDP / FDP Revision
AD	07/2006	CDP / FDP Revision

Issued Drawing Log

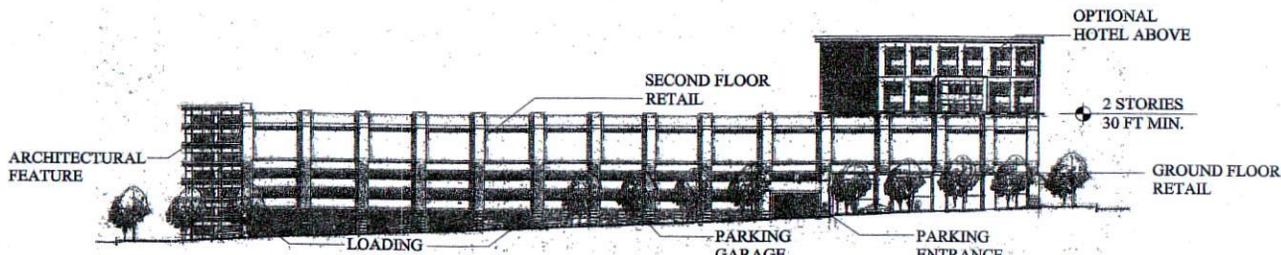


PARCEL A OPTION
3 ELEVATIONS

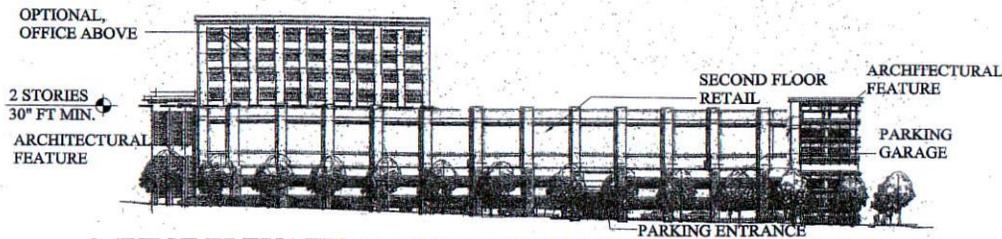
Contract No.	200606101
Issue Date	12/07/2005
Last Revision	10/01/2007



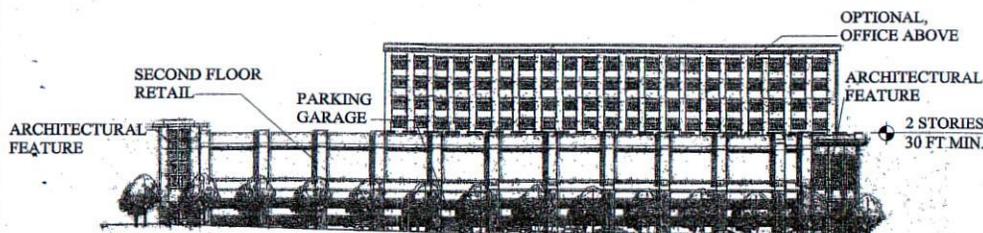
1. EAST ELEVATION FROM FESTIVAL STREET



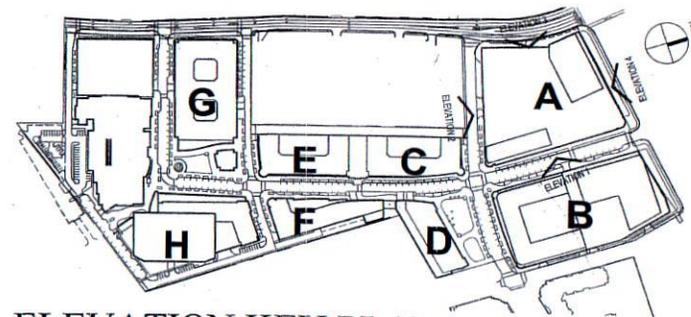
2. SOUTH ELEVATION FROM STRAWBERRY LANE



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MERRIFIELD TOWN CENTER

FAIRFAX COUNTY, VIRGINIA

9/17/2011	PCA REVISION
5/8/2012	PCA REVISION
6/17/2011	CDP/FDP Revision
6/2/2011	CDP/FDP Revision
5/13/2011	CDP/FDP Revision
4/15/2011	CDP/FDP Revision
1/10/2011	CDP/FDP Revision
02/16/2009	CDP / FDP Revision
10/01/2007	CDP / FDP Revision
08/22/2007	CDP / FDP Revision
07/16/2007	CDP / FDP Revision
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01/12/2007	CDP / FDP Revision
12/15/2006	CDP / FDP Revision
11/05/2006	CDP / FDP Revision
10/2/2006	CDP / FDP Revision
4/7/2006	CDP / FDP Revision

No.	Date	Item
Issued Drawing Log		

RTKL
RTKL Associates, Inc.

KY	_____
Drawn	GS
GS	_____
Checked	BC
BC	_____
Approved	_____

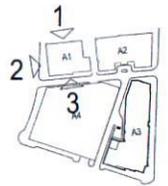
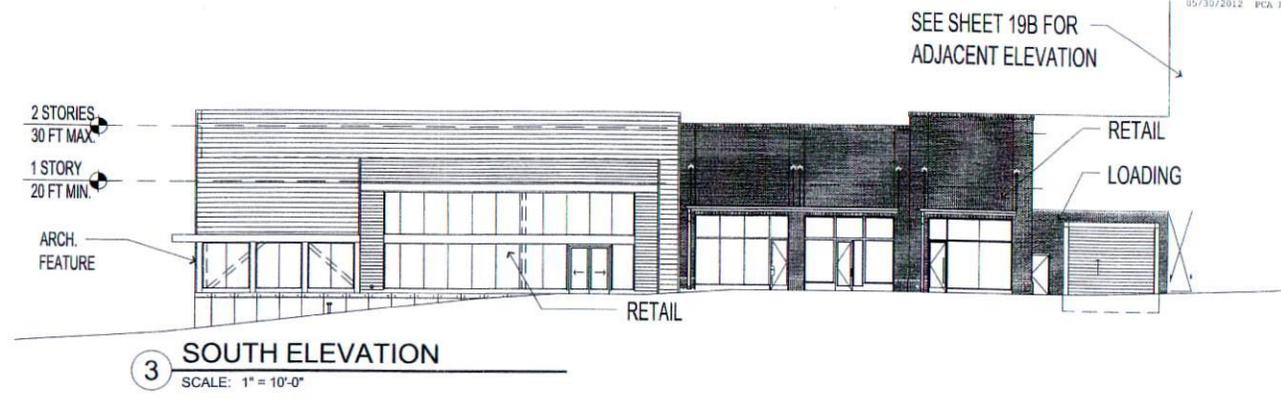


**PARCEL A OPTION
4 ELEVATIONS**

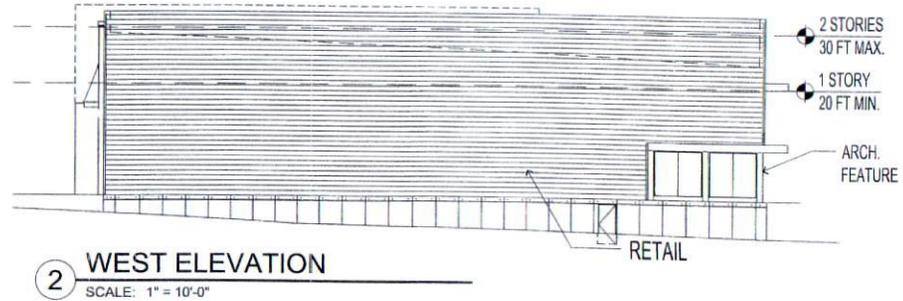
Contract No.	200606101
Issue Date	12/07/2005
Last Revision	10/01/2007

Project by: Chris Neenan at 21000 13th St, Berkeley, CA 94704
 Prepared by: Christopher Neenan, P.E. at 21000 13th St, Berkeley, CA 94704
 Date: 5/30/12

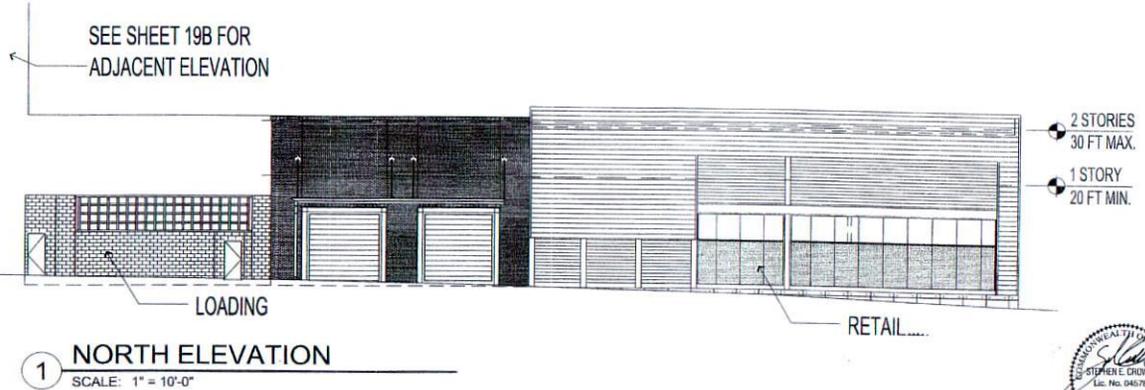
5/8/2012 PCA REVISION
 05/30/2012 PCA REVISION
 CDP/FDP Revision 1/18/2011
 CDP/FDP Revision 4/15/2011
 CDP/FDP Revision 4/13/2011
 CDP/FDP Revision 6/2/2011
 CDP/FDP Revision 6/17/2011
 REV. 12-7-2010
 REV. 12-03-2010
 REV. 11-05-2010
 REV. 10-11-2010
 REV. 08-23-2010
 SUB. 06-08-2010



KEY PLAN
 SCALE: NTS



WEST ELEVATION
 SCALE: 1" = 10'-0"



NORTH ELEVATION
 SCALE: 1" = 10'-0"

NOTES:
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"THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET"

Parcel A - Grocery Elevations
 Mosaic District
 Merrifield, VA

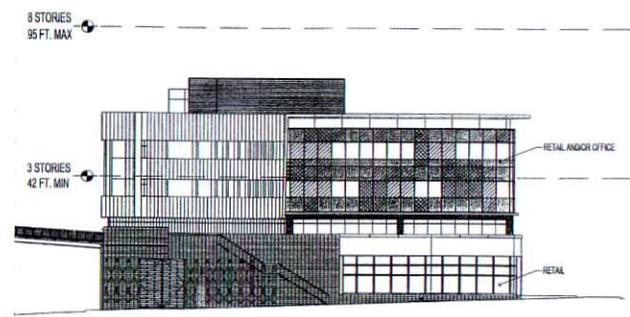
EDENS AVANT
 7200 Wisconsin Avenue, Suite 400, Bethesda, MD 20814
 Phone: 301.652.7600 Fax: 301.652.1588

SHEET NO. **19A**

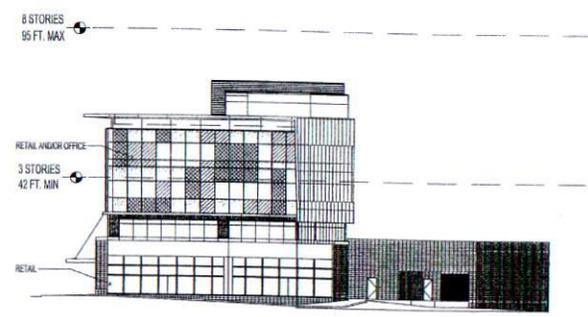
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 Plot Size: 30" x 42"

5/8/2012 PCA REVISION
 05/30/2012 PCA REVISION

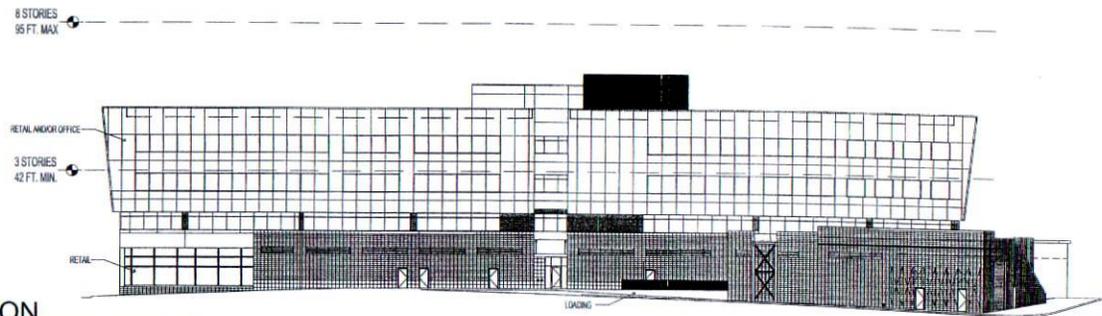
CDP/FDP
 Revision
 1/10/2011
 CDP/FDP Revision
 4/15/2011
 CDP/FDP Revision
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 CDP/FDP Revision
 6/17/2011
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 REV. 12-03-2010
 REV. 11-05-2010
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 REV. 08-23-2010
 SUB. 06-08-2010



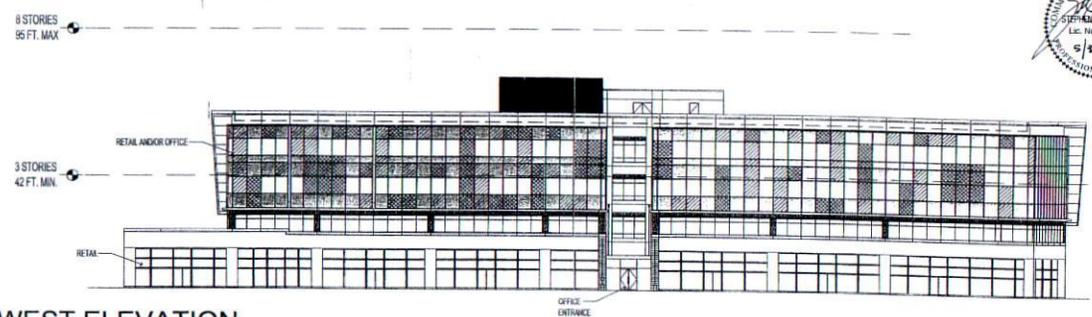
3 SOUTH ELEVATION
 SCALE: 1" = 20'



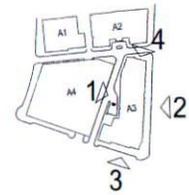
4 NORTH ELEVATION
 SCALE: 1" = 20'



2 EAST ELEVATION
 SCALE: 1" = 20'



1 WEST ELEVATION
 SCALE: 1" = 20'



KEY PLAN
 SCALE: NTS

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Parcel A - Office Elevations
 Mosaic District
 Merrifield, VA

EDENS AVANT
 7700 Wisconsin Avenue 6 Suite 400 6 Bethesda, MD 20814
 Phone: 301.657.7600 Fax: 301.651.1588

SHEET NO.
19C

5/10/2012 PCA REVISION
05/30/2012 PCA REVISION

CDP/FDP
Revision
1/10/2011
CDP/FDP Revision
4/15/2011
CDP/FDP Revision
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CDP/FDP Revision
6/2/2011
CDP/FDP Revision
6/17/2011

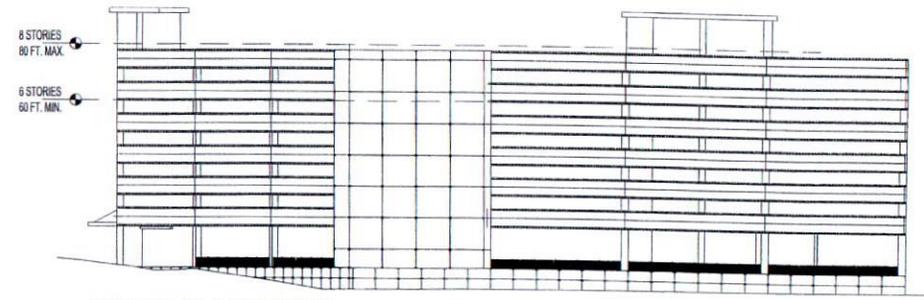
REV. 12-7-2010
REV. 12-03-2010
REV. 11-05-2010
REV. 10-11-2010
REV. 08-23-2010
SUB. 06-08-2010

PROJECT #
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SCALE AS NOTED

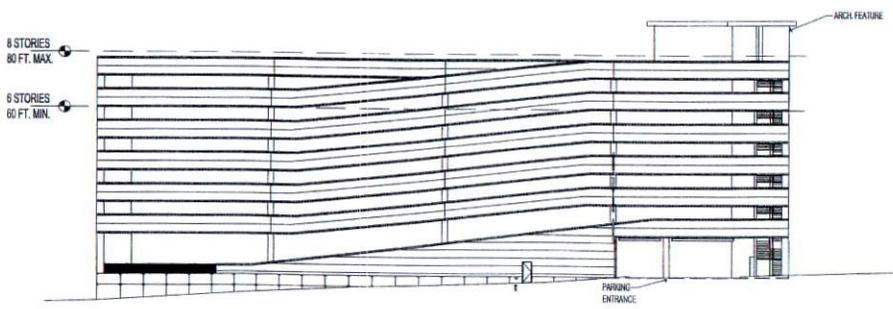
Parcel A - Garage Elevations
Mosaic District
Merrifield, VA

EDENS AVANT
2200 Wisconsin Avenue, Suite 400 • Bethesda, MD 20814
Phone: 301.621.7400 • Fax: 301.621.3588

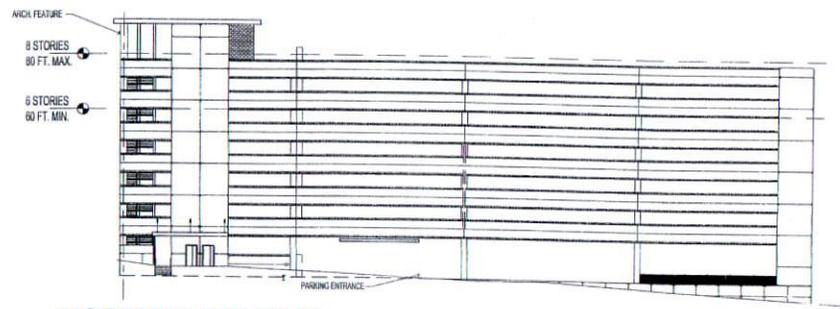
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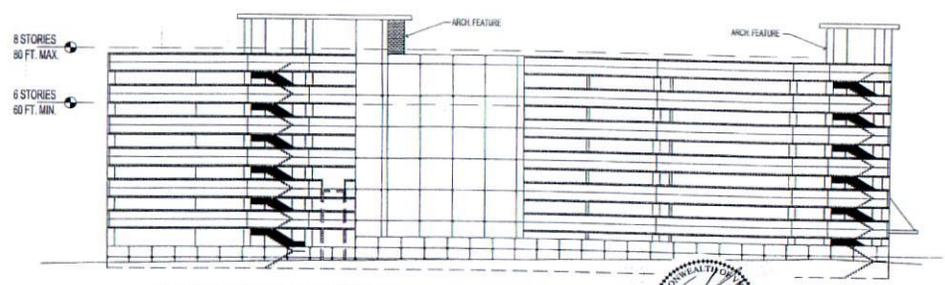
3 WEST ELEVATION
SCALE: 1" = 20'



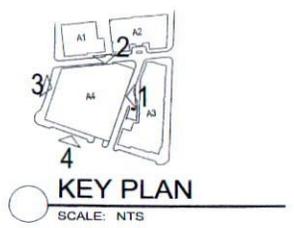
4 SOUTH ELEVATION
SCALE: 1" = 20'



2 NORTH ELEVATION
SCALE: 1" = 20'

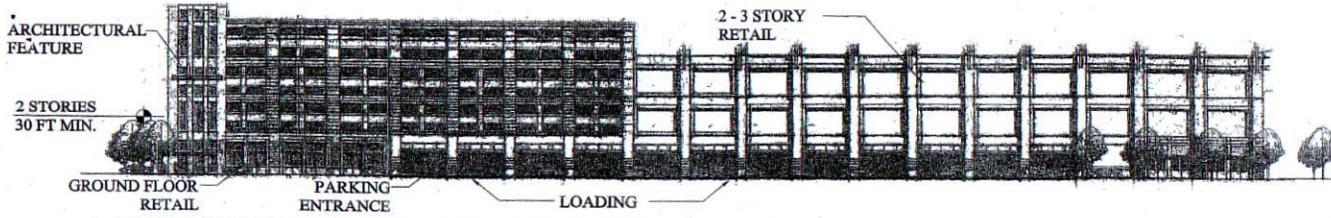


1 EAST ELEVATION
SCALE: 1" = 20'

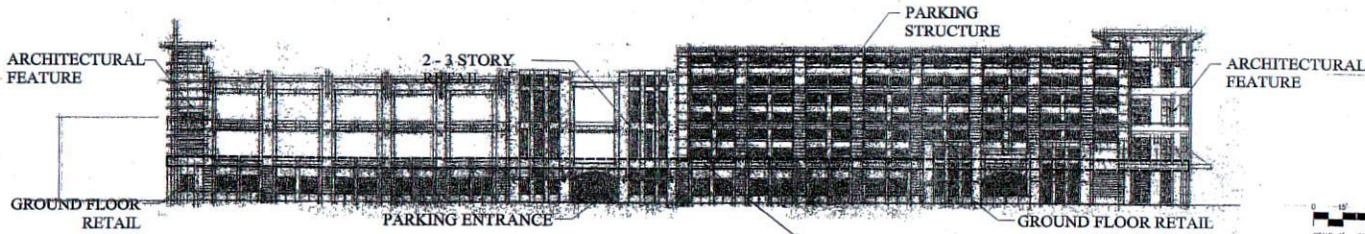


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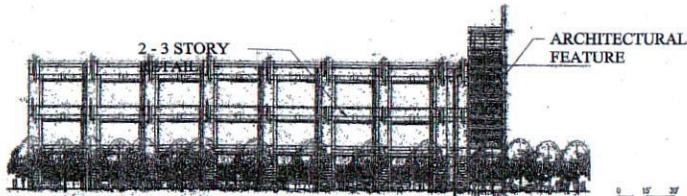
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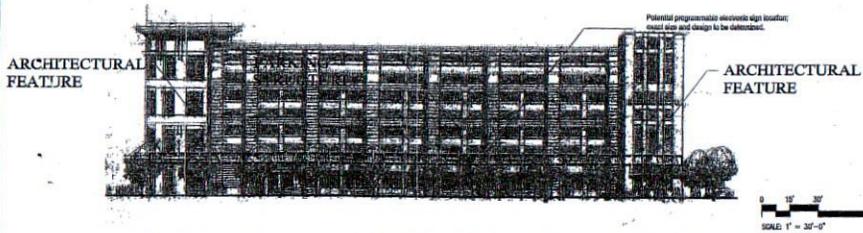
1. EAST ELEVATION FROM YATES WAY



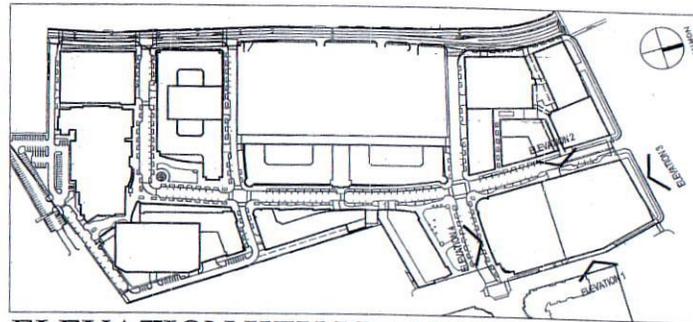
2. WEST ELEVATION FROM FESTIVAL STREET



3. NORTH ELEVATION FROM LEE HIGHWAY



4. SOUTH ELEVATION FROM STRAWBERRY LANE



ELEVATION KEY PLAN

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MERRIFIELD TOWN CENTER

FAIRFAX COUNTY, VIRGINIA

No.	Date	Item
35	03/30/2012	PCA REVISION
AD	5/8/2012	PCA REVISION
41	6/17/2011	CDP/FDP Revision
42	6/2/2011	CDP/FDP Revision
43	8/13/2011	CDP/FDP Revision
44	4/15/2011	CDP/FDP Revision
45	1/10/2011	CDP/FDP Revision
46	03/16/2010	CDP/FDP Revision
47	10/01/2007	CDP / FDP Revision
48	08/22/2007	CDP / FDP Revision
49	07/16/2007	CDP / FDP Revision
50	06/01/2007	CDP / FDP Revision
51	03/08/2007	CDP / FDP Revision
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53	12/15/2006	CDP / FDP Revision
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56	4/7/2006	CDP / FDP Revision

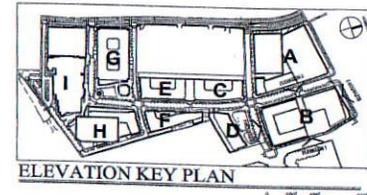
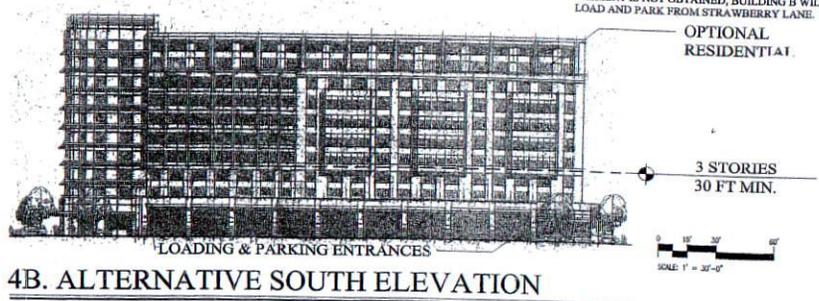
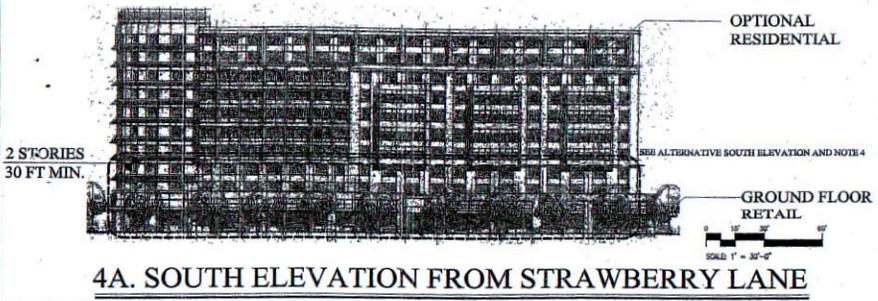
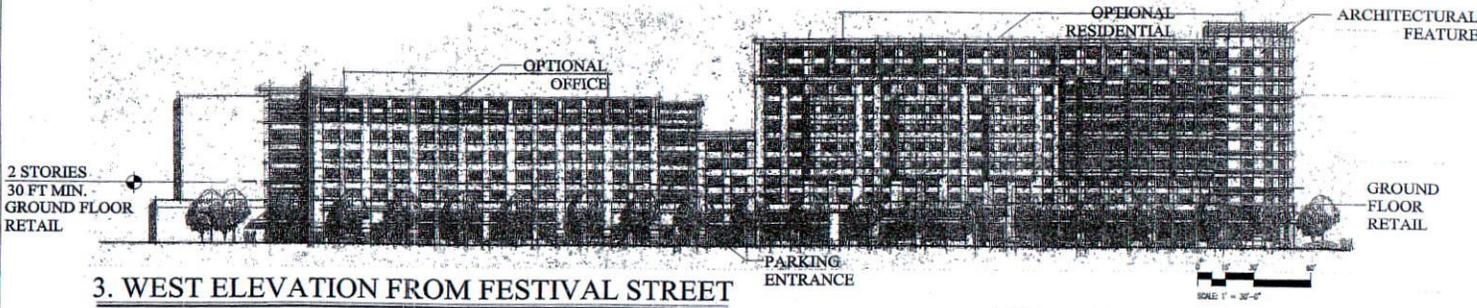
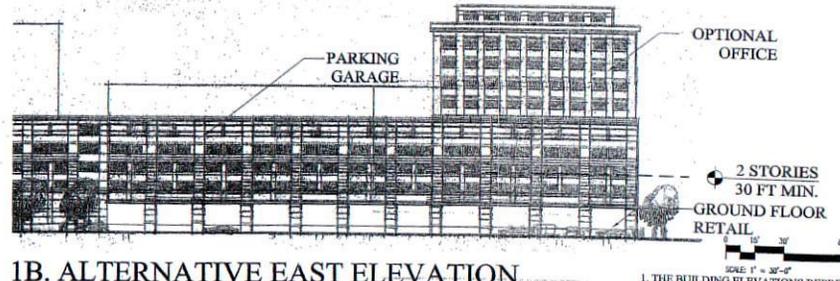
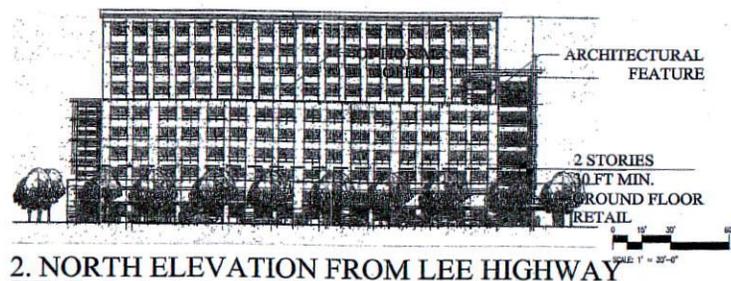
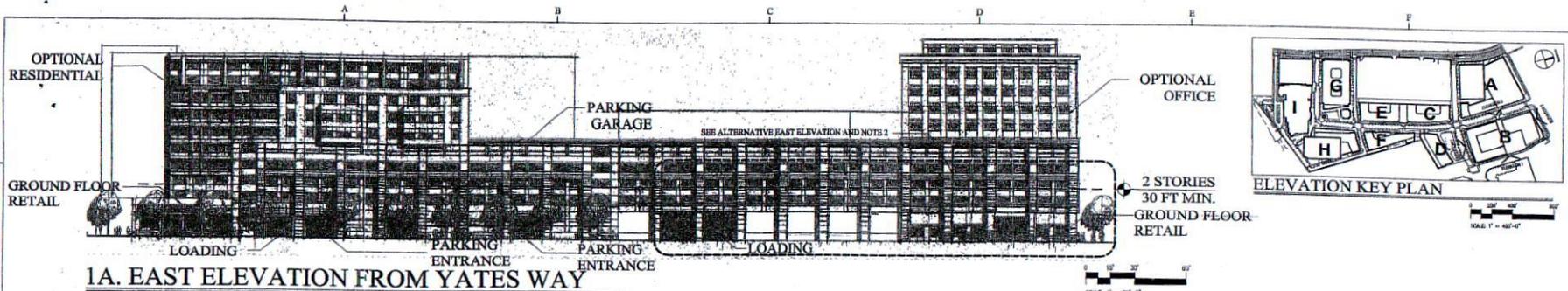
Issued Drawing Log

RTKL
RTKL Associates, Inc.

COMMONWEALTH OF VIRGINIA
REGISTERED PROFESSIONAL ENGINEER
SHEPHERD-GREENE
Lic. No. 045781
5/30/12

**PARCEL B OPTION 1
ELEVATIONS**

Contract No. 200606101
Issue Date 12/07/2005
Last Revision 10/01/2007



THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET

1. THE BUILDING ELEVATIONS REPRESENTED HEREON ARE PRELIMINARY. THEY ILLUSTRATE THE GENERAL CHARACTER AND ARCHITECTURE OF THE PROPOSED BUILDINGS. THIS INCLUDES THE FOLLOWING: APPROXIMATE LOCATIONS & TREATMENTS OF LOADING AND PARKING ENTRANCES, LOCATION OF VARIOUS USES, AND LOCATION OF ARCHITECTURAL FEATURES (AS DEFINED IN THE DESIGN GUIDELINES). THEY ALSO ILLUSTRATE THAT THE FACADES WILL BE ARTICULATED TO BREAK DOWN THE APPARENT SCALE OF THE BUILDINGS. THE ELEVATIONS WILL BE REFINED AND ARE SUBJECT TO MODIFICATION WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.

2. ELEVATIONS SHOWN HEREON REPRESENT MINIMUM AND MAXIMUM HEIGHTS, AS NOTED ABOVE. PROGRAM GENERALLY INCLUDES GROUND FLOOR RETAIL AND SOME COMBINATION OF RETAIL, RESIDENTIAL OFFICE OR HOTEL ON UPPER FLOORS. FOR ADDITIONAL DETAIL SEE SHEETS 5-9 AND THE DESIGN GUIDELINES.

3. NOT ALL BUILDING HEIGHTS CAN BE MAXIMIZED SIMULTANEOUSLY. OVERALL DENSITY IN THE PDC DISTRICT SHALL NOT EXCEED 1,423,218 SF OF GFA.

4. IF ACCESS FROM YATES WAY PUBLIC ACCESS EASMENT IS NOT OBTAINED, BUILDING B WILL LOAD AND PARK FROM STRAWBERRY LANE.

MERRIFIELD
TOWN CENTER
FAIRFAX COUNTY, VIRGINIA

No.	Date	Item
1	05/10/2012	PCA REVISION
2	07/12/2011	CDP/FDP Revision
3	02/20/11	CDP/FDP Revision
4	01/20/11	CDP/FDP Revision
5	11/02/2011	CDP/FDP Revision
6	10/01/2007	CDP / FDP Revision
7	08/22/2007	CDP / FDP Revision
8	07/16/2007	CDP / FDP Revision
9	06/01/2007	CDP / FDP Revision
10	03/08/2007	CDP / FDP Revision
11	01/12/2007	CDP / FDP Revision
12	12/15/2006	CDP / FDP Revision
13	11/06/2006	CDP / FDP Revision
14	10/2/2006	CDP / FDP Revision
15	07/20/06	CDP / FDP Revision

Issued Drawing Log

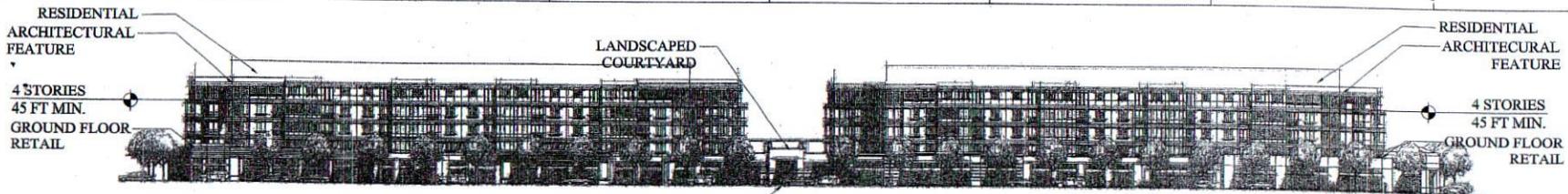
RTKL
RTKL Associates, Inc.

KEY
Drawn
GS
Checked
BC
Approved

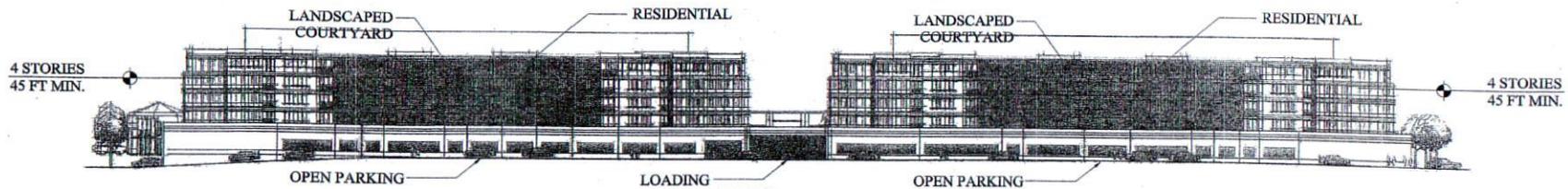
5/30/12

PARCEL B OPTION
2 ELEVATIONS

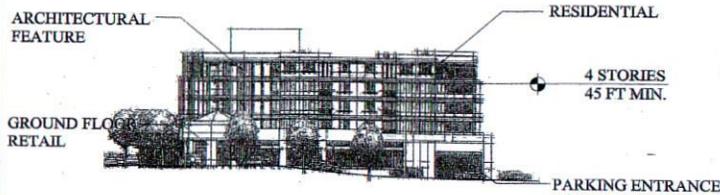
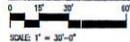
Contract No. 200606101
Issue Date 12/07/2006
Last Revision 10/01/2007



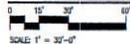
1. EAST ELEVATION FROM FESTIVAL STREET



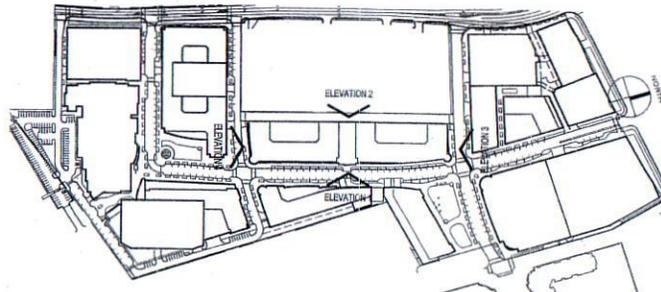
2. WEST ELEVATION FROM ALLEY



3. NORTH ELEVATION FROM STRAWBERRY LANE



4. SOUTH ELEVATION FROM NORTH ROAD



ELEVATION KEY PLAN



1. THE BUILDING ELEVATIONS REPRESENTED HEREON ARE PRELIMINARY. THEY ILLUSTRATE THE GENERAL CHARACTER AND ARCHITECTURE OF THE PROPOSED BUILDINGS. THIS INCLUDES THE FOLLOWING: APPROXIMATE LOCATIONS & TREATMENTS OF LOADINGS AND PARKING ENTRANCES, LOCATION OF VARIOUS USES, AND LOCATION OF ARCHITECTURAL FEATURES (AS DEFINED IN THE DESIGN GUIDELINES). THEY ALSO ILLUSTRATE THAT THE FACADES WILL BE ARTICULATED TO BREAK DOWN THE APPARENT SCALE OF THE BUILDINGS. THE ELEVATIONS WILL BE REFINED AND ARE SUBJECT TO MODIFICATION WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.

2. ELEVATIONS SHOWN HEREON REPRESENT MINIMUM AND MAXIMUM HEIGHTS, AS NOTED ABOVE. PROGRAM GENERALLY INCLUDES GROUND FLOOR RETAIL AND SOME COMBINATION OF RETAIL, RESIDENTIAL OFFICE OR HOTEL, ON UPPER FLOORS. FOR ADDITIONAL DETAIL SEE SHEETS 5-9 AND THE DESIGN GUIDELINES.

THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET

MERRIFIELD
TOWN CENTER
FAIRFAX COUNTY, VIRGINIA

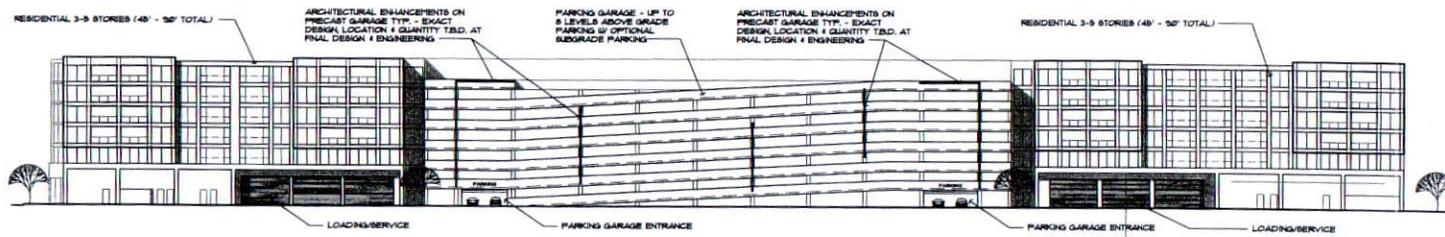
No.	Date	Item
1	05/30/2012	PCA REVISION
2	03/17/2011	CDP/FDP Revision
3	02/2011	CDP/FDP Revision
4	5/13/2011	CDP/FDP Revision
5	4/15/2011	CDP/FDP Revision
6	1/10/2011	CDP/FDP Revision
7	05/16/2010	CDP / FDP Revision
8	10/01/2007	CDP / FDP Revision
9	08/22/2007	CDP / FDP Revision
10	07/16/2007	CDP / FDP Revision
11	06/01/2007	CDP / FDP Revision
12	03/08/2007	CDP / FDP Revision
13	01/12/2007	CDP / FDP Revision
14	12/15/2006	CDP / FDP Revision
15	11/06/2006	CDP / FDP Revision
16	10/22/2006	CDP / FDP Revision
17	4/7/2006	CDP / FDP Revision

RTKL
RTKL Associates, Inc.

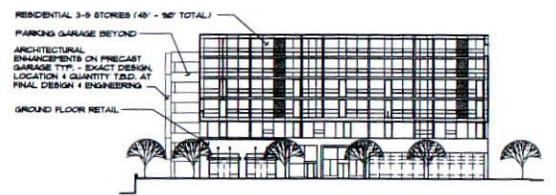
KEY
Drawn
GS
Checked
BC
Approved
5/30/12

PARCEL C & E ELEVATIONS

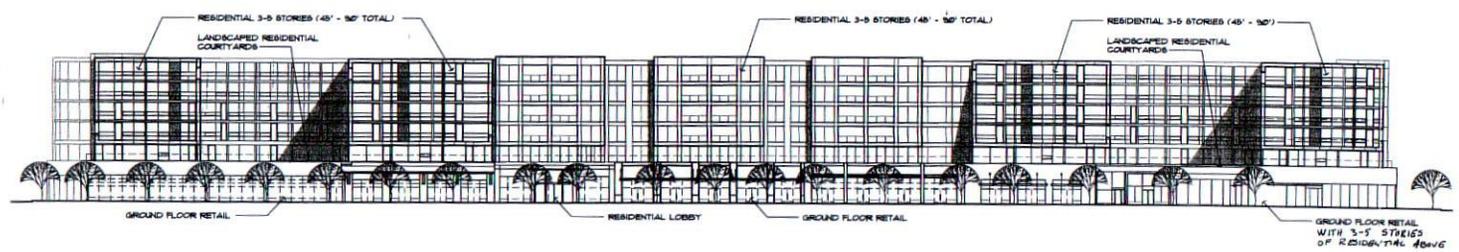
Contract No. 200606101
Issue Date 12/07/2005
Last Revision 10/01/2007



04 WEST ELEVATION
SCALE: 1"=30'
REF:



03 SOUTH ELEVATION
SCALE: 1"=30'
REF:



02 EAST ELEVATION
SCALE: 1"=30'
REF:



01 NORTH ELEVATION
SCALE: 1"=30'
REF:

NOTES:

1. THE BUILDING ELEVATIONS REPRESENTED HEREON ARE PRELIMINARY. THEY ILLUSTRATE THE GENERAL CHARACTER AND ARCHITECTURE OF THE PROPOSED BUILDING. THIS INCLUDES THE FOLLOWING: APPROXIMATE LOCATIONS + TREATMENTS OF LOADING AND PARKING ENTRANCES, LOCATIONS OF VAUCUS USES, AND LOCATION OF ARCHITECTURAL FEATURES (AS DETERMINED IN THE DESIGN GUIDELINES). THEY ALSO ILLUSTRATE THAT THE FACADES WILL BE ARTICULATED TO BREAK DOWN THE APPARENT SCALE OF THE BUILDING. THE ELEVATIONS WILL BE REFINED AND ARE SUBJECT TO MODIFICATION WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.
2. ELEVATIONS SHOWN HEREON REPRESENT FINISH AND MAXIMUM HEIGHTS, AS NOTED ABOVE. PROGRAM GENERALLY INCLUDES GROUND FLOOR RETAIL AND SOME COMBINATION OF RETAIL, RESIDENTIAL, OFFICE OR HOTEL ON UPPER FLOORS.

NelsenPartners
Nelsen Partners, Inc.
Architecture Planning Interiors
Austin - Scottsdale
15210 N. Scottsdale Road, Suite 300
Scottsdale, Arizona 85254
Tel: 480.949.6800
Fax: 480.949.6801
www.nelsenpartners.com

EDENS & AVANT

MOSAIC PARCEL C & E CONCEPT
Merrifield, VA

Date:
March 04, 2012
1) PCA REVISION 5/8/12
2) PCA REVISION 5/30/12



1000 NELSON PARTNERS, INC.
Project No.
310883

22A of 48
CONCEPT ELEVATIONS

MERRIFIELD TOWN CENTER

FAIRFAX COUNTY, VIRGINIA

THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET

No.	Date	Item
1	05/30/2012	PCA REVISION
2	05/30/2012	PCA REVISION
3	06/17/2011	CDP/FDP Revision
4	06/22/2011	CDP/FDP Revision
5	05/13/2011	CDP/FDP Revision
6	04/15/2011	CDP/FDP Revision
7	01/10/2011	CDP/FDP Revision
8	08/16/2010	CDP / FDP Revision
9	10/01/2007	CDP / FDP Revision
10	08/22/2007	CDP / FDP Revision
11	07/16/2007	CDP / FDP Revision
12	06/01/2007	CDP / FDP Revision
13	03/08/2007	CDP / FDP Revision
14	01/12/2007	CDP / FDP Revision
15	12/15/2006	CDP / FDP Revision
16	11/06/2006	CDP / FDP Revision
17	10/2/2006	CDP / FDP Revision
18	4/7/2006	CDP / FDP Revision

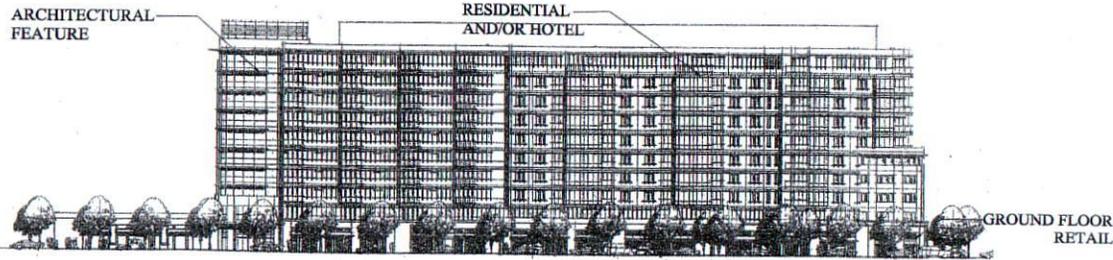
Issued Drawing Log

RTKL
RTKL Associates, Inc.

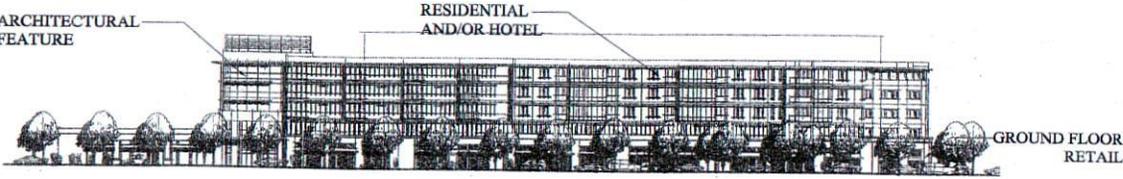
Copyright
KY
Drawn
CS
Checked
JC
Approved

**PARCEL D & F
ELEVATIONS**

Contract No. 2006065101
Issue Date 12/07/2005
Last Revision 10/01/2007



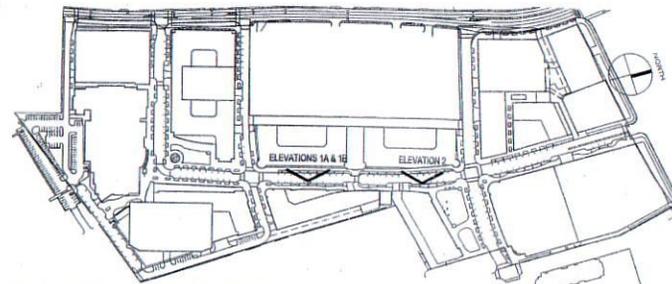
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1B. PARCEL F - ELEVATION FROM FESTIVAL STREET OPTION B



2. PARCEL D - ELEVATION FROM FESTIVAL STREET



ELEVATION KEY PLAN

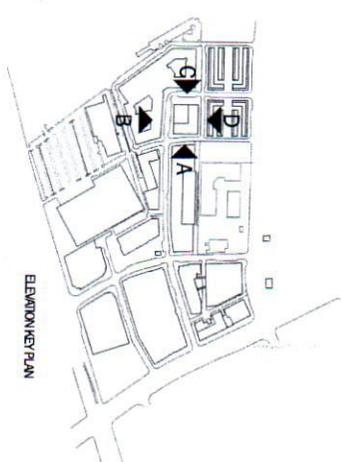
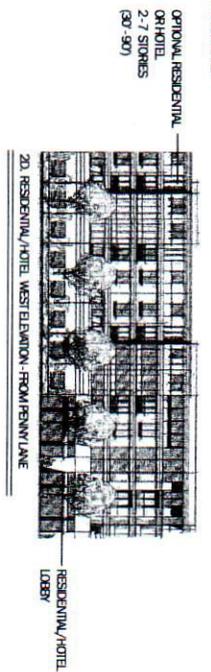
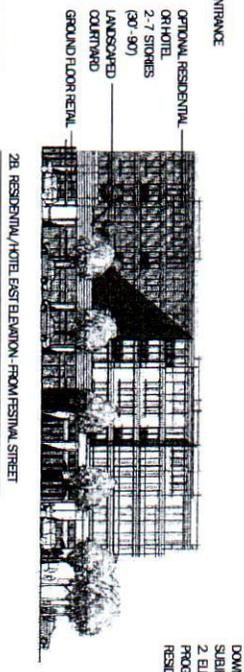
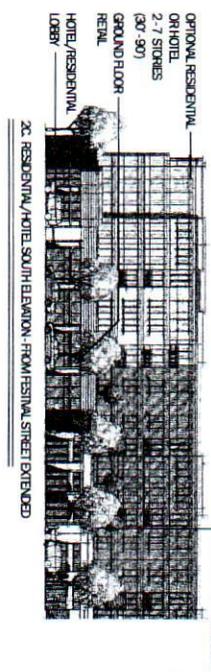
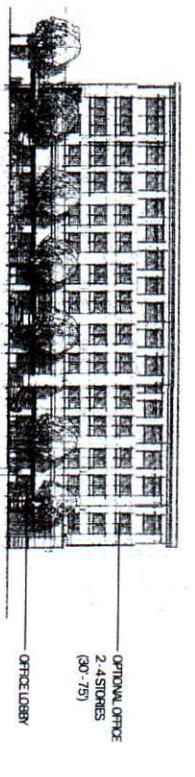
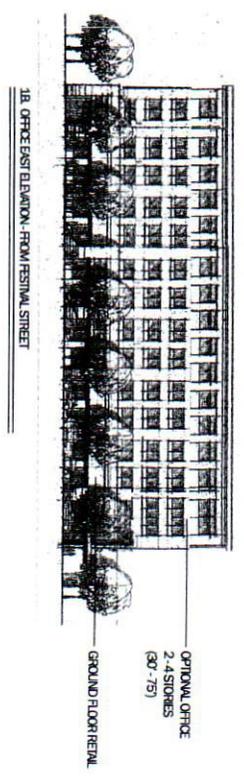
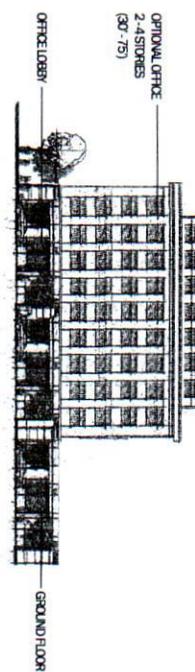
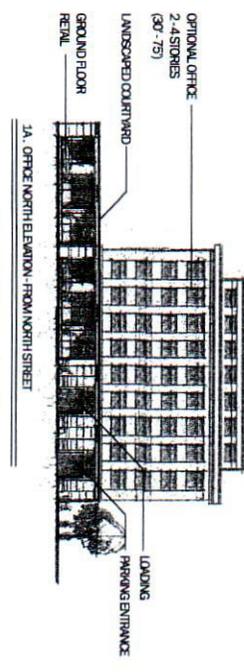
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3. NOT ALL BUILDING HEIGHTS CAN BE MAXIMIZED SIMULTANEOUSLY. OVERALL DENSITY IN THE PDC DISTRICT SHALL NOT EXCEED 1,423,216 SF OF GFA.

SCALE: 1" = 200'-0"





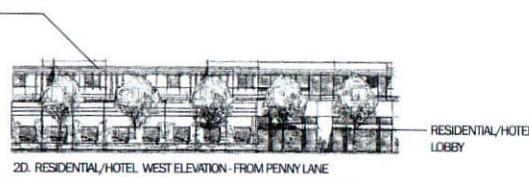
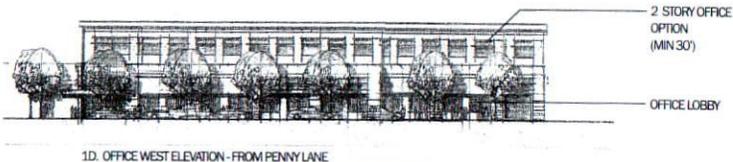
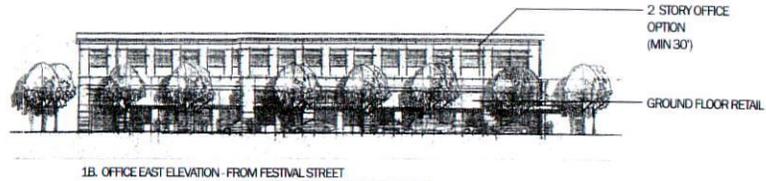
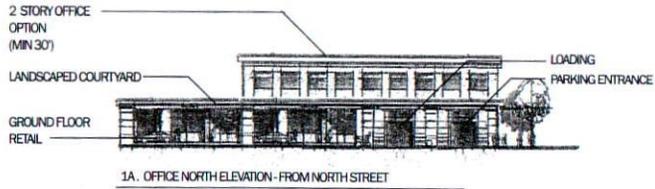
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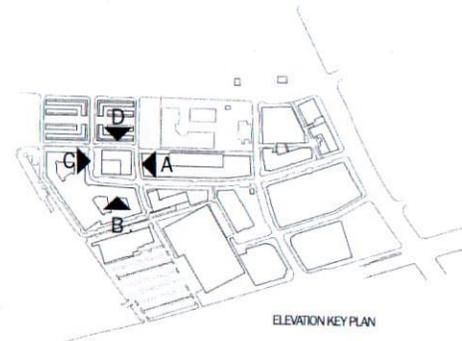


EDENS & AVANT
ARCHITECTS
1133 W. BROAD ST., SUITE 100
FAYETTEVILLE, NC 27033
PHONE: 704.782.1234
FAX: 704.782.1235
WWW.EDENSANDAVANT.COM

File Path: \\s:\proj\10-1888\10-1888.dwg
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 User: jk
 Sheet: 1 of 1

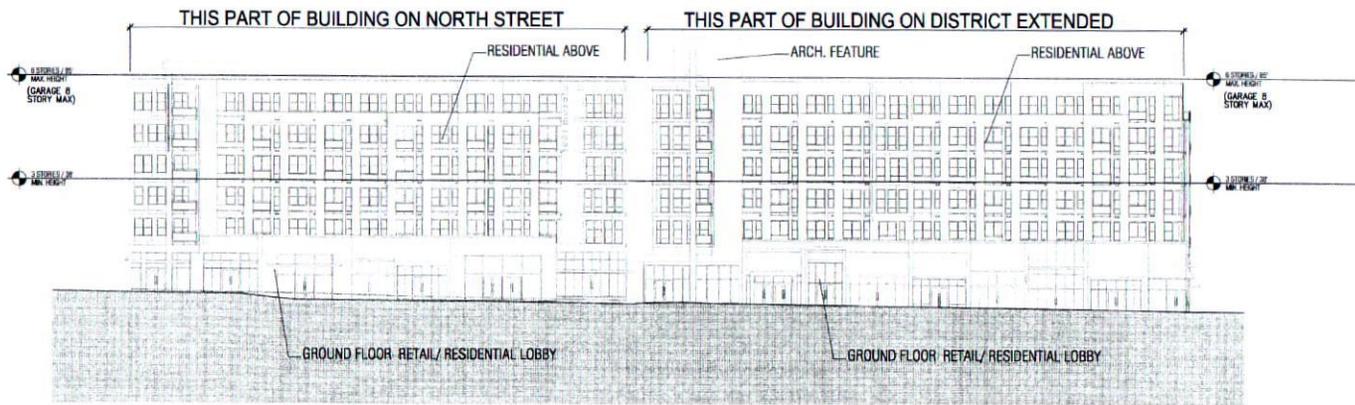


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Parcel G Options - Elevations		PROJECT 6/17/11	DATE 6/17/11	DRAWN BY MO
Merrifield Town Center		SCALE 1" = 50'		
Fairfax County, VA		SHEET NO. 24A		

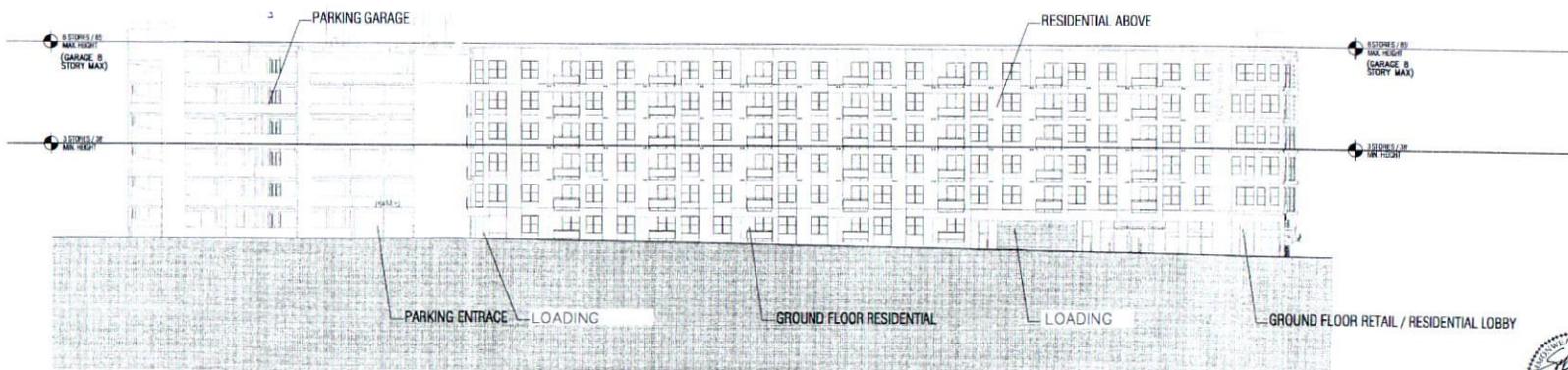
EDENS AVANT
 7200 Wisconsin Avenue • Suite 400 • Bethesda, MD 20814
 Phone: 301.652.7400 • Fax: 301.652.1588



1
25 NORTH ELEVATION
SCALE: 1" = 20'-0"

NOTES:

- 1 - THE BUILDING ELEVATIONS REPRESENTED HEREON ARE PRELIMINARY. THEY ILLUSTRATE THE GENERAL CHARACTER AND ARCHITECTURE OF THE PROPOSED BUILDINGS. THIS INCLUDES THE FOLLOWING: APPROXIMATE LOCATIONS AND TREATMENTS OF LOADING AND PARKING ENTRANCES, LOCATION OF VARIOUS USES, AND LOCATION OF ARCHITECTURAL FEATURES (AS DEFINED IN THE DESIGN GUIDELINES). THEY ALSO ILLUSTRATE THAT THE FACADES WILL BE ARTICULATED TO BREAK DOWN THE APPARENT SCALE OF THE BUILDINGS. THE ELEVATIONS WILL BE REFINED AND ARE SUBJECT TO MODIFICATION WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.
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2
25 EAST ELEVATION
SCALE: 1" = 20'-0"



VKA
PROFESSIONAL ENGINEER • ARCHITECT • LANDSCAPE ARCHITECT • DESIGN SERVICES
1000 UNIVERSITY BLVD., SUITE 2000
DUBLIN, VA 22024
TEL: 540-343-7287
WWW.VKACONSULTANTS.COM

RZ-2005-PR-041
MERRIFIELD TOWN CENTER
PROVIDENCE DISTRICT
FAIRFAX COUNTY, VIRGINIA

ELEVATIONS
BUILDING H

VKA REVISIONS

1.)	REVISED	4/7/06
2.)	REVISED	4/27/06
3.)	REVISED	10/10/06
4.)	REVISED	11/26/06
5.)	REVISED	1/12/07
6.)	REVISED	3/28/07
7.)	REVISED	6/17/07
8.)	REVISED	7/18/07
9.)	REVISED	8/22/07
10.)	REVISED	10/17/07
11.)	REVISED	3/25/10
12.)	REVISED	6/28/10
13.)	REVISED	6/18/10
14.)	REVISED	1/10/11
15.)	REVISED	4/15/11
16.)	REVISED	5/13/11
17.)	REVISED	6/02/11
18.)	REVISED	6/17/11
19.)	REVISED	1/08/12
20.)	REVISED	5/30/12

DATE: 12/15/05

DES:	BC	DWN:	BC
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SCALE: AS NOTED

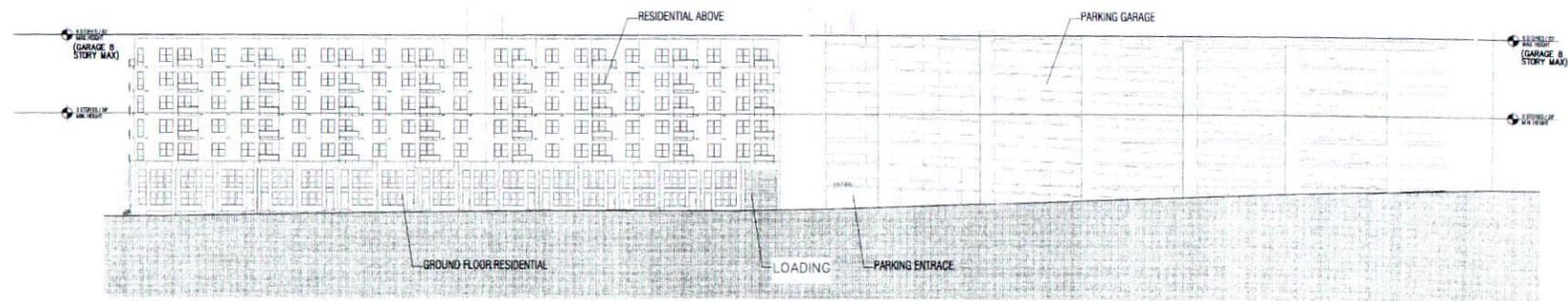
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SHEET NO. 25 OF 48

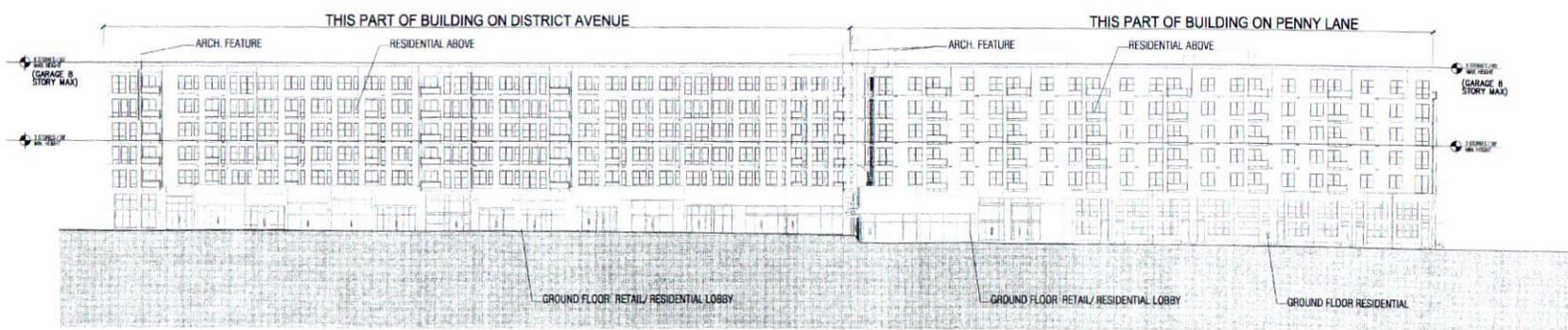
VIVA REVISIONS

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2.)	REVISED	4/27/06
3.)	REVISED	10/09/06
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5.)	REVISED	1/12/07
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8.)	REVISED	7/16/07
9.)	REVISED	8/22/07
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11.)	REVISED	3/25/10
12.)	REVISED	6/08/10
13.)	REVISED	8/26/10
14.)	REVISED	1/10/11
15.)	REVISED	4/15/11
16.)	REVISED	5/13/11
17.)	REVISED	6/02/11
18.)	REVISED	6/17/11
19.)	REVISED	5/08/12
20.)	REVISED	5/30/12

DATE: 12/15/05
 DES: [] DWG: []
 SCALE: AS NOTED
 PROJECT/FILE NO.: 8579
 SHEET NO.: 25A OF 48

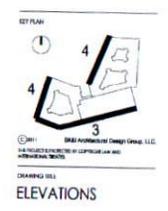


1 SOUTH ELEVATION
 SCALE: 1" = 20'-0"

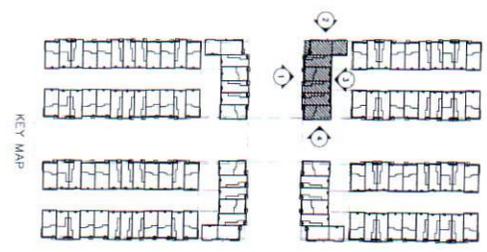
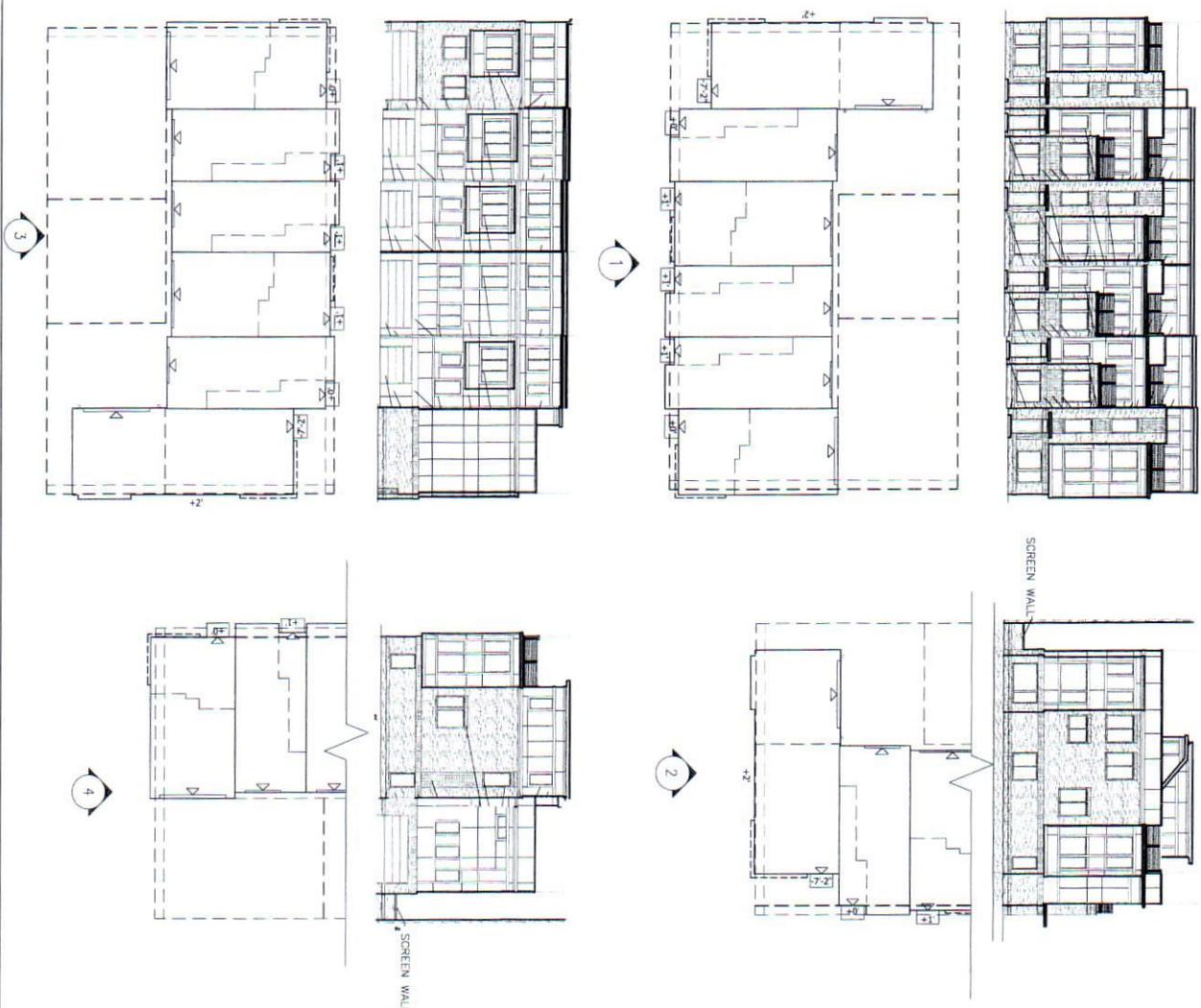


2 WEST ELEVATION
 SCALE: 1" = 20'-0"

NOTES:
 1 - THE BUILDING ELEVATIONS REPRESENTED HEREON ARE PRELIMINARY. THEY ILLUSTRATE THE GENERAL CHARACTER AND ARCHITECTURE OF THE PROPOSED BUILDINGS. THIS INCLUDES THE FOLLOWING: APPROXIMATE LOCATIONS AND TREATMENTS OF LOADING AND PARKING ENTRANCES, LOCATION OF VARIOUS USES, AND LOCATION OF ARCHITECTURAL FEATURES (AS DEFINED IN THE DESIGN GUIDELINES). THEY ALSO ILLUSTRATE THAT THE FACADES WILL BE ARTICULATED TO BREAK DOWN THE APPARENT SCALE OF THE BUILDINGS. THE ELEVATIONS WILL BE REFINED AND ARE SUBJECT TO MODIFICATION WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.
 2 - ELEVATIONS SHOWN HEREON REPRESENT MINIMUM AND MAXIMUM HEIGHTS, AS NOTED ABOVE. PROGRAM GENERALLY INCLUDES GROUND FLOOR RETAIL AND SOME COMBINATION OF RETAIL, RESIDENTIAL, OFFICE, OR HOTEL ON UPPER FLOORS. FOR ADDITIONAL DETAIL, SEE SHEETS 5-9 AND THE DESIGN GUIDELINES.
 3 - NOT ALL BUILDING HEIGHTS CAN BE MAXIMIZED SIMULTANEOUSLY. OVERALL DENSITY IN THE PDC DISTRICT SHALL NOT EXCEED 1,423,218SF OF GFA.



P:\Engineering\Projects\2005\PR-041\Merrifield\Drawings\25A.dwg 12/15/05 14:45:05 JRM CED



NOTE: NOT TO SCALE



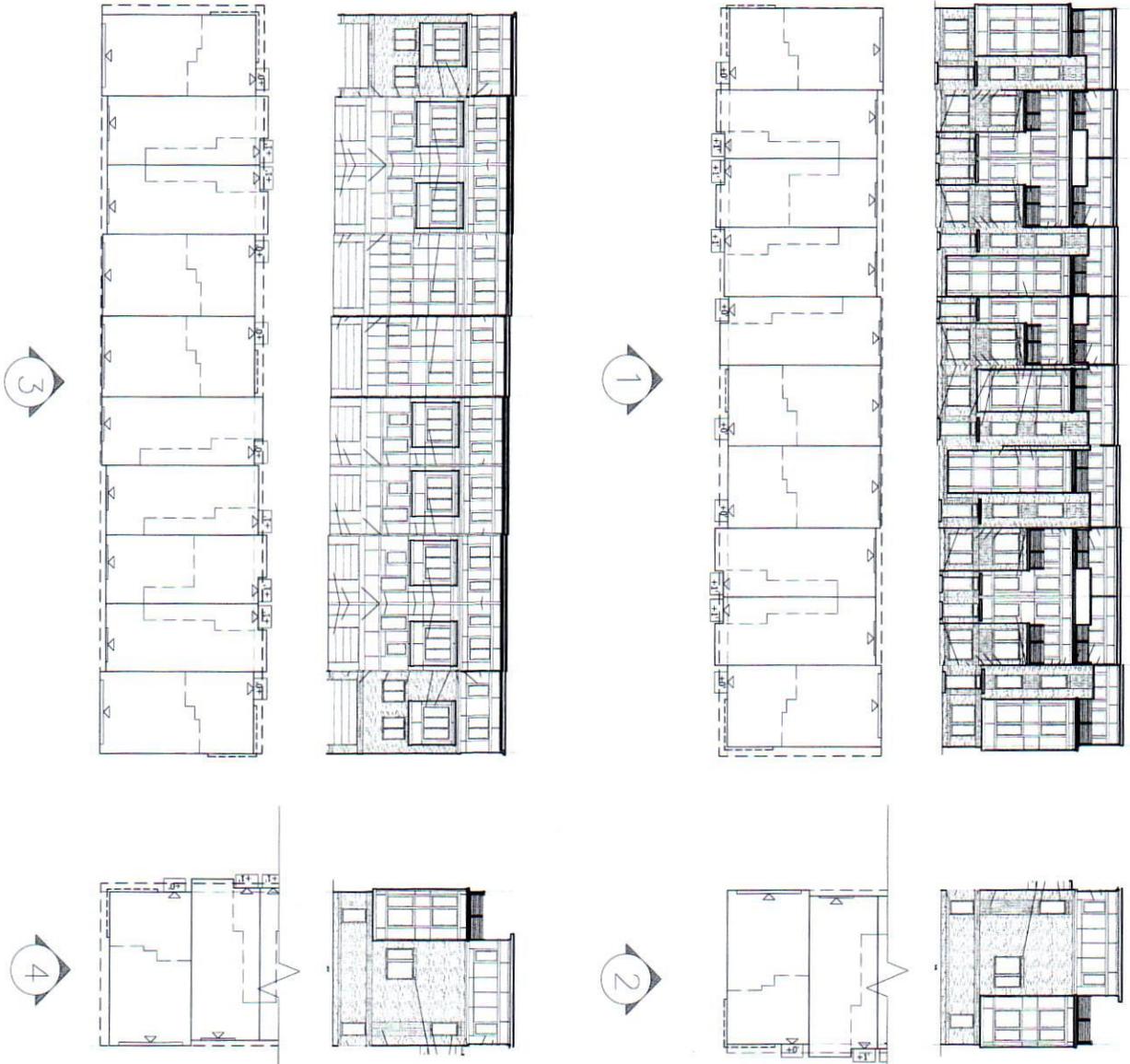
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**ELEVATIONS:
BUILDINGS I & J**

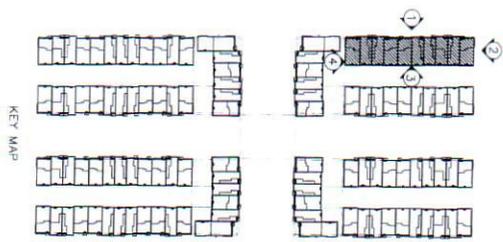
RZ-2005-PR-041
MERRIFIELD TOWN CENTER
PROVIDENCE DISTRICT
FAIRFAX COUNTY VIRGINIA

VIKA
ENGINEERS ■ PLANNERS ■ LANDSCAPE ARCHITECTS ■ SURVEYORS ■ GPS SERVICES

VIKA INCORPORATED
8180 DRYDENBROOK DRIVE, SUITE 205 ■ MILLAN, VIRGINIA 22102
(703)442-7800 ■ FAX (703)561-2787
MILLAN, VA ■ OPTIMATOWN, MD



NOTE: NOT TO SCALE



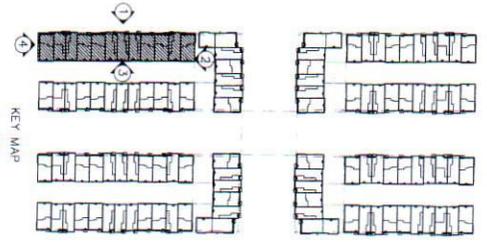
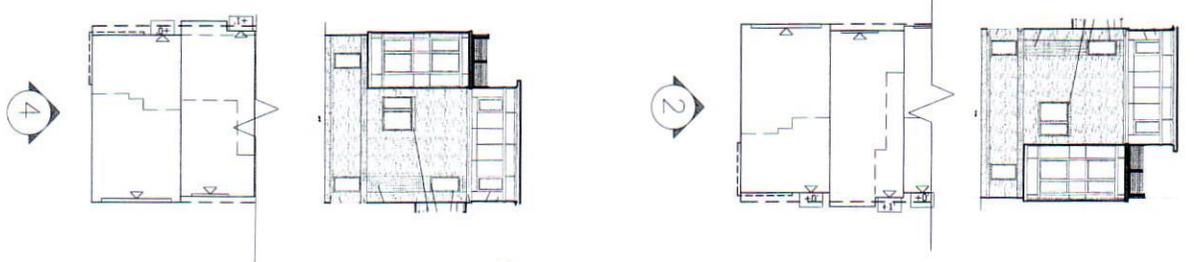
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ELEVATIONS:
BUILDINGS I & J

RZ-2005-PR-041
MERRIFIELD TOWN CENTER
PROVIDENCE DISTRICT
FAIRFAX COUNTY VIRGINIA

VKA
ENGINEERS ■ PLANNERS ■ LANDSCAPE ARCHITECTS ■ SURVEYORS ■ GPS SERVICES

VKA INCORPORATED
8180 GREENSBORO DRIVE, SUITE 200 ■ WILLEM, VIRGINIA 22102
(703)442-7800 ■ FAX (703)761-2197
WILLEM, VA ■ GERRANTOWN, MD



NOTE: NOT TO SCALE

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ELEVATIONS:
BUILDINGS I & J

RZ-2005-PR-041
MERRIFIELD TOWN CENTER
PROVIDENCE DISTRICT
FAIRFAX COUNTY VIRGINIA

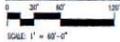
VWA
INCORPORATED
INDOORS ■ PLANNING ■ LANDSCAPE ARCHITECTS ■ BLUEPRINTS ■ GPS SERVICES

VWA INCORPORATED
8181 ORENSBROOK DRIVE, SUITE 300 ■ WILHELM, VIRGINIA 22102
TEL: (703) 442-7800 ■ FAX: (703) 442-2787
WILHELM, VA ■ GERMANTOWN, NC ■ LEESBURG, VA

1. FESTIVAL STREET - EAST ELEVATION



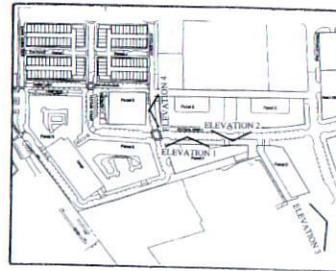
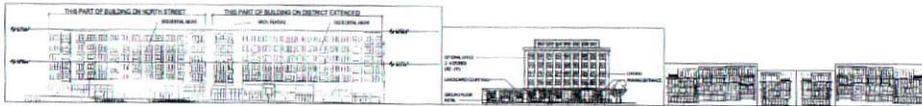
2. FESTIVAL STREET - WEST ELEVATION



3. STRAWBERRY LANE - SOUTH ELEVATION



4. NORTH STREET - NORTH ELEVATION



ELEVATION KEY PLAN



1. THE BUILDING ELEVATIONS REPRESENTED HEREON ARE PRELIMINARY. THEY ILLUSTRATE THE GENERAL CHARACTER AND ARCHITECTURE OF THE PROPOSED BUILDINGS. THIS INCLUDES THE FOLLOWING: APPROXIMATE LOCATIONS & TREATMENTS OF LOADING AND PARKING ENTRANCES, LOCATION OF VARIOUS USES, AND LOCATION OF ARCHITECTURAL FEATURES (AS DEFINED IN THE DESIGN GUIDELINES). THEY ALSO ILLUSTRATE THAT THE FACADES WILL BE ARTICULATED TO BREAK DOWN THE APPARENT SCALE OF THE BUILDINGS. THE ELEVATIONS WILL BE REFINED AND ARE SUBJECT TO MODIFICATION WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.

2. ELEVATIONS SHOWN HEREON REPRESENT MINIMUM AND MAXIMUM HEIGHTS, AS NOTED ABOVE. PROGRAM GENERALLY INCLUDES GROUND FLOOR RETAIL AND SOME COMBINATION OF RETAIL, RESIDENTIAL OFFICE OR HOTEL, ON UPPER FLOORS. FOR ADDITIONAL DETAIL, SEE SHEETS S-9 AND THE DESIGN GUIDELINES.

MERRIFIELD
TOWN CENTER
FAIRFAX COUNTY, VIRGINIA

- 05/30/2012 PCA REVISION
 - 12/05/2012 PCA REVISION
 - 06/17/2011 CDP/FDP Revision
 - 06/22/2011 CDP/FDP Revision
 - 05/13/2011 CDP/FDP Revision
 - 4/15/11 CDP/FDP Revision
 - 1/10/2011 UTR/FDP Revision
 - 07/02/2010 CDP/FDP Revision
 - 04/07/2010 CDP/FDP Revision
 - 02/25/2010 CDP/FDP Revision
 - 10/01/2007 CDP / FDP Revision
 - 08/22/2007 CDP / FDP Revision
 - 07/16/2007 CDP / FDP Revision
 - 06/01/2007 CDP / FDP Revision
 - 03/08/2007 CDP / FDP Revision
 - 01/12/2007 CDP / FDP Revision
 - 12/13/2006 CDP / FDP Revision
 - 11/06/2006 CDP / FDP Revision
 - 10/22/2006 CDP / FDP Revision
 - 07/22/06 CDP / FDP Revision
- No. Date Desc
- Issued Drawing Log



11/14/2011

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Drawn _____

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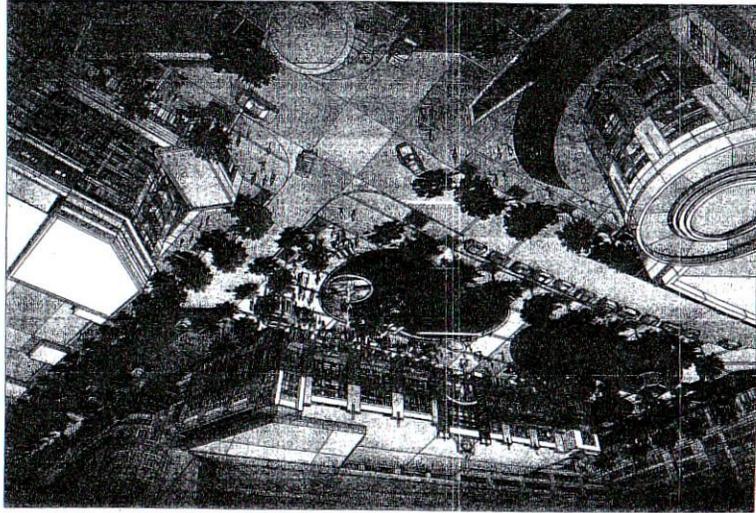
Approved _____

SPRINGFIELD
LUCAS CROWELL
Lic. No. 045791
5/20/12
PROFESSIONAL ENGINEER

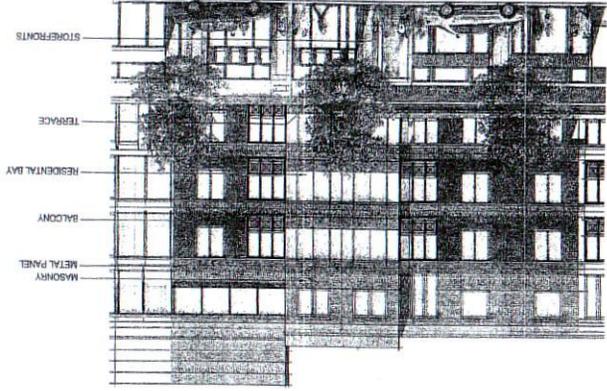
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Issue Date 12/07/2012
Last Revision 10/01/2007

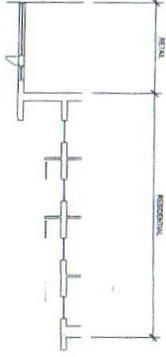
THIS SHEET FOR INFORMATION ONLY



1. NORTH PARK - AERIAL PERSPECTIVE (ILLUSTRATIVE) (NTS)

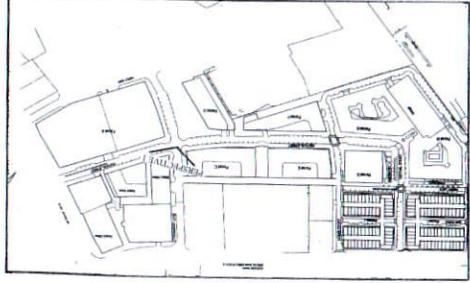


3. TYPICAL MIXED-USE BUILDING ELEVATION (NTS)



4. TYPICAL MIXED-USE BUILDING SECTION (NTS)

TOWNHOUSE CORNER UNIT (NTS)



PERSPECTIVE KEY PLAN

1. THE BUILDING ELEVATIONS REPRESENTED HEREON ARE PRELIMINARY. THEY ILLUSTRATE THE GENERAL CHARACTER AND ARCHITECTURE OF THE PROPOSED BUILDINGS. THIS INCLUDES THE FOLLOWING: ENTRANCES, LOCATION OF VARIOUS USES, AND LOCATION OF ARCHITECTURAL FEATURES (AS SHOWN IN THE DESIGN GUIDELINES). THEY ALSO ILLUSTRATE THAT THE FACADES WILL BE ATTACHED TO TO BREAK DOWN THE APPROPRIATE SCALE OF THE BUILDINGS. THE ELEVATIONS WILL BE REFINED AND ARE SUBJECT TO MODIFICATION WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.

2. FOR LIST OF MATERIALS, SEE PROFFERS.

THIS SHEET FOR INFORMATION ONLY

MERRIFIELD
TOWN CENTER
FAIRFAX COUNTY, VIRGINIA

No.	Date	Revised Drawing Log
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RTKL
ARCHITECTS, INC.

DESIGN
PARK & BUILDING

SHEET 28 OF 48
10/01/2007
12/07/2005
2006/01/01

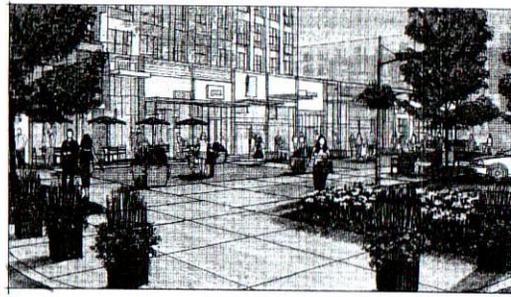


PERSPECTIVE C

CORNER UNIT PERSPECTIVE



PERSPECTIVE A

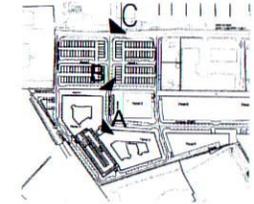


PERSPECTIVE B

SOUTH PARK & PASEO PERSPECTIVE

NOTE: The perspectives represented hereon are preliminary and represent only general character. Exact type, design, and location of all landscape improvements to be determined at final engineering and design.

KEY MAP:



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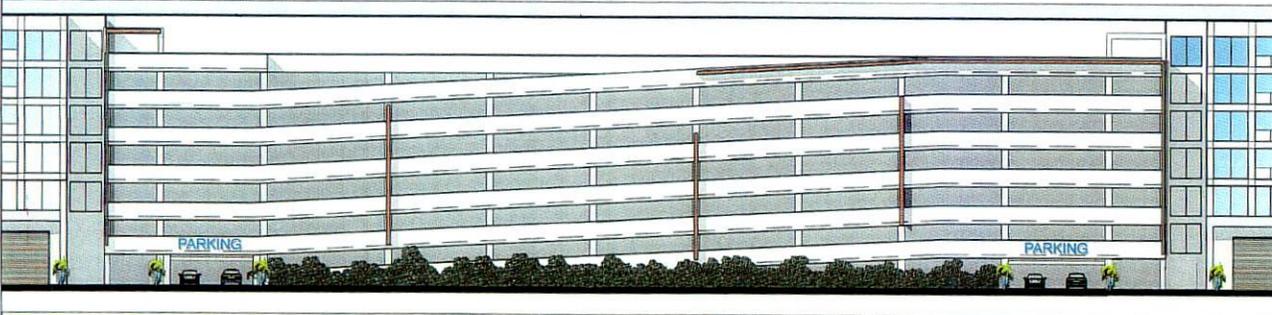
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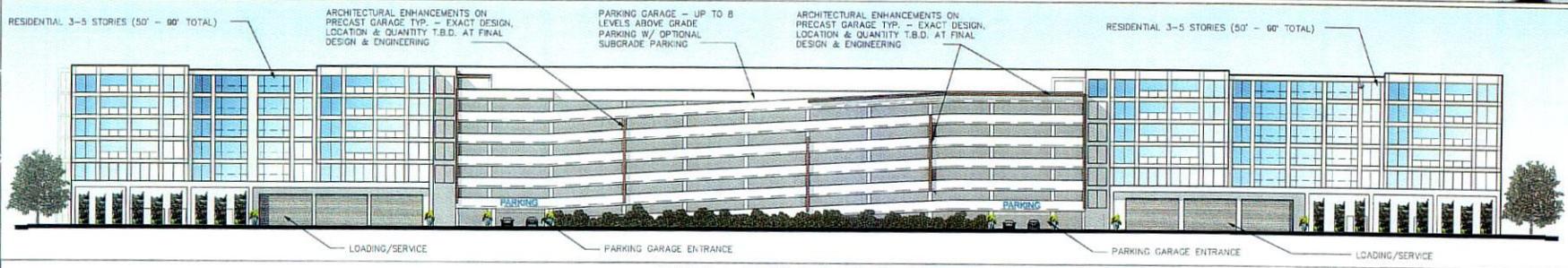




THE ELEVATIONS / PERSPECTIVES REPRESENTED HEREON ARE PRELIMINARY. THEY ILLUSTRATE THE GENERAL CHARACTER OF THE PROPOSED BUILDINGS / GARAGE / STREETScape. THESE ELEMENTS WILL BE REFINED AT FINAL SITE PLAN



ENLARGED BUILDING ELEVATION



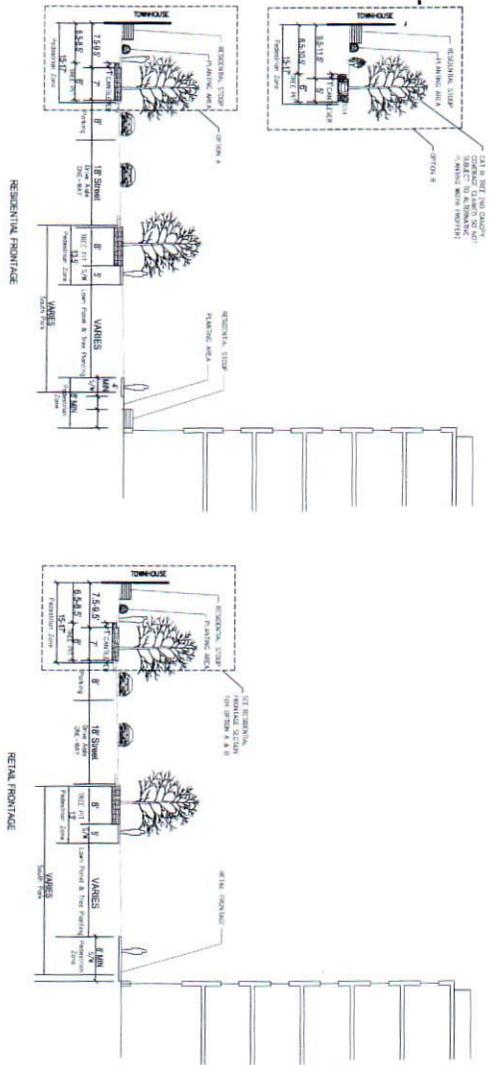
OVERALL WEST ELEVATION

VIKI REVISIONS
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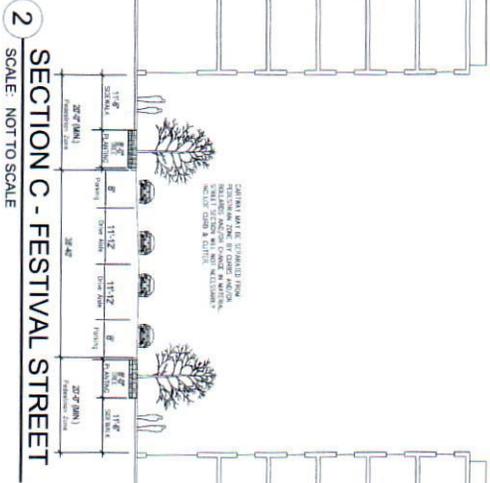
PCA-2005-PR-041-3
 MERRIFIELD TOWN CENTER
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

VIKI REVISIONS
 ARCHITECT: BROWN CALDWELL ARCHITECTS
 1000 COMMONWEALTH BLVD., SUITE 200
 ARLINGTON, VA 22202
 TEL: (703) 516-1100
 FAX: (703) 516-1101
 WWW.BCA-VA.COM

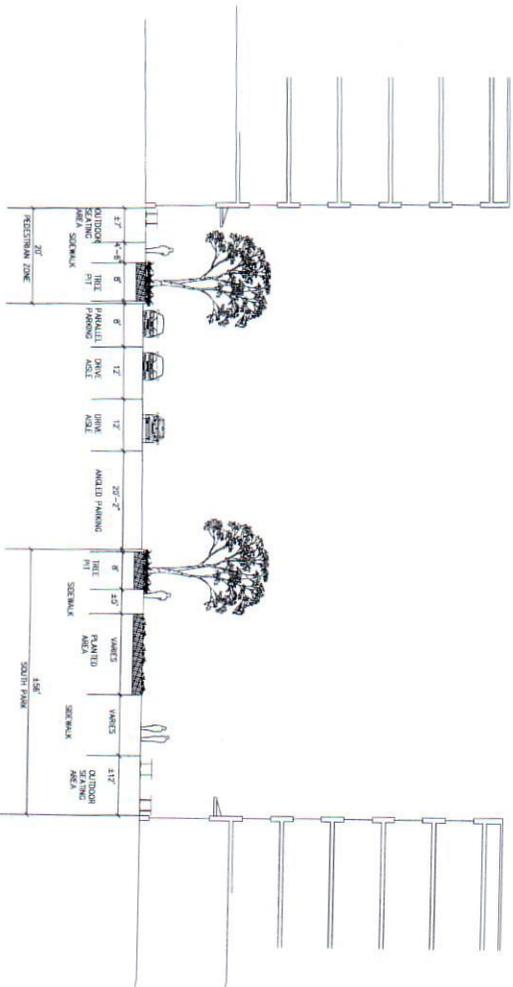
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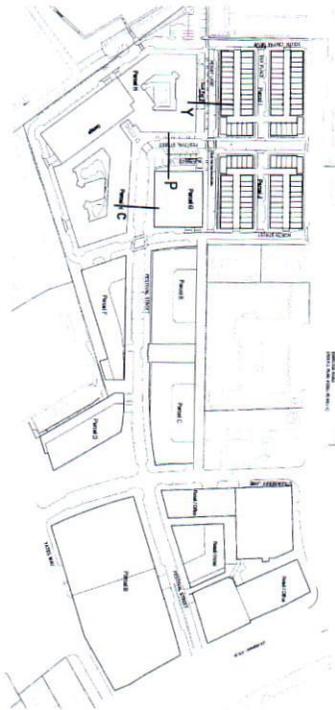
1 SECTION Y - SOUTH PARK AND PENNY LANE
SCALE: NOT TO SCALE



2 SECTION C - FESTIVAL STREET
SCALE: NOT TO SCALE



3 SECTION P - SOUTH PARK / FESTIVAL STREET SECTION
SCALE: NOT TO SCALE



KEY MAP



TYPICAL STREET SECTIONS,
BUILDING H

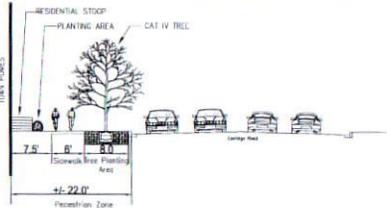
RZ-2005-PR-041
MERRIFIELD TOWN CENTER
PROVIDENCE DISTRICT
FAIRFAX COUNTY VIRGINIA

VIFA
ENGINEERS ■ PLANNERS ■ LANDSCAPE ARCHITECTS ■ SURVEYORS ■ GPS SERVICES

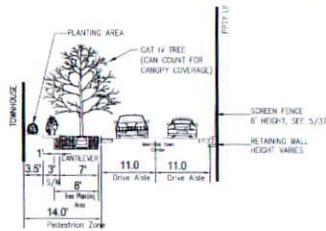
VIFA ARCHITECTS LLC
8180 GREENSBORO DRIVE, SUITE 200 ■ FALLS CHURCH, VIRGINIA 22024
(703)442-7800 ■ FAX (703)811-2787

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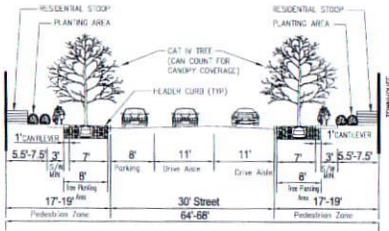
SHEET NO. 23A OF 48



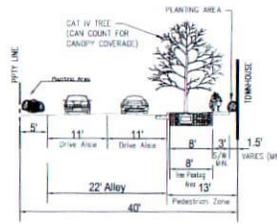
1 SECTION R - ESKRIDGE ROAD ADJACENT TO SUBJECT PROPERTY
SCALE: NOT TO SCALE



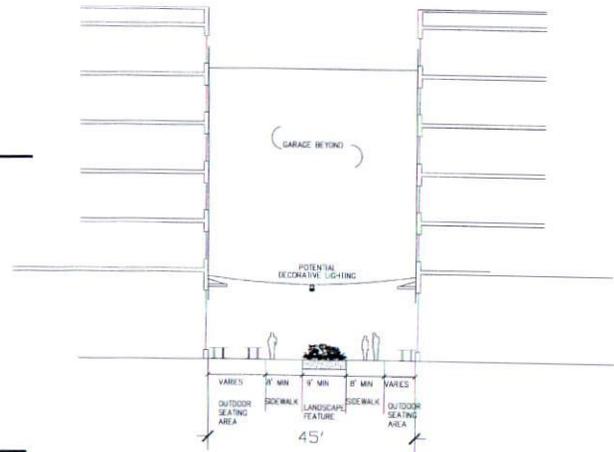
5 SECTION H - NORTH STREET
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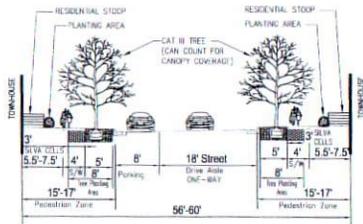
2 SECTION D - FESTIVAL STREET SECTION
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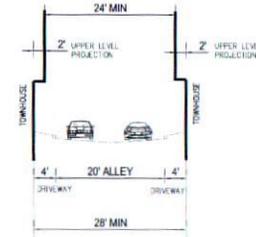
6 SECTION J - SOUTH CINEMA DRIVE
SCALE: NOT TO SCALE



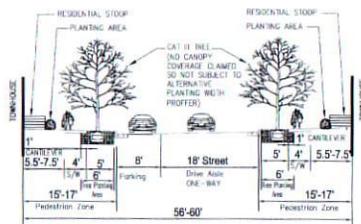
8 SECTION I - PASEO
SCALE: NOT TO SCALE



3 SECTION Z (OPTION A) - EYA PLACE
SCALE: NOT TO SCALE



7 SECTION K - ALLEY
SCALE: NOT TO SCALE

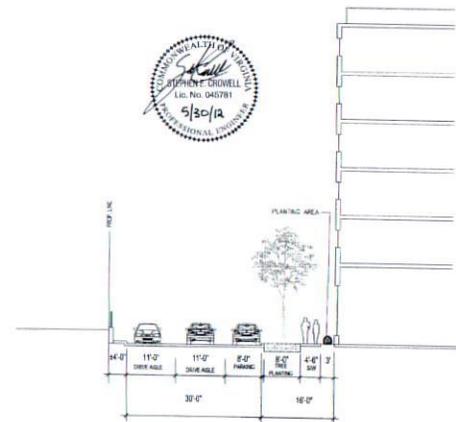


4 SECTION Z (OPTION B) - EYA PLACE
SCALE: NOT TO SCALE

NOTE: STREET SECTION OPTIONS A OR B TO BE UTILIZED MUST BE DETERMINED AT SITE PLAN PER PROPERTY DEVELOPER'S DISCRETION DEPENDING ON TREE COVERAGE REQUIREMENTS AND STREETSCAPE / UTILITY NEEDS.



KEY MAP



9 SECTION L
SCALE: NOT TO SCALE

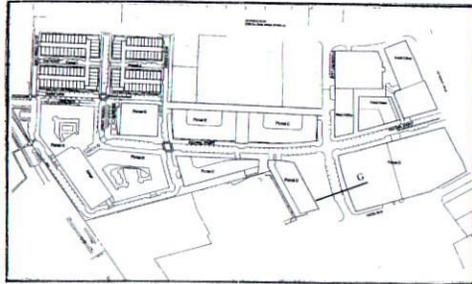


VKA REVISIONS

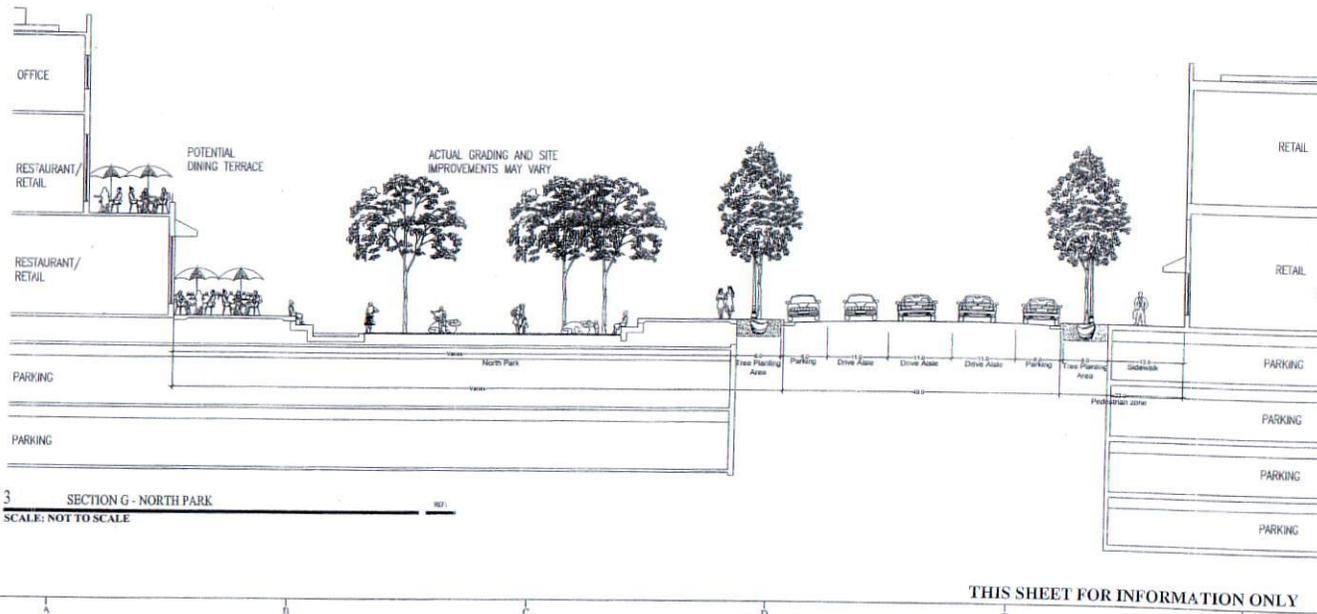
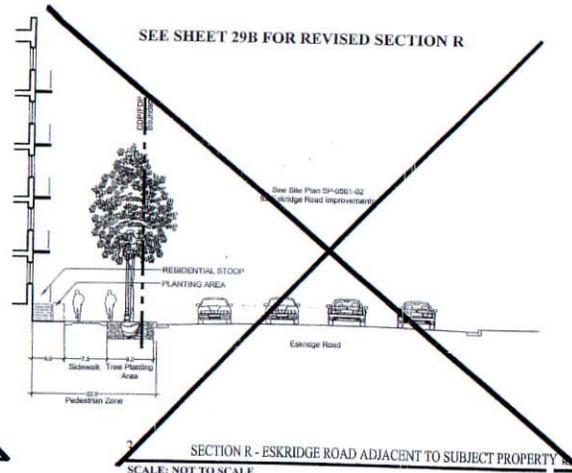
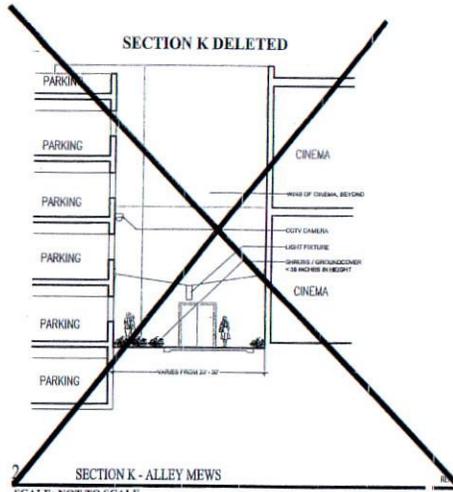
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6.	REVISED	3/08/07
7.	REVISED	6/1/07
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15.	REVISED	4/15/11
16.	REVISED	5/13/11
17.	REVISED	6/02/11
18.	REVISED	6/17/11
19.	REVISED	5/08/12
20.	REVISED	5/30/12

DATE: 12/15/05

DES.	BC	DWK
SCALE:	AS NOTED	
PROJECT/FILE NO.	0575	
SHEET NO.	29B OF 48	



1 KEY PLAN
SCALE: NOT TO SCALE



MERRIFIELD
TOWN CENTER
FAIRFAX COUNTY, VIRGINIA

- 05/30/2012 PCA REVISED
- 05/18/2012 PCA REVISION
- 04/17/2011 CDP/FDP Revision
- 02/20/11 CDP/FDP Revision
- 05/13/2011 CDP/FDP Revision
- 04/15/2011 CDP/FDP Revision
- 01/10/2011 CDP/FDP Revision
- 03/16/2010 CDP/FDP Revision
- 05/08/2010 CDP/FDP Revision
- 07/25/2010 CDP/FDP Revision
- 08/01/2007 CDP / FDP Revision
- 08/22/2007 CDP / FDP Revision
- 07/16/2007 CDP / FDP Revision
- 06/01/2007 CDP / FDP Revision
- 03/08/2007 CDP / FDP Revision
- 01/12/2007 CDP / FDP Revision
- 12/15/2006 CDP / FDP Revision
- 11/06/2006 CDP / FDP Revision
- 10/2/2006 CDP / FDP Revision
- 4/7/2006 CDP / FDP Revision

Issued Drawing Log
RTKL
RTKL Associates, Inc.

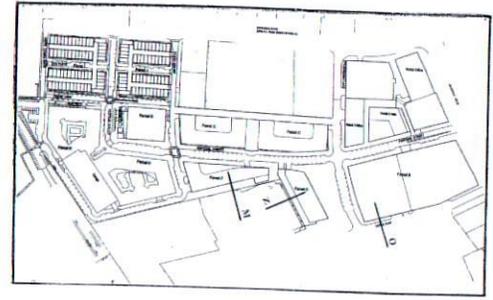
COPYRIGHT...
BC
Drawn
GS
Checked
BC
Approved
5/30/12

STREET SECTIONS
Contract No. 200606101
Issue Date 12/07/2005
Last Revision 10/01/2007
SHEET 31 OF 48

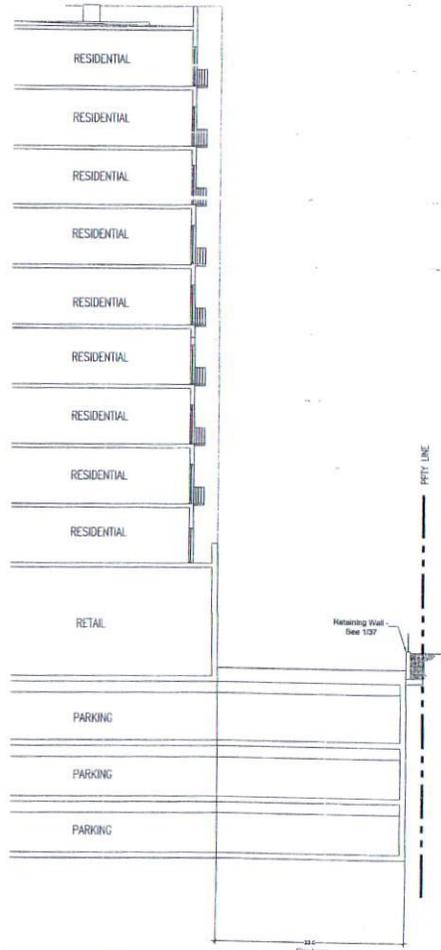
THIS SHEET FOR INFORMATION ONLY

MERRIFIELD TOWN CENTER

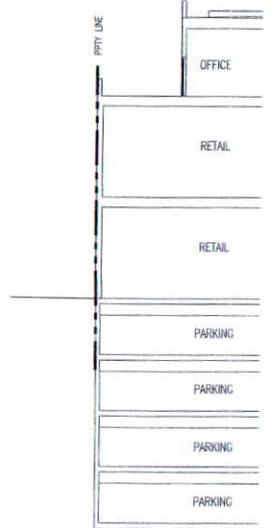
FAIRFAX COUNTY, VIRGINIA



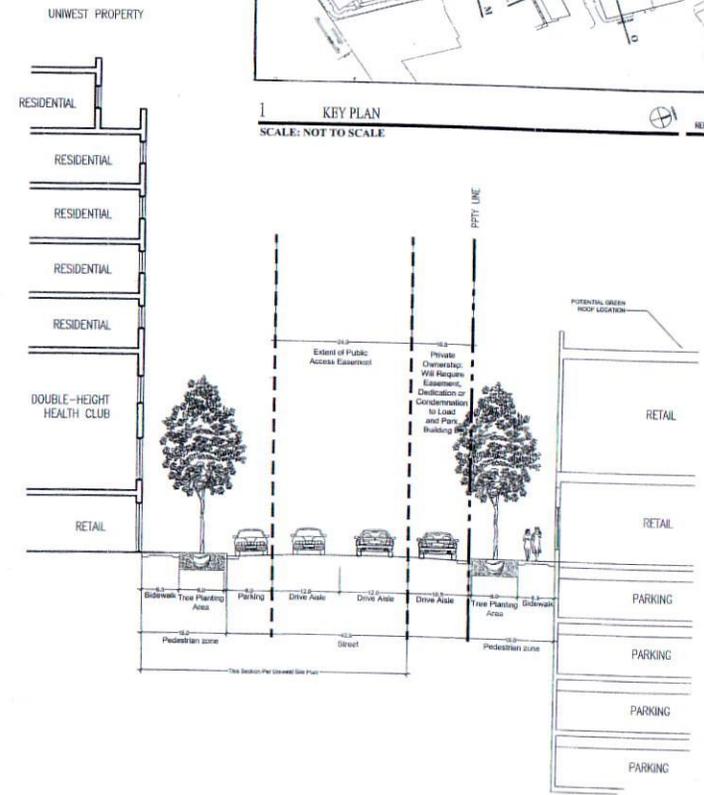
1 KEY PLAN
SCALE: NOT TO SCALE



2 SECTION M
SCALE: NOT TO SCALE



3 SECTION N
SCALE: NOT TO SCALE



4 SECTION O
SCALE: NOT TO SCALE

- 05/30/2012 PCA REVISION
- 05/31/2011 PCA REVISION
- 04/17/2011 CDP/FDP Revision
- 02/29/11 CDP/FDP Revision
- 01/13/2011 CDP/FDP Revision
- 01/10/2011 CDP/FDP Revision
- 01/06/2010 CDP/FDP Revision
- 08/28/2010 CDP/FDP Revision
- 02/25/2010 CDP/FDP Revision
- 10/01/2007 CDP / FDP Revision
- 08/22/2007 CDP / FDP Revision
- 07/16/2007 CDP / FDP Revision
- 06/01/2007 CDP / FDP Revision
- 03/08/2007 CDP / FDP Revision
- 01/12/2007 CDP / FDP Revision
- 12/15/2006 CDP / FDP Revision
- 11/06/2006 CDP / FDP Revision
- 11/02/2006 CDP / FDP Revision
- 07/20/06 CDP / FDP Revision

No. Date Item
Issued Drawing Log
RTKL
RTKL Associates, Inc.

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Drawn
GS
Checked
HC
Approved
5/30/12

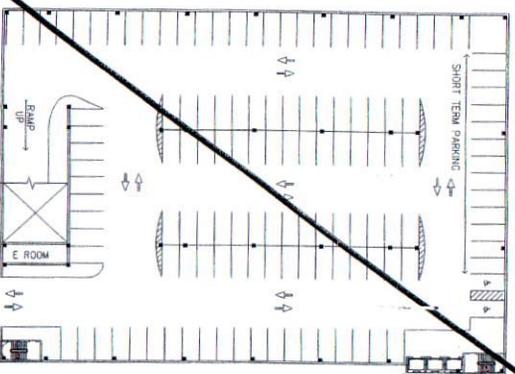
STREET SECTIONS

Contract No. 200606101
Issue Date 12/07/2005
Last Revision 10/01/2007
SHEET 32 OF 48

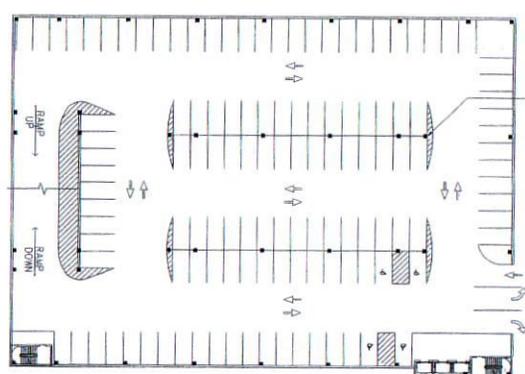
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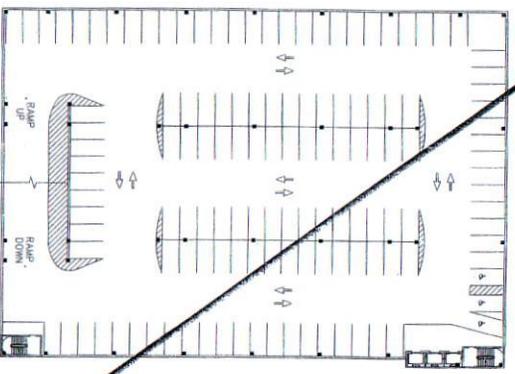
FAIRFAX COUNTY, VIRGINIA



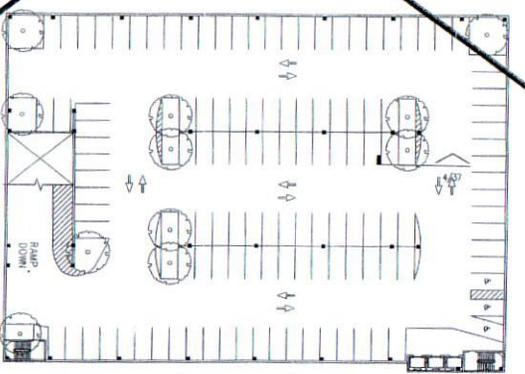
BASEMENT LEVEL PLAN REF: 1" = 30'



GROUND LEVEL PLAN REF: 1" = 30'



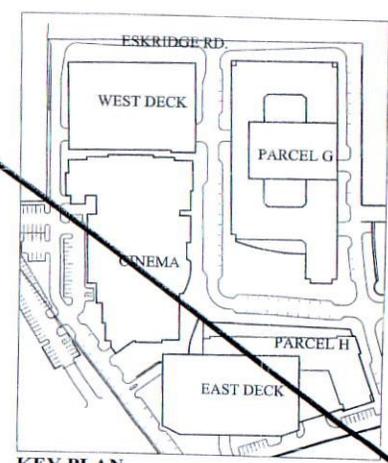
TYPICAL LEVEL PLAN REF: 1" = 30'



TOP LEVEL PLAN REF: 1" = 30'

SHEET DELETED

- Notes:
- 1 Garage plans shown hereon are preliminary and subject to change at final design and engineering.
 - 2 Applicant reserves the right to increase or decrease the number of spaces shown hereon, subject to Proffers.



KEY PLAN

THIS SHEET FOR INFORMATION ONLY

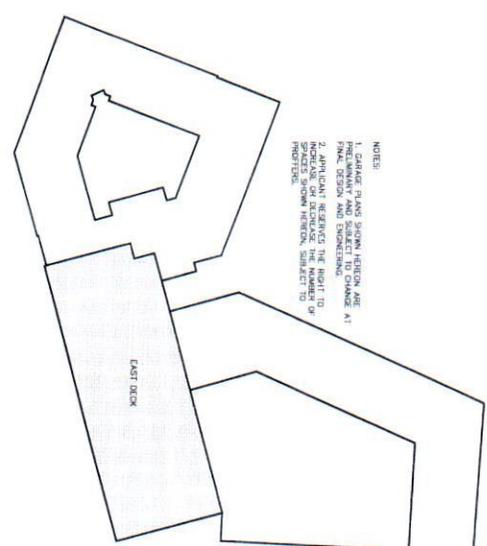
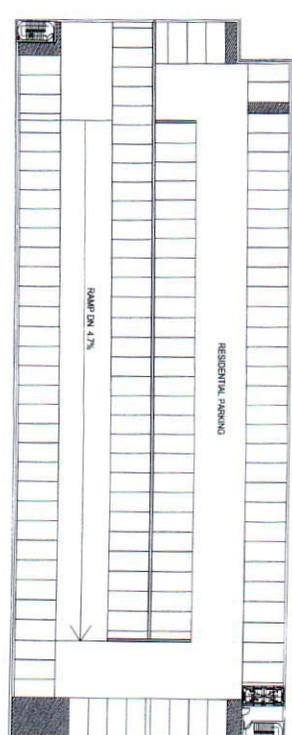
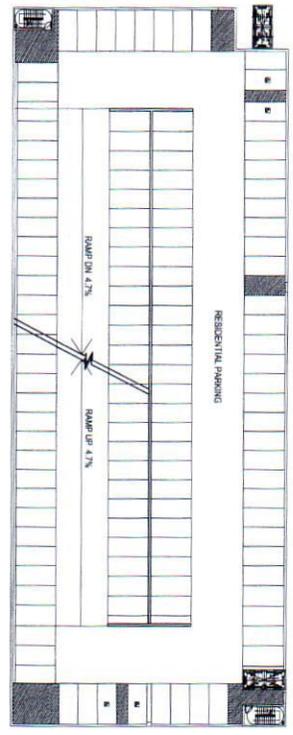
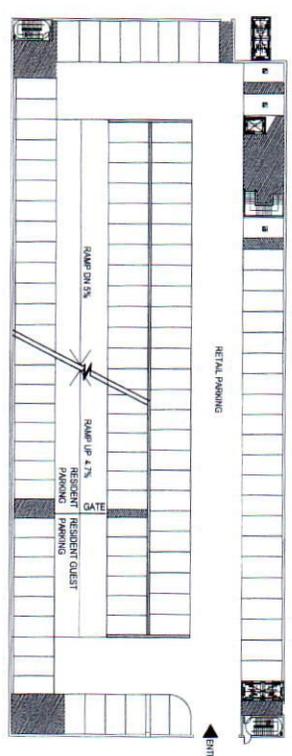
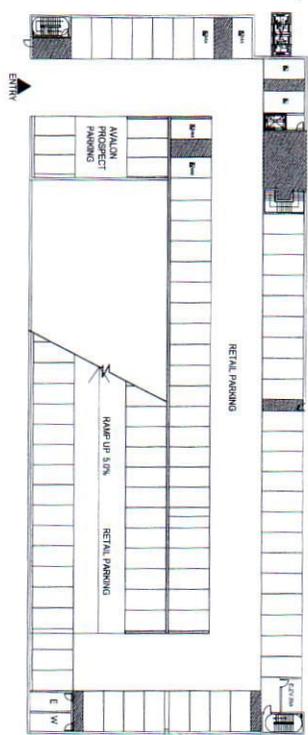
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62	2/2011	CDP/FDP Revision
513	2/2011	CDP/FDP Revision
415	2/2011	CDP/FDP Revision
110	2/2011	CDP/FDP Revision
816	2/2010	CDP/FDP Revision
608	2/2010	CDP/FDP Revision
325	2/2010	CDP/FDP Revision
10	10/01/2007	CDP / FDP Revision
08	22/2007	CDP / FDP Revision
07	16/2007	CDP / FDP Revision
06	01/2007	CDP / FDP Revision
03	08/2007	CDP / FDP Revision
01	12/2007	CDP / FDP Revision
12	15/2006	CDP / FDP Revision
11	06/2006	CDP / FDP Revision
10	2/2006	CDP / FDP Revision
4	7/2006	CDP / FDP Revision

Issued Drawing Log



WEST DECK PLANS

Contract No. 290606101
 Issue Date 12/07/2005
 Last Revision 10/01/2007



NOTES:
1. OWNER SHALL PROVIDE ALL NECESSARY PERMITS AND APPROVALS.
2. APPLICANT RESERVES THE RIGHT TO MAKE CHANGES TO THE DESIGN AND ENGINEERING.
3. SPACES SHOWN HEREON, SUBJECT TO MODIFICATIONS.



NO.	DATE	DESCRIPTION
01	12/17/05	ISSUED FOR PERMITS
02	1/10/06	REVISION 1: ADDITIONAL PARKING SPACES
03	1/10/06	REVISION 2: CORRECT RAMP SLOPES
04	1/10/06	REVISION 3: UPDATE DIMENSIONS
05	1/10/06	REVISION 4: ADDITIONAL NOTES
06	1/10/06	REVISION 5: CORRECT RAMP SLOPES
07	1/10/06	REVISION 6: ADDITIONAL PARKING SPACES
08	1/10/06	REVISION 7: CORRECT RAMP SLOPES
09	1/10/06	REVISION 8: UPDATE DIMENSIONS
10	1/10/06	REVISION 9: ADDITIONAL NOTES
11	1/10/06	REVISION 10: CORRECT RAMP SLOPES
12	1/10/06	REVISION 11: ADDITIONAL PARKING SPACES
13	1/10/06	REVISION 12: CORRECT RAMP SLOPES
14	1/10/06	REVISION 13: UPDATE DIMENSIONS
15	1/10/06	REVISION 14: ADDITIONAL NOTES
16	1/10/06	REVISION 15: CORRECT RAMP SLOPES
17	1/10/06	REVISION 16: ADDITIONAL PARKING SPACES
18	1/10/06	REVISION 17: CORRECT RAMP SLOPES
19	1/10/06	REVISION 18: UPDATE DIMENSIONS
20	1/10/06	REVISION 19: ADDITIONAL NOTES

EAST DECK PLANS

RZ-2005-PR-041
MERRIFIELD TOWN CENTER
PROVIDENCE DISTRICT
FAIRFAX COUNTY VIRGINIA

VVA
ENGINEERS ■ PLANNERS ■ LANDSCAPE ARCHITECTS ■ SURVEYORS ■ GIS SERVICES

VVA INCORPORATED
8140 ORTHODOX DRIVE, SUITE 200 ■ BELLEVILLE, VIRGINIA 22102
(703)442-7800 ■ FAX (703)161-2187
WILMINGTON, DE ■ GREENWICH, CT ■ LITTLE ROCK, AR

Sample Tree Selection

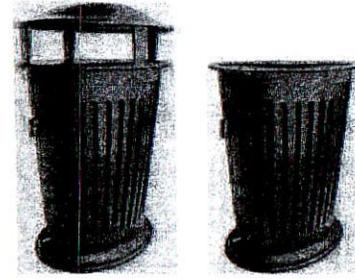
Acer rubrum
Betula nigra
Liquidambar styraciflua 'Rotundiloba'
Nyssa sylvatica
Platanus x acerifolia
Quercus phellos
Quercus rubra
Ulmus parvifolia
Ulmus americana 'Valley Forge'
Ulmus americana 'New Harmony'

Red maple
 River birch
 Sweet gum Rotundiloba
 Black gum
 London Plane
 Willow oak
 Red oak
 Chinese elm
 Valley Forge American elm
 New Harmony American elm

Benches



Trash Receptacles



Red Maple



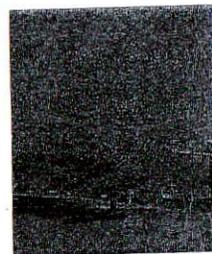
River Birch



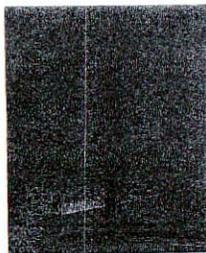
Sweet Gum



Black Gum



London Plane



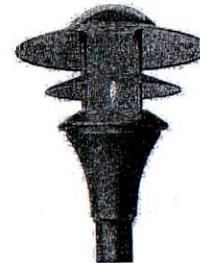
Willow Oak



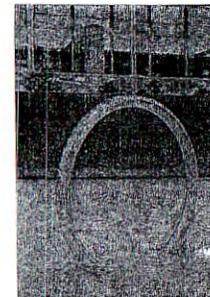
Red Oak



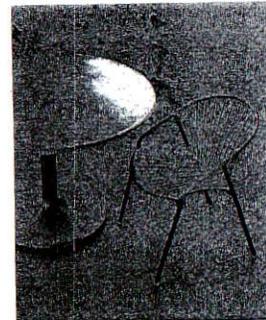
Chinese Elm



Pedestrian Street Lamp



Bike Rack



Moveable Tables and Chairs



Planters

Note:

1. Exact type, design and location of all landscape improvements to be determined at final engineering and design.
2. Tree selection is for illustrative purposes. Plant schedule will be submitted as part of Landscape Plan at Site Plan submission.

THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET

MERRIFIELD
 TOWN CENTER
 FAIRFAX COUNTY, VIRGINIA

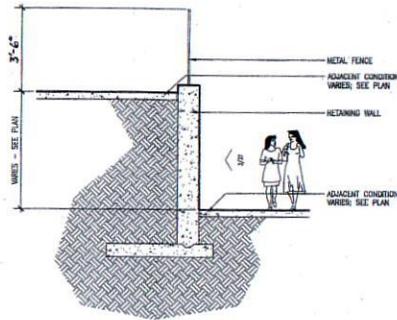
No.	Date	Item
△ 09/30/2012		PCA REVISION
△ 10/5/2012		PCA REVISION
△ 4/17/2011		CDP/FDP Revision
△ 6/2/2011		CDP/FDP Revision
△ 5/13/2011		CDP/FDP Revision
△ 4/15/2011		CDP/FDP Revision
△ 1/10/2011		CDP/FDP Revision
△ 01/14/2010		CDP/FDP Revision
△ 10/01/2007		CDP / FDP Revision
△ 08/22/2007		CDP / FDP Revision
△ 07/16/2007		CDP / FDP Revision
△ 06/01/2007		CDP / FDP Revision
△ 03/08/2007		CDP / FDP Revision
△ 01/12/2007		CDP / FDP Revision
△ 12/15/2006		CDP / FDP Revision
△ 11/08/2006		CDP / FDP Revision
△ 10/2/2006		CDP / FDP Revision
△ 4/7/2006		CDP / FDP Revision

RTKL
 RTKL Associates, Inc.

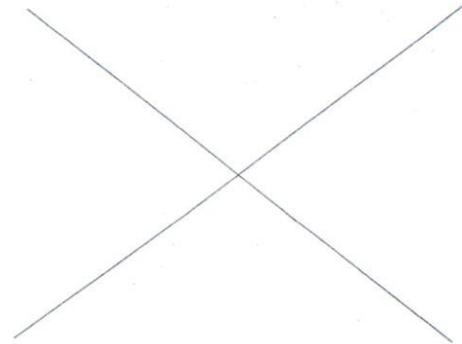
COPYRIGHT
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 Drawn
 GS
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 BC
 Approved
 5/30/12

LANDSCAPE ELEMENTS

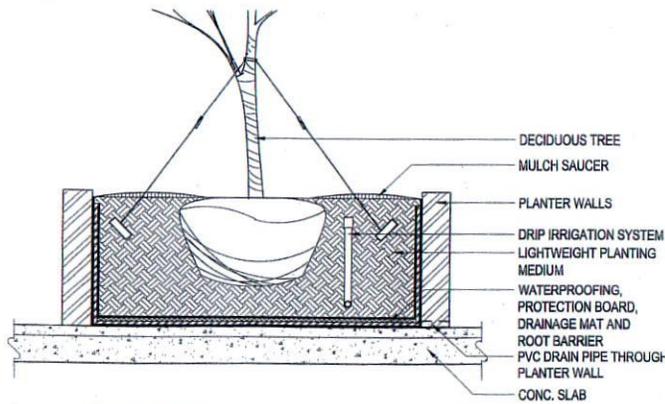
Contract No. 20060610
 Issue Date 12/07/2006
 Last Revision 10/01/2006



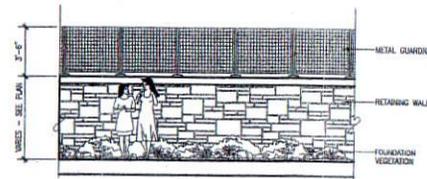
1 RETAINING WALL DETAIL-SECTION REF: 1/4" = 1'-0"



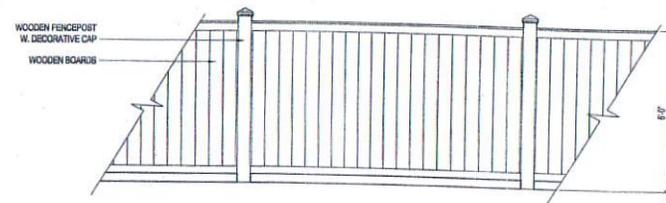
2 NOT USED REF: 1/4" = 1'-0"



4 TREE ON SLAB DETAIL REF: 3/4" = 1'-0"



3 RETAINING WALL DETAIL-ELEVATION REF: 1/4" = 1'-0"



5 SCREEN FENCE - ELEVATION REF: 1/2" = 1'-0"

THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET

MERRIFIELD TOWN CENTER

FAIRFAX COUNTY, VIRGINIA

No.	Date	Item
19	5/8/2012	PCA REVISION
18	4/17/2011	CDP/FDP Revision
17	6/2/2011	CDP/FDP Revision
16	5/13/2011	CDP/FDP Revision
15	4/15/2011	CDP/FDP Revision
14	1/10/2011	CDP/FDP Revision
13	08/16/2010	CDP/FDP Revision
12	10/01/2007	CDP / FDP Revision
11	08/22/2007	CDP / FDP Revision
10	07/16/2007	CDP / FDP Revision
9	06/01/2007	CDP / FDP Revision
8	03/08/2007	CDP / FDP Revision
7	01/12/2007	CDP / FDP Revision
6	12/15/2006	CDP / FDP Revision
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3	4/7/2006	CDP / FDP Revision

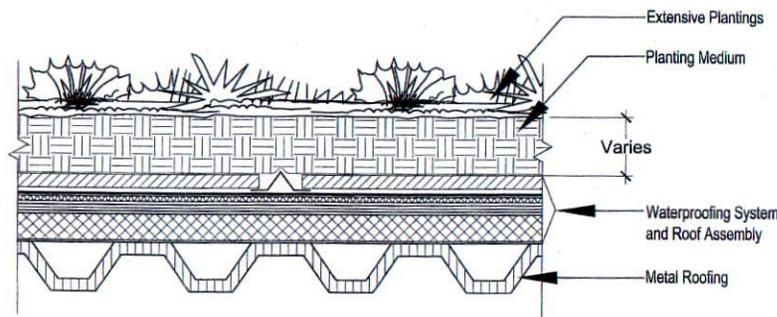
Issued Drawing Log
RTKL
RTKL Associates, Inc.

MS
Drawn
GS
Checked
BC
Approved

5/30/12

LANDSCAPE ELEMENTS
Contract No. 200609101
Issue Date 12/07/2005
Last Revision 10/01/2007

MERRIFIELD TOWN CENTER FAIRFAX COUNTY, VIRGINIA



Note:
 1 See sheets 12 - 14 of CDP / FDP application for roof location.
 2 Applicant shall provide green roof of approximately 20,000 SF in accordance with the typical sections shown on this sheet, provided that incremental costs associated with such green roof do not exceed \$300,000. If costs are anticipated to exceed the foregoing estimated cost, then, subject to approval by the County, which approval shall not be unreasonably withheld, the scope of improvements may be modified and/or value engineered by Applicant in order to meet the cost parameter set forth above. Incremental costs include items such as increased structural support, drainage requirements, waterproofing, etc.

1 TYPICAL SECTION - EXTENSIVE GREEN ROOF REF. N.T.S.



3 PLANT MATERIAL EXAMPLE: SEDUM SPURIUM 'JOHN CREECH' REF. N.T.S.



4 PLANT MATERIAL EXAMPLE: PETRORHAGIA SAXIFRAGA REF. N.T.S.

TYPE	CONTAINER	NOTES
EXTENSIVE PLANTS		
PETRORHAGIA SAXIFRAGA		FULLY ROOTED
SEDUM ALBUM 'MURALE'	PRE-EST. CUTTINGS	FULLY ROOTED
SEDUM FLORIFERUM 'WEIHNSTEPHANER GOLD'	PRE-EST. CUTTINGS	FULLY ROOTED
SEDUM RUPESTRE	PRE-EST. CUTTINGS	FULLY ROOTED
SEDUM SEXANGULARE	PRE-EST. CUTTINGS	FULLY ROOTED
SEDUM SPURIUM 'FULDAGLUT'	PRE-EST. CUTTINGS	FULLY ROOTED
SEDUM SPURIUM 'JOHN CREECH'	PRE-EST. CUTTINGS	FULLY ROOTED
SEDUM SPURIUM 'WHITE FORM'	PRE-EST. CUTTINGS	FULLY ROOTED

Note: For informational purposes only. Exact plant schedule to be determined.

6 SAMPLE ROOFTOP PLANT SCHEDULE REF.

THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET

No.	Date	Item
1	05/30/2012	PCA REVISION
2	12/07/2012	PCA REVISION
3	06/17/2011	CDP/FDP Revision
4	02/20/11	CDP/FDP Revision
5	05/13/2011	CDP/FDP Revision
6	04/15/2011	CDP/FDP Revision
7	1/10/2011	CDP / FDP Revision
8	03/16/2010	CDP / FDP Revision
9	10/01/2007	CDP / FDP Revision
10	08/22/2007	CDP / FDP Revision
11	07/16/2007	CDP / FDP Revision
12	06/01/2007	CDP / FDP Revision
13	03/08/2007	CDP / FDP Revision
14	01/12/2007	CDP / FDP Revision
15	12/15/2006	CDP / FDP Revision
16	11/06/2006	CDP / FDP Revision
17	10/2/2006	CDP / FDP Revision
18	4/7/2006	CDP / FDP Revision

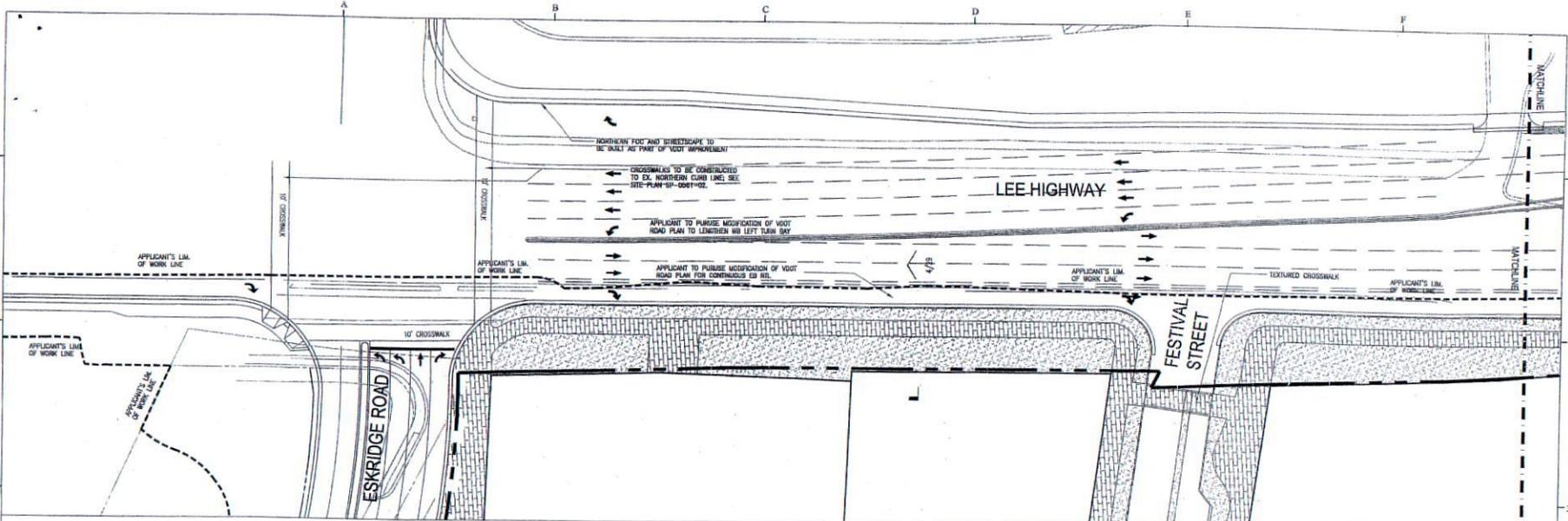
Issued Drawing Log



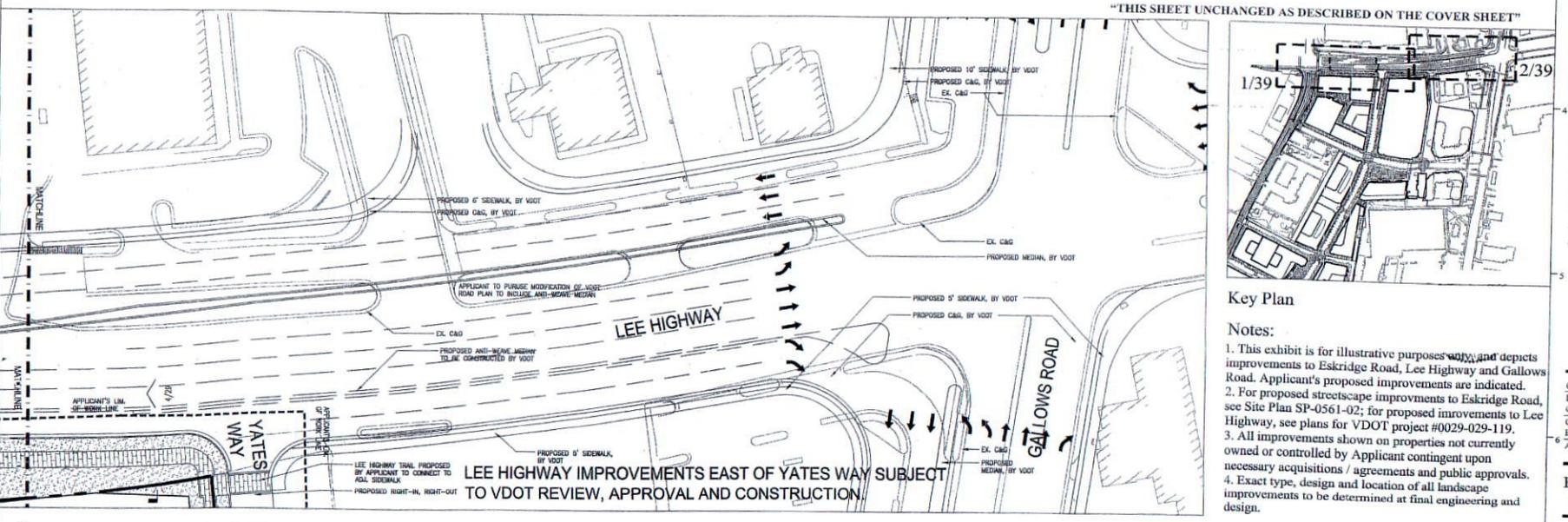
GREEN ROOF DETAILS	
Contract No.	200606101
Issue Date	12/07/2005
Last Revision	10/01/2007

MERRIFIELD TOWN CENTER

FAIRFAX COUNTY, VIRGINIA

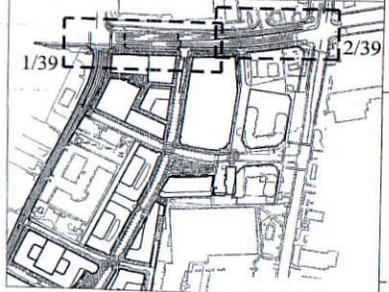


1 WEST END OF APPLICANT'S LEE HIGHWAY FRONTAGE REF: 1" = 30'



2 EAST END OF APPLICANT'S LEE HIGHWAY FRONTAGE REF: 1" = 30'

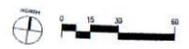
"THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET"



Key Plan

Notes:

1. This exhibit is for illustrative purposes only and depicts improvements to Eskridge Road, Lee Highway and Gallows Road. Applicant's proposed improvements are indicated.
2. For proposed streetscape improvements to Eskridge Road, see Site Plan SP-0561-02; for proposed improvements to Lee Highway, see plans for VDOT project #0029-029-119.
3. All improvements shown on properties not currently owned or controlled by Applicant contingent upon necessary acquisitions / agreements and public approvals.
4. Exact type, design and location of all landscape improvements to be determined at final engineering and design.



No.	Date	Item
05/30/2012		PCA REVISION
05/31/2011		CDP/FDP Revision
02/20/11		CDP/FDP Revision
5/13/2011		CDP/FDP Revision
4/15/2011		CDP/FDP Revision
1/19/2011		CDP/FDP Revision
08/16/10		CDP / FDP Revision
10/01/2007		CDP / FDP Revision
08/22/2007		CDP / FDP Revision
07/16/2007		CDP / FDP Revision
06/01/2007		CDP / FDP Revision
03/06/2007		CDP / FDP Revision
01/12/2007		CDP / FDP Revision
12/15/2006		CDP / FDP Revision
11/06/2006		CDP / FDP Revision
10/22/2006		CDP / FDP Revision
4/7/2006		CDP / FDP Revision

RTKL
RTKL Associates, Inc.

ISSUED DRAWING LOG
 Drawn: GS
 Checked: BC
 Approved: [Signature]
 DATE: 5/30/12

FUTURE LEE HWY IMPROVEMENTS
 Contract No. 300666101
 Issue Date 12/07/2005
 Last Revision 10/01/2007

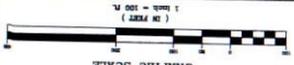
Project: Providence District Center, 1000 11th Street, SW, Washington, DC 20024

VIA REVISIONS

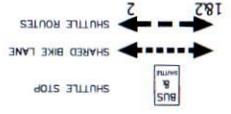
TDM IMPROVEMENTS
PLAN

RZ-2005-PR-041
MERRIFIELD TOWN CENTER
PROVIDENCE DISTRICT
FAIRFAX COUNTY, VIRGINIA

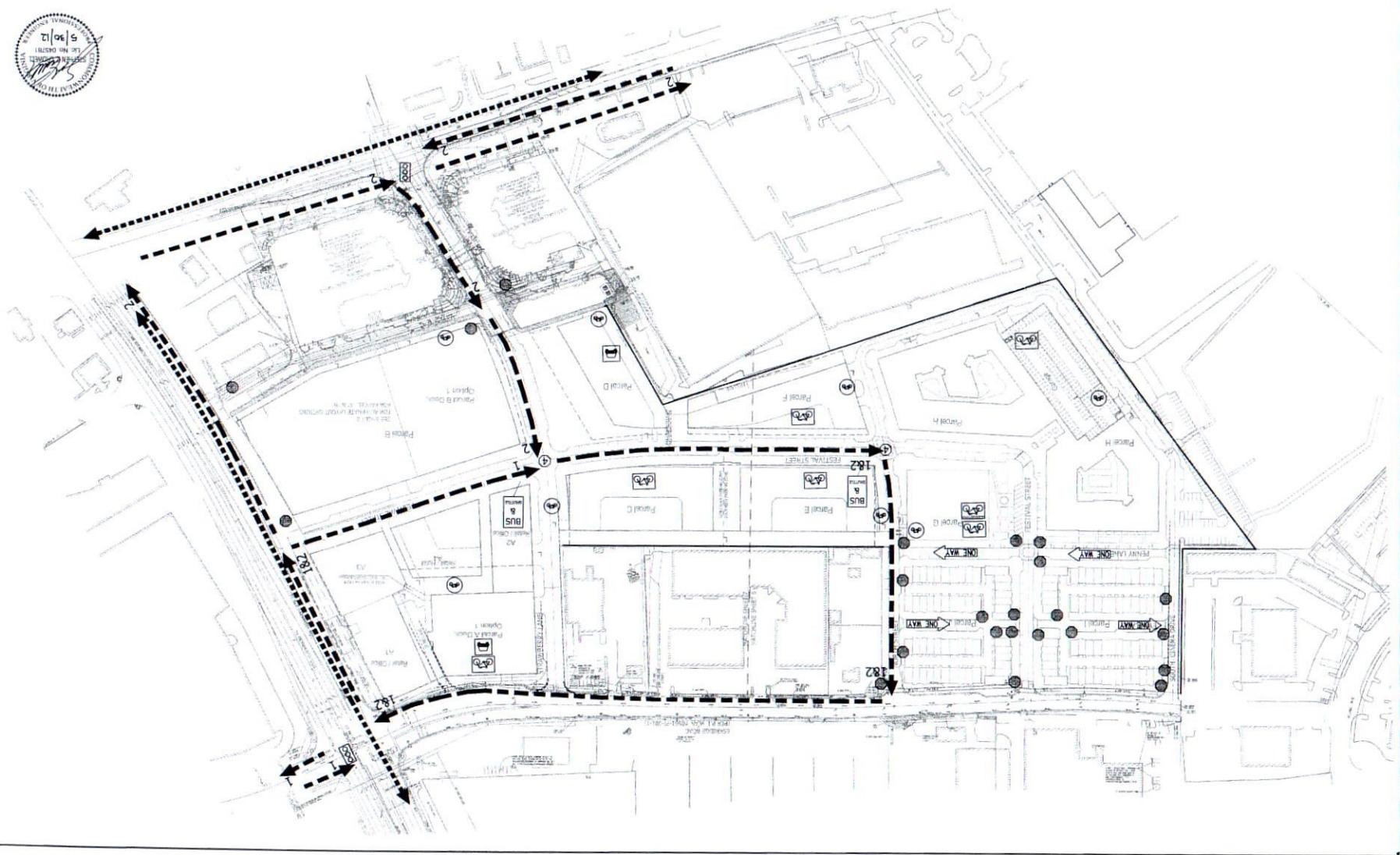
DATE: DEC 7, 2009
SCALE: 1"=100'
PROJECT/TITLE NO. 6375
SHEET NO. 40 OF 48

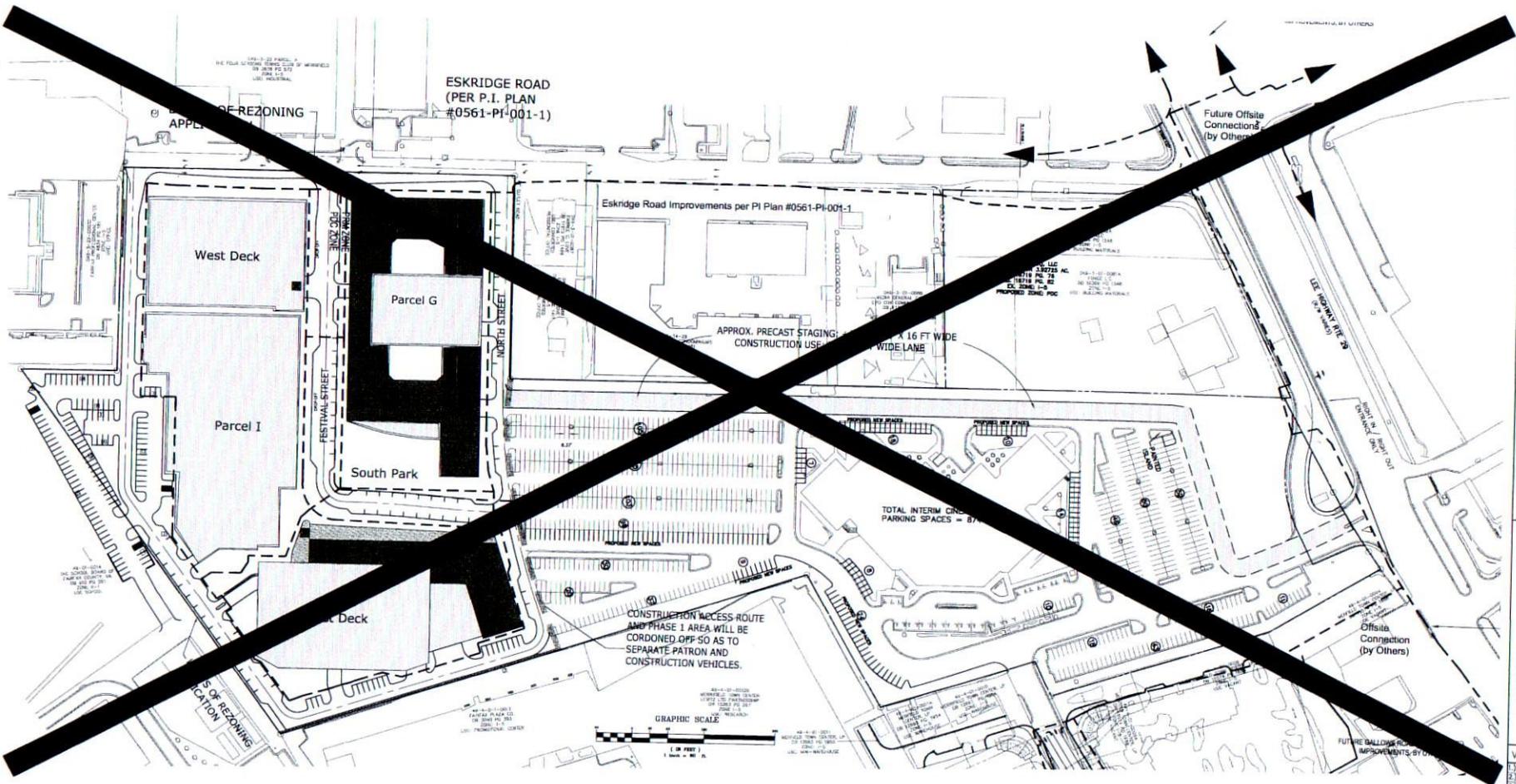


- NOTES:**
1. EXACT TYPE AND LOCATION OF ALL IMPROVEMENTS TO BE DETERMINED AT FINAL ENGINEERING AND DESIGN. SEE PROJECTS FOR BIKEWAY STORAGE/PARKING QUANTITIES.
 2. ALL IMPROVEMENTS SHOWN ON PROJECTS NOT CURRENTLY OWNED OR CONTROLLED BY ANY LOCAL GOVERNMENT UPON NECESSARY ACQUISITIONS, AGREEMENTS AND PUBLIC APPROVALS.
 3. EXACT SHUTTLE ROUTES TO BE ESTABLISHED AS PART OF FUTURE TDM PROGRAM.



- LEGEND**
- PUBLIC BIKE RACK
 - RESIDENTIAL BIKE CAGE
 - OFFICE BIKE CAGE
 - OFFICE CAR & VAN-POOL PARKING
 - 4-WAY STOP
 - SIGNAL WITH PEN-HEADS





ESKRIDGE ROAD
(PER P.I. PLAN
#0561-PI-001-1)

West Deck

Parcel G

Parcel I

South Park

Eskridge Road Improvements per PI Plan #0561-PI-001-1

APPROX. PRECAST STAGING
CONSTRUCTION USE 16 FT WIDE
WIDE LANE

TOTAL INTERIM GREEN
PARKING SPACES = 87

CONSTRUCTION ACCESS ROUTE
AND PHASE 1 AREA WILL BE
CORDONED OFF SO AS TO
SEPARATE PATRON AND
CONSTRUCTION VEHICLES.

GRAPHIC SCALE
1" = 30' - 0"

Future Offsite
Connections
(by Others)

Offsite
Connection
(by Others)

"THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET"

LEGEND

- - - DENOTES SIDEWALK / PEDESTRIAN PATHWAY
- DENOTES VERTICAL PEDESTRIAN CIRCULATION

INTERIM PARKING TO BE
IN ACCORDANCE WITH
PROFFERS.

THIS SHEET NO LONGER APPLIES PER PCA DATED 03-25-2010



VIVA
ARCHITECTURE & INTERIOR DESIGN
1000 COMMONWEALTH BLVD., SUITE 200, FARMINGTON, VIRGINIA 22044
TEL: 540-821-1111 FAX: 540-821-1112
WWW.VIVAVIRGINIA.COM

RZ-2005-PR-041
MERRIFIELD TOWN CENTER
PROVIDENCE DISTRICT
FAIRFAX COUNTY, VIRGINIA

INTERIM PARKING
AND PEDESTRIAN
CIRCULATION

VIVA REVISIONS

1	REVISED	4/7/08
2	REVISED	4/27/08
3	REVISED	10/22/08
4	REVISED	11/09/08
5	REVISED	1/12/09
6	REVISED	3/16/09
7	REVISED	6/1/09
8	REVISED	7/16/09
9	REVISED	8/22/09
10	REVISED	10/17/09
11	REVISED	3/12/10
12	REVISED	6/08/10
13	REVISED	8/18/10
14	REVISED	1/16/11
15	REVISED	4/15/11
16	REVISED	5/13/11
17	REVISED	6/27/11
18	REVISED	6/17/11
19	REVISED	3/08/12
20	REVISED	5/30/12

DATE: DEC. 7, 2008
DES. JFA DWH RNC
SCALE: 1"=80'
PROJECT/FILE NO. 6975
SHEET NO. 42 OF 48

P:\Planning Projects\6575 (dwp)\Parcel G.rvt 5/24/2012 7:01:23 PM EDT

SOUTHERN VAULT 2-YR ROUTING (BUILDOUT)

EVENT TIME (HRS)	HYDROGRAPH INFLOW (CFS)	BASIN INFLOW (CFS)	STORAGE USED (AC-FT)	WATER SURF. ELEV. (FT)	BASIN OUTFLOW (CFS)	OUTFLOW TOTAL (CFS)
0.00	0.00	0.00	0.00	330.25	0.00	0.00
0.08	78.09	78.09	0.27	331.21	0.10	0.10
0.17	50.29	50.29	0.17	332.82	0.16	0.16
0.25	37.29	37.29	0.10	333.90	0.28	0.28
0.33	29.89	29.89	0.05	334.53	0.43	0.43
0.42	24.85	24.85	0.25	334.78	0.78	0.78
0.50	20.92	20.92	0.48	334.62	1.10	1.10
0.58	18.34	18.34	0.75	334.28	1.53	1.53
0.67	15.78	15.78	1.03	334.72	1.87	1.87
0.75	14.33	14.33	1.21	334.65	18.69	18.69
0.83	12.76	12.76	1.19	334.59	15.30	15.30
0.92	11.75	11.75	1.18	334.53	13.91	13.91
1.00	10.50	10.50	1.18	334.48	12.83	12.83
1.08	9.74	9.74	1.15	334.43	11.48	11.48
1.17	8.88	8.88	1.14	334.39	10.47	10.47
1.25	8.02	8.02	1.13	334.35	9.52	9.52
1.33	7.02	7.02	1.12	334.29	7.65	7.65
1.42	6.10	6.10	1.11	334.24	5.99	5.99
1.50	5.30	5.30	1.10	334.24	6.85	6.85
1.58	4.44	4.44	1.09	334.20	6.28	6.28
1.67	3.58	3.58	1.07	334.15	5.63	5.63
1.75	2.72	2.72	1.06	334.10	4.92	4.92
1.83	1.72	1.72	1.04	334.04	4.14	4.14
1.92	0.85	0.85	1.02	333.98	3.33	3.33
2.00	0.00	0.00	1.01	333.92	2.49	2.49

STRAWBERRY VAULT 2-YR ROUTING (BUILDOUT)

EVENT TIME (HRS)	HYDROGRAPH INFLOW (CFS)	BASIN INFLOW (CFS)	STORAGE USED (AC-FT)	WATER SURF. ELEV. (FT)	BASIN OUTFLOW (CFS)	OUTFLOW TOTAL (CFS)
0.00	0.00	0.00	0.00	337.00	0.00	0.00
0.08	34.89	34.89	0.09	336.53	8.15	8.15
0.17	22.34	22.34	0.21	342.83	13.48	13.48
0.25	16.50	16.50	0.35	343.70	14.63	14.63
0.33	13.24	13.24	0.25	343.60	14.68	14.68
0.42	10.05	10.05	0.24	343.40	14.19	14.19
0.50	8.26	8.26	0.21	342.78	13.36	13.36
0.58	6.15	6.15	0.18	342.04	12.42	12.42
0.67	7.00	7.00	0.15	341.08	10.99	10.99
0.75	6.37	6.37	0.13	340.44	9.80	9.80
0.83	5.67	5.67	0.10	339.86	8.93	8.93
0.92	5.22	5.22	0.09	339.37	7.78	7.78
1.00	4.71	4.71	0.07	338.94	6.77	6.77
1.08	4.33	4.33	0.06	338.45	5.38	5.38
1.17	3.95	3.95	0.05	338.29	4.74	4.74
1.25	3.56	3.56	0.05	338.12	3.88	3.88
1.33	3.12	3.12	0.04	338.05	3.80	3.80
1.42	2.74	2.74	0.04	337.95	3.29	3.29
1.50	2.36	2.36	0.04	337.87	2.71	2.71
1.58	1.97	1.97	0.03	337.80	2.29	2.29
1.67	1.56	1.56	0.03	337.76	1.80	1.80
1.75	1.21	1.21	0.03	337.71	1.52	1.52
1.83	0.76	0.76	0.03	337.65	1.11	1.11
1.92	0.38	0.38	0.02	337.59	0.71	0.71
2.00	0.00	0.00	0.02	337.53	0.40	0.40

PARCEL 'A' VAULT 2-YR ROUTING (BUILDOUT)

EVENT TIME (HRS)	HYDROGRAPH INFLOW (CFS)	BASIN INFLOW (CFS)	STORAGE USED (AC-FT)	WATER SURF. ELEV. (FT)	BASIN OUTFLOW (CFS)	OUTFLOW TOTAL (CFS)
0.00	0.00	0.00	0.00	332.07	0.00	0.00
0.08	54.89	54.89	0.10	332.77	0.80	0.80
0.17	36.35	36.35	0.48	333.91	1.60	1.60
0.25	26.18	26.18	0.69	334.67	1.95	1.95
0.33	20.95	20.95	0.84	335.21	2.17	2.17
0.42	17.32	17.32	0.95	335.66	2.33	2.33
0.50	14.70	14.70	1.06	336.02	2.46	2.46
0.58	12.89	12.89	1.12	336.31	2.56	2.56
0.67	11.28	11.28	1.16	336.56	2.64	2.64
0.75	10.07	10.07	1.24	336.76	2.70	2.70
0.83	8.86	8.86	1.29	336.93	2.75	2.75
0.92	8.26	8.26	1.33	337.07	2.79	2.79
1.00	7.45	7.45	1.36	337.20	2.83	2.83
1.08	6.65	6.65	1.39	337.29	2.86	2.86
1.17	6.24	6.24	1.42	337.31	2.89	2.89
1.25	5.64	5.64	1.44	337.49	2.91	2.91
1.33	4.93	4.93	1.46	337.56	2.93	2.93
1.42	4.33	4.33	1.47	337.60	2.95	2.95
1.50	3.73	3.73	1.48	337.63	2.95	2.95
1.58	3.12	3.12	1.48	337.54	2.96	2.96
1.67	2.52	2.52	1.48	337.46	2.96	2.96
1.75	1.91	1.91	1.47	337.32	2.95	2.95
1.83	1.21	1.21	1.46	337.63	2.94	2.94
1.92	0.60	0.60	1.45	337.53	2.92	2.92
2.00	0.00	0.00	1.43	337.49	2.90	2.90

SOUTHERN VAULT 10-YR ROUTING (BUILDOUT)

EVENT TIME (HRS)	HYDROGRAPH INFLOW (CFS)	BASIN INFLOW (CFS)	STORAGE USED (AC-FT)	WATER SURF. ELEV. (FT)	BASIN OUTFLOW (CFS)	OUTFLOW TOTAL (CFS)
0.00	0.00	0.00	0.00	331.52	0.00	0.00
0.08	104.17	104.17	0.00	330.25	0.00	0.00
0.17	67.08	67.06	0.96	333.70	0.19	0.19
0.25	49.58	49.58	1.77	334.86	22.76	22.76
0.33	39.69	39.69	1.39	336.24	35.18	35.18
0.42	32.41	32.41	1.00	337.26	35.01	35.01
0.50	27.80	27.80	1.39	335.10	32.66	32.66
0.58	24.07	24.07	1.32	335.04	28.85	28.85
0.67	21.09	21.09	1.29	334.93	25.29	25.29
0.75	18.77	18.77	1.27	334.84	22.24	22.24
0.83	16.91	16.91	1.24	334.76	19.75	19.75
0.92	15.48	15.48	1.22	334.60	18.03	18.03
1.00	14.10	14.10	1.21	334.60	16.53	16.53
1.08	13.04	13.04	1.19	334.58	15.17	15.17
1.17	11.89	11.89	1.19	334.51	13.80	13.80
1.25	10.60	10.60	1.16	334.46	12.66	12.66
1.33	9.49	9.49	1.15	334.43	11.43	11.43
1.42	8.31	8.31	1.14	334.36	10.24	10.24
1.50	7.16	7.16	1.12	334.33	9.07	9.07
1.58	5.87	5.87	1.11	334.20	7.87	7.87
1.67	4.73	4.73	1.10	334.24	6.80	6.80
1.75	3.49	3.49	1.08	334.18	6.04	6.04
1.83	2.44	2.44	1.06	334.12	5.17	5.17
1.92	1.15	1.15	1.04	334.04	4.20	4.20
2.00	0.00	0.00	1.02	333.97	3.16	3.16

STRAWBERRY VAULT 10-YR ROUTING (BUILDOUT)

EVENT TIME (HRS)	HYDROGRAPH INFLOW (CFS)	BASIN INFLOW (CFS)	STORAGE USED (AC-FT)	WATER SURF. ELEV. (FT)	BASIN OUTFLOW (CFS)	OUTFLOW TOTAL (CFS)
0.00	0.00	0.00	0.00	337.00	0.00	0.00
0.08	48.29	48.29	0.13	340.39	9.82	9.82
0.17	29.79	29.79	0.29	344.82	19.54	19.54
0.25	22.03	22.03	0.32	345.80	21.00	21.00
0.33	17.63	17.63	0.31	345.45	21.90	21.90
0.42	14.58	14.58	0.28	344.68	17.48	17.48
0.50	12.35	12.35	0.26	344.10	15.03	15.03
0.58	10.89	10.89	0.24	343.50	14.38	14.38
0.67	9.38	9.38	0.22	342.82	13.63	13.63
0.75	8.34	8.34	0.19	342.15	12.67	12.67
0.83	7.51	7.51	0.18	341.22	11.20	11.20
0.92	6.86	6.86	0.14	340.61	10.21	10.21
1.00	6.30	6.30	0.11	340.05	9.25	9.25
1.08	5.79	5.79	0.09	339.60	8.30	8.30
1.17	5.28	5.28	0.08	339.21	7.41	7.41
1.25	4.71	4.71	0.07	338.77	6.29	6.29
1.33	4.20	4.20	0.05	338.41	5.21	5.21
1.42	3.69	3.69	0.05	338.25	4.58	4.58
1.50	3.18	3.18	0.04	338.10	4.01	4.01
1.58	2.61	2.61	0.04	337.97	3.37	3.37
1.67	2.10	2.10	0.03	337.88	2.59	2.59
1.75	1.56	1.56	0.03	337.78	2.02	2.02
1.83	1.08	1.08	0.03	337.71	1.49	1.49
1.92	0.51	0.51	0.03	337.63	0.96	0.96
2.00	0.00	0.00	0.02	337.56	0.54	0.54

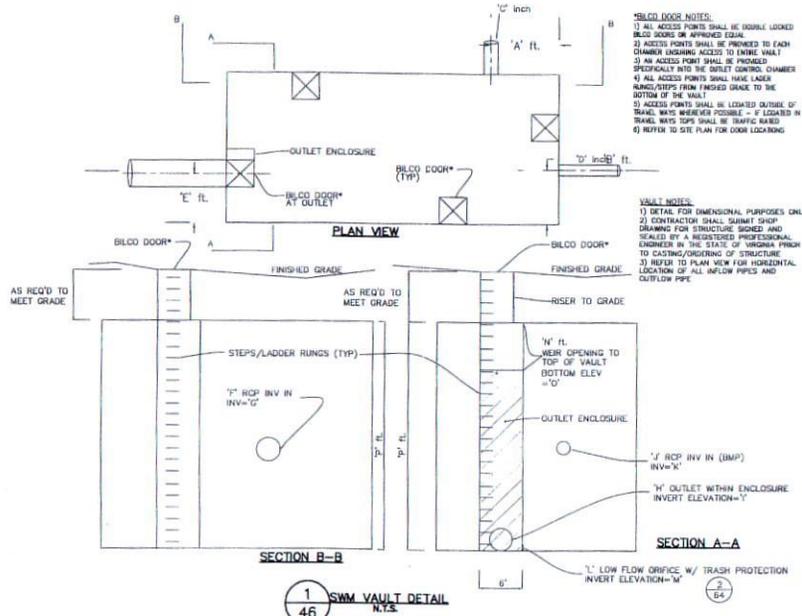
PARCEL 'A' VAULT 10-YR ROUTING (BUILDOUT)

EVENT TIME (HRS)	HYDROGRAPH INFLOW (CFS)	BASIN INFLOW (CFS)	STORAGE USED (AC-FT)	WATER SURF. ELEV. (FT)	BASIN OUTFLOW (CFS)	OUTFLOW TOTAL (CFS)
0.00	0.00	0.00	0.00	332.07	0.00	0.00
0.08	73.29	73.29	0.25	332.89	1.02	1.02
0.17	47.13	47.13	0.65	334.54	1.80	1.80
0.25	34.85	34.85	0.62	335.53	2.29	2.29
0.33	27.90	27.90	1.12	339.30	2.55	2.55
0.42	23.08	23.08	1.28	338.88	2.74	2.74
0.50	19.54	19.54	1.40	337.99	2.86	2.86
0.58	16.82	16.82	1.51	337.78	2.89	2.89
0.67	14.59	14.59	1.60	338.10	3.08	3.08
0.75	13.19	13.19	1.67	338.39	3.19	3.19
0.83	11.88	11.88	1.74	338.63	3.22	3.22
0.92	10.88	10.88	1.79	338.83	3.27	3.27
1.00	9.97	9.97	1.84	339.01	3.32	3.32
1.08	9.16	9.16	1.89	339.17	3.36	3.36
1.17	8.36	8.36	1.92	339.31	3.39	3.39
1.25	7.45	7.45	1.95	339.43	3.42	3.42
1.33	6.65	6.65	1.98	339.52	3.44	3.44
1.42	5.84	5.84	2.00	339.60	3.47	3.47
1.50	5.04	5.04	2.01	339.65	3.48	3.48
1.58	4.13	4.13	2.02	339.76	3.48	3.48
1.67	3.32	3.32	2.02	339.89	3.48	3.48
1.75	2.52	2.52	2.02	339.87	3.47	3.47
1.83	1.71	1.71	2.01	339.63	3.48	3.48
1.92	0.81	0.81	1.99	339.58	3.48	3.48
2.00	0.00	0.00	1.97	339.50	3.44	3.44

STRAWBERRY VAULT RATING CURVE DATA

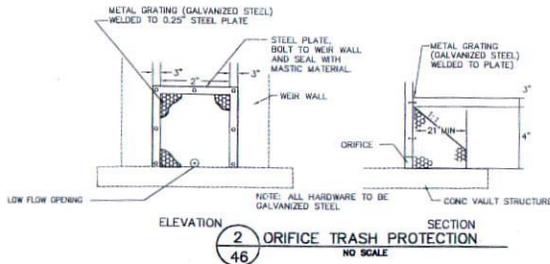
Outflow Pipe Diameter: 27 in
 Outflow Pipe Invert: 337.8
 Outflow Pipe Invert: 336.125 ft
 Coefficient of Friction: 0.015 unless noted
 Full Flow Capacity of Outflow Pipe: 21,899 cfs

Water Surface Elevation	Outflow (cfs)	Rating Curve
337.0	0.00	0.00
337.5	0.00	0.00
338.0	0.00	0.00
338.5	0.00	0.00
339.0	0.00	0.00
339.5	0.00	



VAULT	A	B	C	D	E	F	G	H	I	J	K	L	M	N	O	P
SOUTHERN	7	10	48	15	13.5	48	331.11	48	330.11	15	334.37	2	330.11	8	333.61	8
STRAWBERRY	16.25	4.25	27	15	14.5	27	348.00	21	337.00	15	346.00	2	337.00	8	345.75	12.25

SEE SHEET 44 FOR PARCEL A VAULT INFORMATION



STORM WATER MANAGEMENT NARRATIVE:

STORM WATER MANAGEMENT REQUIREMENTS FOR THE SUBJECT PROPERTY SHALL BE MET THROUGH THE USE OF THREE (3) UNDERGROUND STORM WATER DETENTION VAULTS. THESE STORM WATER DETENTION VAULTS HAVE BEEN ADEQUATELY SIZED TO CONTROL RUNOFF FOR BOTH THE 2-YR AND 10-YR STORM EVENTS. IT SHOULD ALSO BE NOTED THAT DETENTION FOR APPROXIMATELY 0.42 AC. OF IMPERVIOUS AREA ADDED WITH PLAN SEAS99-P-008 IS TO BE PROVIDED WITH THE DEVELOPMENT PROPOSED IN THE SUBJECT APPLICATION. ADDITIONALLY, THE COMPUTED ALLOWABLE RELEASE RATE FOR THE SUBJECT PROPERTY IS TO BE REDUCED BY AN AMOUNT TO OFFSET THE INCREASED RUNOFF FROM NEW IMPERVIOUS AREA PROPOSED IN THE ESKRIDGE ROAD PUBLIC IMPROVEMENT PLAN. (FAIRFAX COUNTY PLAN #0561-SP-002)

THE MAXIMUM ALLOWABLE RELEASE RATE FOR THE SUBJECT PROPERTY DURING THE 2-YR STORM EVENT WAS CALCULATED USING A PRE-DEVELOPED C-FACTOR OF 0.15 AS IS SHOWN IN THE SWM COMPUTATIONS.

THE MAXIMUM ALLOWABLE RELEASE RATE FOR THE SUBJECT PROPERTY DURING THE 10-YR STORM EVENT WAS CALCULATED USING A PRE-DEVELOPED C-FACTOR OF 0.30 AS IS SHOWN IN THE SWM COMPUTATIONS.

AS IS EVIDENCED BY THE ROUTINGS SHOWN ON THE ROUTING INFORMATION SHEETS, THE TOTAL RELEASE RATE FROM THE PROPOSED VAULTS IS LOWER THAN THE MAXIMUM ALLOWABLE RELEASE RATE FOR THE SITE DURING BOTH THE 2-YR AND 10-YR STORM EVENTS. SEE THE SWM COMPUTATIONS AND ROUTING INFORMATION.

BASED ON THE ABOVE ANALYSIS, AND SUPPORTING COMPUTATIONS IN THIS PLAN, STORM WATER MANAGEMENT REQUIREMENTS FOR THE SUBJECT PROPERTY WILL BE MET THROUGH THE USE OF THE TWO (2) PROPOSED UNDERGROUND DETENTION VAULTS.

PLEASE NOTE A WAIVER REQUESTING PERMISSION TO PROVIDE STORMWATER MANAGEMENT IN UNDERGROUND VAULTS SHALL BE SUBMITTED IN ADDITION TO THIS REZONING APPLICATION.

WATER QUALITY NARRATIVE:

BEST MANAGEMENT PRACTICE (BMP) REQUIREMENTS FOR THE SUBJECT PROPERTY, CONSISTING OF 31.37 ACRES, SHALL BE MET THROUGH THE USE OF THREE (3) SEPARATE UNDERGROUND STORM FILTER SYSTEMS. EACH OF THESE STORM FILTER SYSTEMS HAS A REMOVAL EFFICIENCY RATING OF 50%. THE AREAS TREATED BY EACH OF THE STORM FILTER SYSTEMS WILL BE THE SAME AREAS DEPICTED ON THE SWM MAP FOR STORM WATER MANAGEMENT.

AS IS SHOWN BY THE COMPUTATIONS THE TREATMENT OF THESE CONTROLLED AREAS AT A REMOVAL EFFICIENCY RATE OF 50% WILL RESULT IN A PHOSPHORUS REMOVAL FOR THE SITE OF SUFFICIENT TO MEET THE 40% REQUIREMENT FOR NEW DEVELOPMENT EVEN THOUGH THIS SITE IS A REDEVELOPMENT PROJECT PER THE PFM DEFINITION.

BASED ON THE ABOVE ANALYSIS AND THE SUPPORTING COMPUTATIONS SHOWN ON THE SWM MAP SHEET, BMP REQUIREMENTS FOR THE SUBJECT PROPERTY WILL BE MET THROUGH THE USE OF THESE STORM FILTERS.

PLEASE BE AWARE THAT A WAIVER REQUESTING PERMISSION TO MEET BMP REQUIREMENTS THROUGH THE USE OF UNDERGROUND STORM FILTER SYSTEMS SHALL BE SUBMITTED IN ADDITION TO THIS REZONING APPLICATION.

OUTFALL DESCRIPTION

THE PROPERTY SUBJECT TO DEVELOPMENT PER THIS REZONING APPLICATION IS PRESENTLY DEVELOPED AS A CINEMA WITH ASSOCIATED SITE IMPROVEMENTS ON THE NORTHERN PORTION OF THE PROPERTY, AND CONTAINS AN UNDEVELOPED OPEN AREA ON THE SOUTHERN PORTION OF THE PROPERTY. ADDITIONALLY, THERE ARE TWO EXISTING PONDS LOCATED ON THE SUBJECT PROPERTY, ONE IN THE NORTHERN PORTION OF THE SITE AND ONE IN THE SOUTHERN PORTION OF THE SITE. THE SOIL TYPE FOR A VAST PORTION OF THE SITE (MAINLY THE SOUTHERN PORTION) IS BLANK PER THE FAIRFAX COUNTY SOILS MAP. THE NORTHERN PORTION OF THE SITE HOWEVER CONTAINS 10B1 TYPE SOIL PER THE AFOREMENTIONED SOILS MAP. THE SITE IS BOUNDED TO THE NORTH BY LEE HIGHWAY (ROUTE 29), TO THE SOUTH BY ARLINGTON BLVD. (ROUTE 50), TO THE EAST BY MIXED USE DEVELOPMENT, AND TO THE WEST BY EXISTING INDUSTRIAL DEVELOPMENT.

PRESENTLY, THERE ARE TWO OUTFALLS ASSOCIATED WITH THE SUBJECT PROPERTY. THESE OUTFALLS ARE LOCATED AT EACH OF THE PONDS REFERENCED ABOVE. THE SUBJECT APPLICATION PROPOSES TO CONTINUE USING THESE SAME OUTFALLS (WHICH ARE CLOSED CONDUIT SYSTEMS) AS THE DISCHARGE POINTS FOR THE TWO NEW UNDERGROUND DETENTION VAULTS INCLUDED IN THE REZONING PLAN. PLEASE REFER TO THE SWM MAP FOR FURTHER INFORMATION REGARDING THE LOCATION OF THESE OUTFALLS. THE REMAINDER OF THIS NARRATIVE PROVIDES A DESCRIPTION OF EACH OUTFALL.

OUTFALL #1 IS LOCATED AT THE NORTHERN END OF THE SITE, AND ALSO DISCHARGES INTO AN EXISTING CLOSED CONDUIT SYSTEM. THIS CLOSED CONDUIT SYSTEM PRESENTLY SERVES AS THE OUTFALL FOR THE POND LOCATED IN THIS AREA, AND IT IS A 54" PIPE THAT CONVEYS FLOW IN A WESTERLY DIRECTION. AFTER LEAVING THE SUBJECT PROPERTY, FLOW WILL CONTINUE TO TRAVEL THROUGH A 54" CLOSED CONDUIT SYSTEM IN A WESTERLY DIRECTION UNTIL APPROXIMATELY 50' EAST OF ESKRIDGE ROAD. AT THIS POINT THE CLOSED CONDUIT SYSTEM WILL BEGIN TO CONVEY FLOW IN A SOUTH-WESTERLY DIRECTION UNTIL IT REACHES ESKRIDGE ROAD. AT THIS POINT FLOW WILL BE CONVEYED IN A WESTERLY DIRECTION UNDERNEATH OF ESKRIDGE ROAD BY THE EXISTING CLOSED CONDUIT SYSTEM. FLOW WILL THEN BE CONVEYED IN A WESTERLY DIRECTION UNDERNEATH OF ESKRIDGE ROAD AND THEN BEGIN TO TRAVEL IN A SOUTH WESTERLY DIRECTION. AS IS SHOWN ON SHEET 36A OF THE ABOVE REFERENCED APPROVED FAIRFAX COUNTY PLAN, (#0561-SP-001) FLOW WILL BEGIN TO TRAVEL IN A SOUTHERLY DIRECTION SOUTH-WESTERLY AGAIN, WHILE STILL WITHIN AN EXISTING CLOSED CONDUIT SYSTEM UNTIL APPROXIMATELY 200 FEET EAST OF PROSPERITY AVENUE. AT THIS POINT THE CLOSED CONDUIT SYSTEM WILL ONCE AGAIN TURN SOUTH, AND THEN DAYLIGHT TO AN EXISTING CONCRETE CHANNEL ABOUT 200 FEET DOWNSTREAM. FLOW ENTERING THIS EXISTING CONCRETE CHANNEL WILL THEN TRAVEL IN A SOUTHERLY DIRECTION UNTIL IT CONVERGES WITH THE CONCRETE CHANNEL DESCRIBED FOR OUTFALL #2. FROM THIS POINT, FLOW WILL BE CONVEYED AS DESCRIBED FOR OUTFALL #2 DOWNSTREAM OF THE CONCRETE CHANNEL CONVERGENCE.

PROPOSED OUTFALL #2 WILL BE LOCATED ON THE SOUTHERN END OF THE SITE. THIS OUTFALL WILL BE INTO AN EXISTING CLOSED CONDUIT SYSTEM WHICH PRESENTLY SERVES THE EXISTING POND LOCATED IN THIS AREA. THE EXISTING CLOSED CONDUIT SYSTEM INTO WHICH THIS SITE OUTFALLS IS A 36" PIPE THAT CONVEYS WATER IN A SOUTHERLY DIRECTION. SHORTLY AFTER CROSSING THE SOUTHERN PROPERTY LINE, THE CLOSED CONDUIT SYSTEM OPENS UP TO A 48" PIPE THAT CONVEYS FLOW IN A SOUTH-WESTERLY DIRECTION. AS IS SHOWN ON SHEET 36A OF APPROVED FAIRFAX COUNTY PLAN #0561-SP-001, (INCLUDED IN THE SUBJECT APPLICATION FOR INFORMATION ONLY) FLOW IN THIS EXISTING CLOSED CONDUIT SYSTEM WILL CONTINUE TO FLOW IN A SOUTH-WESTERLY DIRECTION TOWARDS WILLIAMS DRIVE (ROUTE 5162). IT SHOULD BE NOTED THAT ADDITIONAL FLOW WILL ENTER INTO THE EXISTING CLOSED CONDUIT SYSTEM FROM OTHER EXISTING CLOSED CONDUIT SYSTEMS CONVEYING FLOW IN A WESTERLY DIRECTION TOWARD THE NORTHERN END OF JAVIER ROAD (ROUTE 5163). APPROXIMATELY 200 FEET WEST OF JAVIER ROAD, THIS CLOSED CONDUIT SYSTEM WILL DAYLIGHT TO AN EXISTING CONCRETE CHANNEL. THIS CHANNEL WILL CONTINUE CONVEYING WATER IN A WESTERLY DIRECTION TO A POINT APPROXIMATELY 200 FEET EAST OF PROSPERITY AVENUE (ROUTE 699). AT THIS POINT, FLOW WILL BE JOINED BY FLOW FROM ANOTHER EXISTING CONCRETE CHANNEL, AND PROCEED IN A SOUTH-WESTERLY DIRECTION. AS FLOW CONTINUES TO TRAVEL SOUTH-WEST, IT WILL COME TO PROSPERITY AVENUE, WHERE IT WILL BE CONVEYED UNDER THIS TRIBUTARY IS BRP-RAP LINED CULVERT. AFTER EXITING THE AFOREMENTIONED CULVERT, FLOW WILL ENTER INTO AN UN-NAMED TRIBUTARY THROUGH A TRIPLE BOX AT THE POINT THAT THE CULVERT DISCHARGES INTO, AND HAS BEEN EARMARKED BY FAIRFAX COUNTY FOR RESTORATION. FROM THIS TRIBUTARY FLOW WILL CONTINUE TO TRAVEL SOUTH-WEST AND DISCHARGE INTO LONG BRANCH, FROM WHICH FLOW WILL BE CONVEYED VIA LONG BRANCH INTO ACCOINK CREEK.

05/30/2012 PCA REVISION



23/5/8/2012 PCA REVISION
 20) REVISED 6/17/2011
 19) REVISED 6/22/2011
 20) REVISED 5/13/2011
 19) REVISED 4/13/2011
 42) REV 1/19/2011
 17) REV 12/7/2010
 16) 11/4/10/2010

VIRGINIA REGISTERED PROFESSIONAL ENGINEER
 STEVEN J. SMITH
 LICENSE NO. 040781
 STATE OF VIRGINIA
 EXPIRES 12/31/2012

THIS SHEET UNCHANGED AS DESCRIBED ON THE COVER SHEET
 RZ-2005-PR-041
 MERRIFIELD TOWN CENTER
 PROVIDENCE DISTRICT
 FAIRFAX COUNTY, VIRGINIA

VIRGA REVISIONS
 1) REVISED 4/27/08
 2) REVISED 10/27/08
 3) REVISED 10/22/08
 4) REVISED 10/26/08
 5) REVISED 12/5/08
 6) REVISED 01/12/09
 7) REVISED 3/26/09
 8) REVISED 5/27/09
 9) REVISED 7/16/09
 10) REVISED 8/22/09
 11) REVISED 10/27/09
 12) REVISED 5/26/10
 13) REVISED 8/23/10
 14) REVISED 10/12/10
 15) REVISED 10/26/10
 DATE: OCT 2006
 DCD: SEC
 DWN: SEC
 SCALE: HORZ: 1"=50'
 PROJECT/FILE NO: 6575
 SHEET NO: 46 OF 48

**A GLOSSARY OF TERMS FREQUENTLY
USED IN STAFF REPORTS MAY BE
FOUND AT THE BACK OF THIS REPORT**

DESCRIPTION OF THE APPLICATIONS

The applicant (Eskridge E&A LLC) has submitted two applications (**PCA 2005-PR-041-3 and FDPA 2005-PR-041-3**) on Tax Map 49-3 ((37)) C, L, J pt., and N pt. to amend RZ 2005-PR-041, which approved a rezoning of approximately 31.37 acres including previous right-of-way dedication in the Merrifield Town Center area to the PDC and PRM Districts for mixed-use development. The original rezoning application permitted a maximum of 1,893,112 square feet of gross floor area (GFA) of development consisting of residential, theater, office, hotel and retail uses with an overall floor area ration (FAR) of 1.39, including bonus density associated with affordable dwelling units and workforce housing. A maximum of 1,442,712 square feet of GFA was approved in the PDC zone (23.83 acres) and a maximum of 610,000 square feet was approved in the PRM zone (7.08 acres). The current proposal seeks to amend the approved Conceptual/Final Development Plan (CDP/FDP) and proffers, and to modify the multi-family residential development option for Parcels C, E and G (which contain 4.62 acres of the PRM District). These applications are more specifically described below.

PCA 2005-PR-041-3

PCA 2005-PR-041-3 seeks to modify proffers associated with RZ 2005-PR-041, to allow the proposed site modifications and to modify the previously approved proffers associated with residential uses on Parcels C, E, and G (4.62 acres) of the overall Merrifield Town Center property. No change to the overall FAR of 1.39 is proposed.

FDPA 2005-PR-041-3

FDPA 2005-PR-041-3 seeks to amend the previously approved FDP associated with Parcels C, E and G. Parcels C and E were approved with two five-story buildings consisting of retail on the first floor and residential above. Parking was provided beneath the residential and retail uses. Parcel G was approved with one building with two development options: a two to four story tall office option; and a two to seven story residential/hotel option with retail on the first floor of each option. Parking was provided beneath the building in both options. The approved tabulations for Parcels C, E and G are in Table 1:

Table 1: Approved Tabulations

Parcel	Use	Zoning District	Use Density Range (GFA)	Min. Height (Stories/Ft.)	Max. Height (Stories /Ft.)	Overall Parcel Density Range (GFA)
C	Retail Residential	PRM	20-28K 80-136K	4 St./ 45'	5 St./ 75'	100-164k
E	Retail Residential	PRM	20-28K 80-136K	4 St./ 45'	5 St./ 75'	100-164K
G	Retail Office Residential/ Hotel	PRM	7 - 28k 0 - 100k 21 - 105K	2 St. / 30'	7 St. / 90'	28-132K

The applicant proposes to: 1) maintain the approved residential and retail uses for Parcels C and E; 2) retain the two approved development options for Parcel G; and 3) obtain flexibility to transfer approved residential and retail square footage within these three parcels provided the maximum of 610,000 square feet of GFA currently approved for the PRM District in the proffers is not exceeded. In addition, the applicant proposes to increase the height from 75 feet to 90 feet and to provide an above grade parking garage development option for Parcels C and E.

The proposed tabulations would be:

Table 2: Proposed Tabulations

Parcel	Use	Zoning District	Use Density Range (GFA)	Min. Height (Stories/Ft.)	Max. Height (Stories /Ft.)	Overall Parcel Density Range (GFA)
C, E, and G	Retail	PRM	60-92K	4 St./ 45'	6 St./ 90'	318-508k
	Residential/ Hotel		258-448K	4 St./ 45'	6 St./ 90'	
	Office		0-100K	2 St./ 30'	7 St./ 90'	

The maximum FAR for Parcels C, E, and G is proposed to be 2.53 (508,000 square feet of GFA) on 4.62 acres. As shown in Table 2, the proposal would increase the approved maximum intensity on the FDPA subject property from 460,000 to 508,000 square feet. However, this increase merely accounts for floor area not previously assigned to parcels in the PRM District, and does not increase that permitted in the proffers. It also results from the subtraction of Parcel J, (which is the other parcel zoned PRM that was approved for 102,000 square feet of single family attached dwellings and which is not part of this application). No change in the proffered maximum of 610,000 square feet of GFA in the PRM District is proposed. The FAR of the overall development on 31.37 acres would also remain 1.39, including bonus density associated with affordable dwelling units and workforce housing as previously approved.

The applicant is requesting a reaffirmation of all the previously approved pertinent waivers, modifications and directives listed in the Waivers and Modifications section of the Zoning Analysis.

The applicant's draft proffers, development conditions, affidavit and statement of justification for the application are contained in Appendices 1 through 5, respectively. The draft proffers in Appendix 1 carry forward all previously approved commitments associated with PCA 2005-PR-041-02 and show proposed changes black-lined from those commitments. The draft FDPA development conditions in Appendix 3 carry forward all previously approved FDPA conditions related to the current application area and include additional conditions. A copy of the proposed CDPA/FDPA is included in the front of this staff report.

LOCATION AND CHARACTER

Site Description:

The Merrifield Town Center (MTC) site is within the Merrifield Suburban Center and is generally located on the south side of Lee Highway, approximately 500 feet to the west of Gallows Road; north of Luther Jackson Intermediate School; and east of Eskridge Road. This PCA application property applies to the central portion of the town center and contains 4.62 acres zoned to the PRM and HC Zoning Districts. The original rezoning site formerly contained a 14 screen National Amusements Multiplex Theater complex with 1,389 surface parking spaces; a United Rentals storage yard; stormwater detention dry pond; and a large open grass field. The National Amusements Multiplex Theater has been demolished. Parcels A, B, D, H and J are currently under construction.

Surrounding Area Description

Direction	Use	Zoning	Plan
North	Retail & Office	C-6, I-5	Mixed Use
South	Office & Luther Jackson Intermediate School	I-5, R-1	Office and Public Facilities, Government & Institutional
East	Fairfax Plaza & UniWest Mixed Use	I-5 & PRM	Retail and Other
West	Office, United States Postal Service & Industrial	I-5	Mixed Use and Public Facilities, Government & Institutional

BACKGROUND

July 30, 1954: Occupancy certificate issued to the Redstone Drive-In Theater Corporation to open a drive-in movie theater on the site.

November 19, 1984: The Board of Supervisors approved RZ 84-P-043 to rezone 10.05 acres from the I-5 District to the I-4 District. The Board concurrently approved SE 84-P-041 on 18.34 acres to establish a movie theater with up to twelve screens within the newly rezoned I-4 District. The Special Exception application area was larger than the Rezoning application area due to the area to be used as parking for the theater (commercial parking is a by-right use in the I-5 District).

April 30, 1990: The Board of Supervisors approved SEA 84-P-041 to permit the expansion of the movie theater complex from twelve to fourteen screens.

October 15, 2007: The Board of Supervisors approved RZ 2005-PR-041 to rezone 7.23 acres from the I-4 District to the Planned Residential Mixed-Use (PRM) District, and 24.14 acres from I-4 and I-5 Districts to the Planned Development Commercial (PDC) District, to permit a mixed use development consisting of a minimum of 500 residential units; 120,000 sq/ft theater; a minimum of 370,000 sq/ft of retail space; and

optional office and hotel uses, with an overall maximum of 1,639,692 sq/ft equating to an FAR of 1.20 (1.39 including the ADU and Workforce bonus density). *Copies of the approved proffers and CDP/FDP for the original rezoning and subsequent PCA application are available on file with the Zoning Evaluation Division of the Department of Planning and Zoning.*

February 8, 2011: The Board of Supervisors approved PCA 2005-PR-041 to amend a 7.42 acre portion of the Merrifield Town Center property zoned to the PDC District. A fifth option was added to Parcel A to reflect current hotel, retail and office use needs. This option added between 37,000 and 85,000 square feet of retail use; up to 170,000 square feet of office use; and up to 120,000 square feet of hotel use (with an overall maximum of 300,000 square feet) located in three buildings, up to eight stories in height. A 5-8 level parking structure with a maximum height of 95 feet was also approved. Parcel D was also modified to add a movie theater as a use; and to provide an additional landscaping option for North Park (located to the north of the building). The FAR on the 7.42 acre subject property was 1.18. The FAR of the overall development on 31.37 acres remained 1.39 FAR.

July 26, 2011: The Board of Supervisors approved PCA 2005-PR-041-2 to amend a 21.99 acre portion (Parcels C, D, E, F, G, H and I) of the Merrifield Town Center property zoned to the PRM and PDC Districts. The application retained the previously approved development options for Parcels C, D, E and F and replaced the approved theatre use on Parcel I with a modified range of multifamily, single family attached, retail, hotel and office uses on Parcels G, H, I and J. This application included:

- boundary changes to Parcels G, H and I;
- the creation of a new Parcel 3 (which splits Parcel G into two parcels);
- a minimum of 186,000 square feet and a maximum of 725,000 square feet of multifamily dwelling units (660 units maximum based on the proffered 1,100 average square foot per unit) and a minimum of 218,000 square feet and a maximum of 290,000 square feet of single family attached residential dwellings (approximately 114 units as shown on Sheet 3 of the CDPA/FDPA) on Parcels G, H, I, and new Parcel J;
- a slight increase of the maximum ground floor retail to 83,000 square feet on Parcels G and H;
- a hotel option for Parcel G and H with a maximum of 725,000 square feet and an office option for Parcel G with a maximum of 100,000 square feet if the residential options are not implemented;
- modifications to the previously approved 22,000 square foot South Park on Parcel G; and
- other associated site modifications. The maximum FAR for Parcels C, D, E, F, G, H, I and J is 1.91 or 1,831,000 GFA on 21.99 acres.

The FAR of the overall development on 31.37 acres remains 1.39 including bonus density associated with affordable dwelling units and workforce housing. *Copies of the proffers and development conditions are available on file with the Zoning Evaluation Division of the Department of Planning and Zoning.*

June 7, 2012: Proffer interpretation PI 1205 025 for PCA 2005-PR-041-2 determined that the PRM District Maximum GFA, PRM Office Maximum GFA and PRM Hotel Maximum GFA shown on the aggregated parcel allocation chart on Sheet 5 of the CDPA/FDPA were incorrectly aggregated and should be revised to 610,000 GFA, 100,000 GFA, and 80,000 GFA, respectively. *This revision is shown on the proposed CDPA/FDPA. A copy of the determination is provided in Appendix 6.*

COMPREHENSIVE PLAN PROVISIONS (See Appendix 7)

Plan Area: I
Planning Sector: The Merrifield Suburban Center; Land Unit F
Plan Map: Mixed Use
Plan Text:

Excerpts of the relevant Comprehensive Plan text are available in Appendix 7 or in the Fairfax County Comprehensive Plan, 2011 Edition, Area I, The Merrifield Suburban Center, Land Unit Recommendations, Land Unit F, Sub-units F1 and F2, as amended through July 27, 2010, on pages 76 through 81.

ANALYSIS

Conceptual Development Plan Amendment/ Final Development Plan Amendment (CDPA/FDPA) (Copy at front of staff report)

Title of CDPA/FDPA: "Merrifield Town Center"

Prepared By: Vika, Inc. (Sheets 1-9C, 11A, 11B, 11C, 15, 15A, 25-26B, 28A-28B, 29A, 29B, 35, 40-48)
 Edens & Avant (Sheets 14A, 19A-D, 22A, 23A, 24, 24A and 33A)
 RTKL Associates (Sheets 10, 11, 12-14, 16-19, 20-22, 23, 27-28, 29, 30-33, 34 and 36-39)

Dates: Sealed on May 30, 2012

Plan Description

The applicant submitted the previously approved PCA development plan with this application (which carried forward all commitments from the original RZ application) and modified fourteen sheets, including the addition of five new sheets. The previously approved PCA application consisted of sixty-seven sheets. The current combined **CDPA/FDPA** ("the plan") consists of seventy-two sheets; the chart below identifies the sheets with proposed changes from the previously approved rezoning application. Additional information regarding the proposed changes is provided in the description of the proposed development plan which follows the chart.

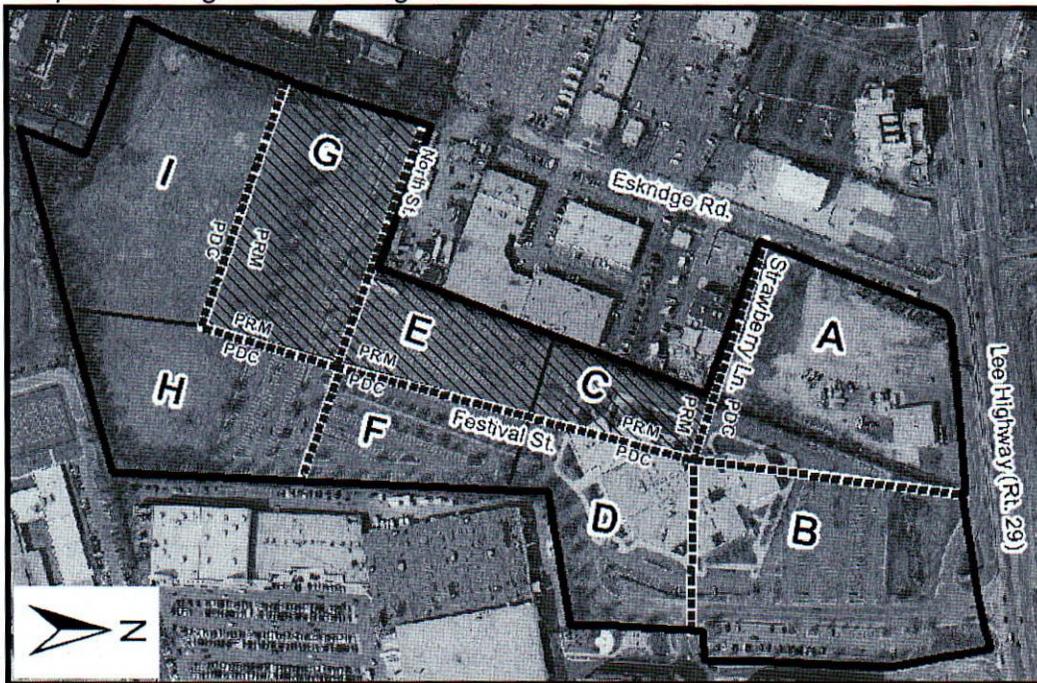
Sheet	Description from previously approved PCA Application	Proposed Change
Sheets 1-4	Consists of the cover sheet, which includes a sheet index and vicinity and soil maps; tabulations and notes; Zoning Ordinance requirements, Waivers and Modifications; existing site layout.	Site tabulations and land area for Parcels C, E and G were added to Sheet 2. No changes to Sheet 3 are proposed. Sheet 3A was added to highlight the revised parking tabulations based on the proposed maximum retail and multifamily dwellings (MF) in Parcels C, E and G. No changes to Sheet 4 are proposed.
Sheets 5-7	Illustrate the proposed base site development for the overall site (Parcels A through I), proposed PRM and PDC Zoning Districts, and the site's program table.	Sheet 5 was revised to include a graphic depiction of the PCA/CDPA/FDPA application land area. In addition, the aggregated parcel allocation chart was revised to reflect the proffer determination discussed in the background section of this report. Sheet 6 was revised to show the PCA/CDPA/FDPA application land area as it relates to the previously approved Development Option 1 for Parcels C, E and G. No change is proposed to this option.
Sheets 8-9C	Illustrate the proposed alternatives on Parcels A, B, C and E with corresponding site tabulations and site program tables.	No changes to Sheets 8-9B. Sheet 9C was added to show the proposed Development Option 2 for Parcels C and E, which would 1) transfer approved residential and retail square footage within Parcels C, E and G without exceeding the maximum FAR permitted in the proffers, 2) provide an above grade garage option for Parcels C and E, and 3) increase the height for Parcels C and E from 75 feet to 90 feet.
Sheets 10-15A	Show the overall conceptual landscape plans for all possible options, courtyard details, landscape specifications, illustrative examples of possible features, open space and park area calculations, and pedestrian circulation plan.	No changes to Sheets 10 – 11B other than to highlight the application area. Sheet 11C was added to show the proposed landscaping plan for Development Option 2 of Parcel C and E. No changes to Sheets 12-15A are proposed.
Sheets 16-27	Show the proposed elevations for the overall site.	No changes are proposed to Sheets 16 through 22. Sheet 22A was added to show elevations for the proposed Development Option 2 of Parcel C and E, which includes an above-grade garage. No changes to Sheets 23-27 are proposed.
Sheet 28-28B	Provides aerial perspectives of the site.	No changes are proposed to Sheets 28-28A. Sheet 28B was added to provide an illustrative perspective of the Parcel C and E multi-family building. The west elevation shows the proposed above-grade garage.
Sheets 29-33A	Show the street sections for all roads within the site and Eskridge Road, and the locator maps for each section.	No changes are proposed to Sheets 29-32. Sheet 33 was modified to show a street section from the off-site existing building to the east of Building E. No change is proposed to Sheet 33A.
Sheets 34-35	Show the parking structure layouts for the east and west decks located in Parcels H and I, respectively.	No changes

Sheet	Description from previously approved PCA Application	Proposed Change
Sheets 36-37	Show the proposed landscape elements and a list of sample tree selections; retaining wall sections, tree well details, and screening fence examples.	No changes
Sheets 38	Illustrates the details of the proposed green roof.	No changes
Sheet 39	Shows the future Lee Highway improvements.	No changes
Sheet 40	Illustrates the TDM proposed improvements including bike cage locations and routes, shuttle stops and routes, and car/van pool parking locations.	No changes
Sheet 41	Demonstrates possible future road connections through adjacent properties to show how a street grid pattern could result with future developments by others.	No changes
Sheet 42	Original RZ showed a possible Phase I, which included the theater being constructed on Parcel I along with the east and west parking structure to serve the movie theatre. The previously approved PCA-2 deleted this sheet.	Deleted
Sheets 43-47	Show the stormwater management map and computations; routing results; detention vault details and narratives; and the stormwater management outfall details.	No changes.
Sheet 48	Shows the existing vegetation map.	No changes

Description of the Plan

Previously Approved RZ/FDP and PCA Development Plan: The original rezoning application permitted a maximum of 1,893,112 gross square feet of development on 31.37 acres, consisting of residential; theater; office; hotel and retail uses with an overall FAR of 1.39, including bonus density associated with affordable dwelling units (ADU) and workforce housing. This application included nine separate parcels (A through I), with several design options to give the developer flexibility with future tenant location. In addition, a parcel allocation chart was both proffered and included on the approved CDP/FDP, which identified the GFA ranges for each building/use on each of these parcels. If the maximums in each range were totaled, the overall parcel density range would exceed the proffered maximum density for the overall development. However, the approved proffers specified that the GFA for the entire 31.37 acre development would never exceed 1,893,112 sq/ft, including ADU and Workforce housing bonuses. (A running tabulation will be provided with each site plan submission to confirm that the maximum GFA has not been exceeded.)

Graphic 1: Original Rezoning Site

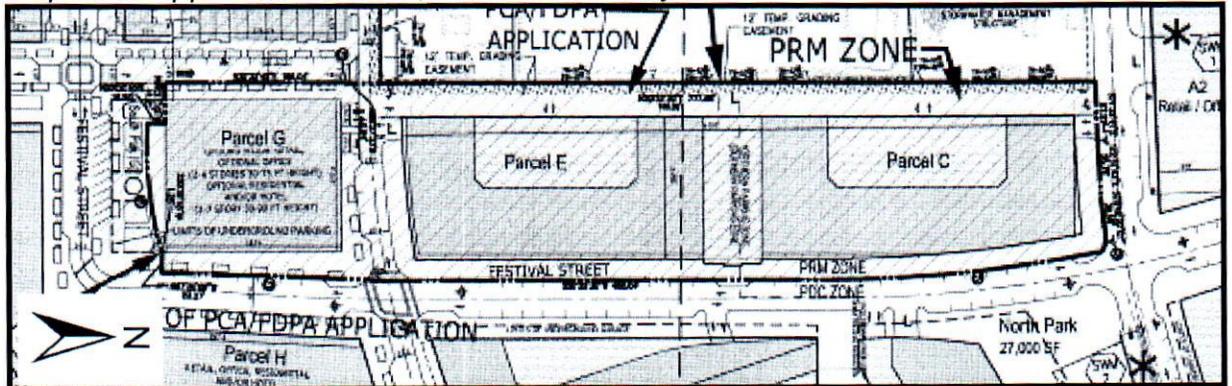


The original rezoning site is generally a barbell in shape, bisected from the northern property line along Lee Highway towards the south by the proposed Festival Street. The site was further sectioned off into a grid of several smaller parcels, with Strawberry Lane connecting Gallows Road to Eskridge Road in an east-to-west fashion; North Street connecting Eskridge Road on the west to the eastern property line; Festival Street Extended connecting Eskridge Road to the terminus of Festival Street in front of the proposed theater; and a service alley located behind the proposed theater, creating a connection from Eskridge Road to the southeast corner of the property. This grid creates nine parcels, which the applicant designated as Parcels A through I. The parcels were labeled from the north to south and west to east (Parcel A is located in the northwest corner of the site and Parcel I is located to the southeast). A tenth parcel (Parcel J) was created in PCA/FDPA 2005-PR-041-02, which split Parcel G into two separate parcels. All internal streets are private with public access easements; parallel parking is also to be located on most streets in the development.

Two zoning districts were approved on portions of the site defined by the proposed street grid. The smaller 7.08 acre PRM District was defined by Strawberry Lane to the north; Festival Street to the east; Festival Street Extended to the south; and the western property line and Eskridge Road to the west. The PRM District consists of ground floor retail; public park space; residential; and required parking in both above and below grade structures. A 23.83 acre PDC District was defined by Lee Highway to the north; the Uniwest (Vantage) property to the northeast; the Fairfax Plaza Shopping Center to the southeast; Luther Jackson Middle School on the south; and Eskridge Road and the PRM District on the west. The PDC District consists of the new theater; public park space; ground floor retail; residential; possible office and/or hotel; and required parking in both above and below grade structures.

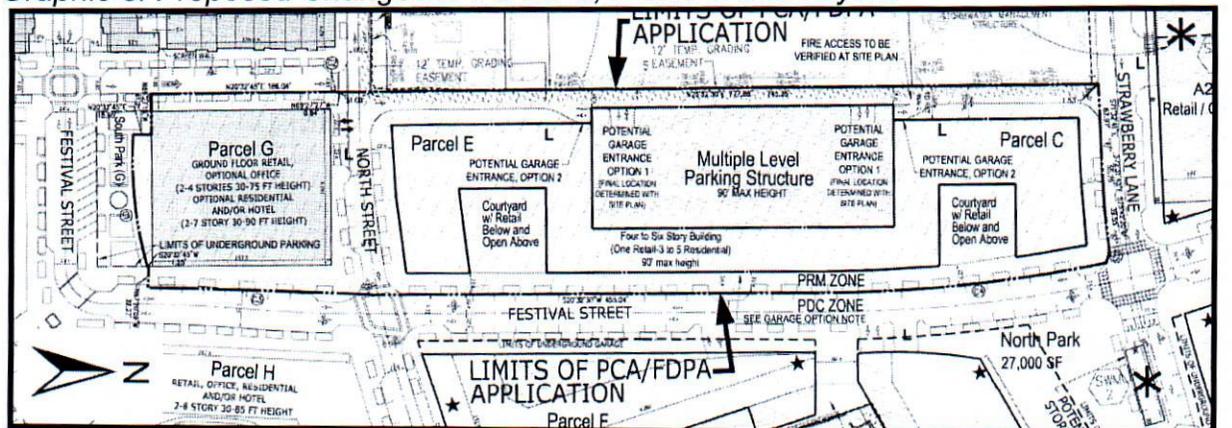
Proposed Site Layout Changes: The current applications seek to further refine Parcels C, E and G in order to provide flexibility to transfer approved residential and retail square footage within these three parcels, provided that the maximum square footages permitted in the proffers are not exceeded. In addition, the applicant proposes to increase the height from 75 feet to 90 feet and provide an above grade garage option for Parcels C and E.

Graphic 2: Approved Parcel C, E and G Site Layout



Parcels C, E and G were approved with an overall combined GFA of 228,000-460,000 sq/ft., with a maximum height of seventy-five feet for the Parcels C and E buildings and ninety feet for the Parcel G building. Parcels C and E were approved with two five-story buildings consisting of retail on the first floor and residential on the four floors above. Parking was provided beneath the residential and retail uses. Pedestrian courtyards were proposed on the second floor of each building facing the west. Parcel G was approved for two separate development options, which included a two to four story tall office option and a two to seven story residential/ hotel option with retail on the first floor of each development option. Parking was provided beneath the buildings in both options.

Graphic 3: Proposed Changes to Parcel C, E and G Site Layout



As shown in Graphic 3, no change to the development options for Parcel G is proposed. The applicant proposes to retain the previously approved development option for Parcels C, E and G, but is seeking approval of a second development option for Parcels C and E that would include residential and retail uses with an above grade parking

garage to the rear of the building facing west. This garage would be wrapped on the north, east and south sides with one continuous four to six story building with retail on the entire first floor and residential on the floors above. The two exterior pedestrian courtyards would continue to be provided on the second floor, but their orientation is proposed to face Festival Street instead of facing the west.

In addition, the applicant proposes to increase the building height from 75 to 90 feet tall in both development options for Parcel C and E. The overall combined GFA for Parcels C, E and G is also proposed to increase to 318,000-508,000 sq/ft. However, this increase merely accounts for floor area that was permitted in the proffers, but not previously assigned to specific parcels in the PRM District, and subtracts floor area assigned to Parcel J (which is the other parcel zoned PRM and approved for 102,000 square feet of single family attached dwelling that is not part of this application). No change in the proffered maximum FAR of 610,000 GFA in the PRM District is proposed. Parcel G is included in the application merely to provide flexibility to transfer approved residential and retail square footage within Parcels C, E and G to meet retail market demand, as permitted in the proffers.

Residential/Non-residential Use Parking and Loading: In the original rezoning application, each parcel including residential uses, was required to provide parking and loading to accommodate the residents and retail/secondary uses on that parcel. The retail uses would be parked according to the Zoning Ordinance Shopping Center parking rate. Two parking zones were provided on the entire site: the Northern Parking Zone included Parcels A, B, C, D and a portion of E; and the Southern Parking Zone included Parcels F, G, H and I (See diagram on Sheet 3 of the CDPA/FDPA). These parking zones were established solely to demonstrate that the parking requirements for the site could be met in each phase of the construction. ***Since Parcels C and E are now being treated as one contiguous parcel, the applicant has proposed to shift Parcels C and E into the southern parking zone.*** These parking zones in no way prohibit the patrons who visit the site from parking anywhere on site. The only restriction proposed in the parking zones was that garages that offer both retail and residential parking would have the residential portion of the garage segregated from the retail portion. The applicant also reserved the right to pursue a shared parking reduction or approval of a shared parking agreement pursuant to Article 11 of the Zoning Ordinance. Any modification of the required parking as approved by such parking reduction or agreement may be accommodated without requiring a PCA, CDPA or FDPA, provided that the location of the parking remains in substantial conformance with that depicted on the CDP/FDP.

Streetscape Areas: In the original rezoning application, it was determined that the applicant designed the site to reflect the Comprehensive Plan's streetscape requirements. The design of the sidewalks and streetscape within the Town Center was key to creating a walkable environment. Sidewalk width and detailing are a function of location; areas with high pedestrian traffic, such as Festival Street, will have wider sidewalks and make use of a wider palette of materials. Areas of lower traffic, such as North Street, will have narrower sidewalks and make use of a more restrained palette of materials. *No changes are proposed to these concepts.*

Street trees will continue to be generally spaced 30' on center on each side of the street. (This may vary to accommodate curb cuts, fire lanes, utilities, drop-offs etc.) Trees will be installed at 3 – 3 1/2" diameter breast-height (dbh). To promote health and longevity, all trees planting areas will continue be designed at a minimum of 8'-0" wide.

Several types of outdoor seating will continue to be available to residents and the public. Benches will be found at regular intervals along the main streets, and also in the two parks. A wide variety of restaurants, cafes, and bars will offer outdoor seating and park space while retaining sufficient space for pedestrians to pass by. Finally, low site walls, fountains, planters, and even public art will offer additional places to sit. *No changes are proposed to these amenities.*

Four specific streetscape sections (Boulevard, Main Street, Residential and Service Alley street sections) were approved that incorporate the design elements described above and shown on Sheets 29 through 33 of the approved CDP/FDP. *No changes are proposed.*

Residential Development Criteria

Fairfax County expects new residential development to enhance the community by fitting into the fabric of the neighborhood, respecting the environment, addressing transportation impacts, addressing impacts on public facilities, being responsive to our historic heritage, contributing to the provision of affordable housing, and being responsive to the unique site specific considerations of the property.

Since the proposed changes described in the analysis seek to merely modify the building type and footprint and do not change the approved use or intensity on the site, staff has not reevaluated the residential development criteria for this application. Staff believes that the proposed changes will continue to be in general conformance with residential development criteria that were reviewed and approved in the previous application. The previously approved proffers associated with the residential development have been carried forward with this application and will continue to govern the site. The residential development criteria analysis is provided in the original Staff Report for RZ 2005-PR-041 published on August 29, 2007. Copies of the staff report are available in the Department of Planning and Zoning - Zoning Evaluation Division (DPZ-ZED) and on the DPZ-ZED website.

Land Use Analysis (Appendix 7)

Staff reviewed the application and determined that the proposal is in harmony with the land use recommendations of the Comprehensive Plan. The mixed use option in the Comprehensive Plan recommends a maximum building height of 95 feet when development is not integrated with structured parking. In order to encourage structured parking to be located under buildings, a height bonus of up to 20 feet (or a maximum height of 115 feet) is appropriate when at least two levels of structured parking are provided under the building, either at or below grade. The building height bonus should be contingent on increasing the amount of open space amenities. The applicant is seeking an amendment to proffered conditions and the final development plan to allow

for flexibility in the allocation of the approved square footage for residential and retail. The applicant is proposing to increase the building heights on Parcels C and E to from 75 feet to 90 feet, to accommodate an above-grade parking structure. With the last submission, the development plans show up to an eight-level, above ground parking garage with full exposure to the west. The applicant has indicated that the west side of Parcels C and E will be fronting a service alley. However, since this structure will be easily seen from Lee Highway and the surrounding community, staff is requesting that the applicant provide a better architectural treatment to this facade. Staff is continuing to work with the applicant to provide a better quality façade to the exposed parking structure wall shown on Sheet 28B of the CDPA/FDPA, facing to the west towards Eskridge Road.

Environmental Analysis (Appendix 7)

Green Building

Consistent with the Policy Plan green building guidance, staff encourages the applicant to design and construct the buildings to Energy Star for New Homes Version 2.5 criteria and obtain certification through the National Association of Home Builders. Absent this, staff strongly encourages the applicant to identify green building measures that will be incorporated in the project. Staff continues to work with the applicant to address this concern.

Transportation Analysis (Appendix 8)

The Fairfax County Department of Transportation (FCDOT) reviewed the application and indicated that the department would have no objection to the approval of the proposal, provided that all previous proffer commitments are carried forward. The applicant has carried forward all previously approved transportation commitments.

Fairfax County Park Authority (Appendix 9)

The Fairfax County Park Authority reviewed the application and indicated that the proposal reduces the availability of outdoor private open space. The square footage of the two pedestrian courtyards on the second floor of the Parcels C and E building was reduced by approximately 40%. Staff recommended the following:

- 1) Provide a level of private open space and amenities to the residents and work force of Parcels C and E comparable to that reflected in the approved CDPA/FDPA or
- 2) Provide a fair share contribution of \$82,870 to offset the anticipated increased costs to surrounding public park and recreation facilities resulting from the reduction in amenity area.

The current approved proffers reflect recreational contributions that were consistent with the Zoning Ordinance and fair share contribution practices at the time the original rezoning application was approved. In the current applications, the applicant is seeking

modifications to that rezoning application without changing the use or intensity, but has acknowledged the Park Authority comment regarding the previously approved amenities. In addition, the applicant has proffered to increase the expenditures on the recreational facilities for the Building C and E to \$1,305 per unit, which would be \$350 per unit above the originally proffered \$955 per unit for on-site recreational facilities. These facilities will include a fitness lounge, cyber café, clubroom/party room, TV/theater areas, gaming center and conference room within the interior of the Buildings and a pool, private seating area(s), Zen garden with water feature, gas fire pit, and gas grills for outdoor entertaining within the exterior courtyards. The Applicant further committed that any money not spent would go to the Fairfax County Park Authority as originally proffered.

Stormwater Analysis

The applicant indicates that stormwater management for the site will be provided in underground StormFilter BMP facilities. These facilities require a Public Facilities Manual (PFM) waiver by the Board of Supervisors in residential areas. The Department of Public Works and Environmental Services (DPWES) reviewed the application and indicated that all previously approved commitments should be carried forward. No significant issues were identified. The applicant has carried forward all previous commitments and requested a reaffirmation of the PFM waiver approved in the original rezoning application and subject to conditions dated November 30, 2006 (attached in Appendix 3).

Office of Community Revitalization (Appendix 10)

The Office of Community Revitalization reviewed the application and indicated that the proposed architectural treatments for the above-grade parking garage option for Parcels C and E are minimal and should be expanded to better mimic the façade treatments and materials shown on other elevations of the development. Staff is currently discussing with the applicant how to provide a better quality façade to the exposed parking structure wall facing to the west towards Eskridge Road.

Public Facilities Analysis (Appendix 11)

Public facilities were reviewed with the previous rezoning application and were determined to be adequate. No substantive changes to public facilities are proposed with this PCA/FDPA application. Fairfax County Public Schools (FCPS) recommended that the applicant reaffirm the previously approved proffer commitments and encouraged the applicant to provide the suggested proffer amount or the prevailing contribution based on the formula at the time the proffer is triggered, whichever is greater. Further, FCPS requests notification when site plan approval and building permits are issued for the residential portion of this development in order to anticipate when new students from this development may be anticipated. The applicant has carried forward the previously approved proffers and staff continues to work with the applicant to refine the school proffer.

ZONING ORDINANCE PROVISIONS (Appendix 12)*PRM District*

The PRM District is established to provide (1) for high density, multiple family residential developments (with a minimum density of 40 dwelling units per acre and a maximum FAR of 3.0); and (2) for mixed-use developments consisting primarily of multiple family residential development (with a minimum density of twenty (20) dwelling units per acre) with secondary office and/or other commercial uses. PRM Districts should be located in those limited areas where such high density residential or residential mixed use development is in accordance with the adopted Comprehensive Plan, such as within areas delineated as Transit Station Areas, and Urban and Suburban Centers. The PRM District regulations are designed to promote high standards in design and layout, to encourage compatibility among uses within the development and integration with adjacent developments, and to otherwise implement the stated purpose and intent of the Ordinance.

Sect. 6-406 of the Zoning Ordinance sets forth the use limitations for the PRM District. Below is a list of the use limitations for all developments in the PRM District and a discussion of how the proposed development addresses them:

- *Meet the standards of 16-101 (General Standards) and 16-102 (Design Standards).* This issue is discussed below under the headings, "Section 16-101, General Standards" and "Section 16-102, Design Standards."
- *Provide a CDP and FDP in accordance with specific urban design requirements and streetscape plans.* During the review of the original rezoning application, urban design criteria "Merrifield Design Guidelines" were created that outlined additional urban design requirements and streetscape plans for the Merrifield Revitalization Area and were referenced in the approved proffers. As discussed earlier in this report, the revised proffers and the CDPA/FDPA incorporate many of the details pertaining to those criteria.
- *Multifamily dwellings shall be the principal residential type. Single family attached dwellings may be allowed at the periphery of the development to provide a transition from the high density development to adjacent lower density development.* Multifamily dwellings are the principal residential type in the PRM District and subject property.
- *Be designed to be harmonious with neighboring properties.* As noted earlier in this report, staff believes that the proposed development has been designed to be harmonious with the neighboring properties. In order to minimize impact on these neighboring properties, the Comprehensive Plan language for the site specifically recommends a high-density, mixed-use development as an option for this property. The site layout has been designed to provide mixed-use development and encourages use of existing and proposed transit. Buildings are located close to the street to create quality public spaces, all of which help to enhance the pedestrian experience. The development proposes a mix of uses (residential and

retail/secondary uses). As noted previously in this report, at a minimum, a total twenty-seven percent open space will be provided within the subject property and thirty-two percent in the overall PRM District for the Merrifield Town Center development. This open space is located throughout the site and within a public park located at the south ends of Parcel G, providing all of the future residents of this development with immediate access to outdoor areas. Staff finds that the proposed design promotes high standards in design and layout, integrates well with the adjacent multifamily development (Uniwest-Vantage) to the east, and preserves the opportunity to integrate future re-development of neighboring properties. Sheet 41 of the CDPA/FDPA shows how the proposed street network could be extended to the Gallows Road to the east to allow redevelopment of the neighboring properties with an inter-parcel street grid that was envisioned in the Comprehensive Plan.

As highlighted in the Land Use and OCR Analysis sections, staff is continuing to work with the applicant to better screen the west façade of the above grade garage in Parcels C and E Development Option 2. Sheet 28B of the CDPA/FDPA shows six vertical treatments. Staff is working with the applicant to provide additional treatments similar to treatments provided for other garages in the overall development. In addition, staff is working with the applicant to help break up the linear mass of the retail fronting festival street. A development condition has been written to ensure that the retail façade of Building C and E shall be designed to allow flexibility in retail façade setbacks by setting the structural columns back from the building façade. The applicant has agreed to this condition.

- *Use the standards of Article 9 to evaluate uses categorized as Special Exception uses.* Any of the uses not established in Section II of the proffers and allowed in the District by-right may be permitted with approval of a final development plan amendment, special exception or special permit, as applicable.
- *Have 50% of the total gross floor area devoted to multifamily residential use.* With a minimum of 51% and a maximum of 82% multi-family residences in the PRM District, the proposed development meets this use limitation.
- *Prohibit drive-through facilities.* Drive-through facilities would be prohibited under the proposed proffers.
- *Provide parking in accordance with Article 11, including possible parking reductions based on hourly parking accumulation characteristics of the various uses and/or proximity to a mass transit station, with the intention that a substantial portion of the required parking be provided in parking structures.* While there would be limited on-street parking, the required off-street parking would be provided either underground or within parking structures enclosed within the core of the buildings. Furthermore, the applicant may seek a parking reduction or shared parking agreement for any of the multifamily or non-residential uses.
- *Provide signage in accordance with Article 12.* The applicant has proffered to provide signage in accordance with Article 12 and has submitted a Comprehensive Sign Plan application to create a unified system of signage for the property.

- *Comply with the performance standards of Article 14, relating to lighting and noise.* The proposed development will be required to demonstrate compliance with these standards at the time of site plan approval. The applicant has proffered to meet these lighting standards as part of Proffer XI.2.

Lot Size Requirements (6-407)

Section 6-407 requires that all developments in the PRM District have a minimum district size of two acres. The subject site is 4.62 acres in size and meets this requirement.

Maximum Density (6-408)

Par. 2 of Sect. 6-408 states that the maximum floor area ratio for the PRM District is 3.0. The FAR for PRM area in the subject property is 2.53 on 4.62 acres.

Open Space (Sect. 6-209 and Sect. 6-409)

The current open space regulations require that:

- Twenty percent (20%) of the gross area in the PRM District be landscaped open space; and
- Recreational amenities be provided in accordance with the Planned District regulations including pools and indoor exercise facilities (minimum expenditure of \$1,700 per unit, which changed from \$955 at the time of the original rezoning approval).

According to the CDPA/FDPA, 27.5% open space will be provided in the subject property and 32% landscaped open space would continue to be provided within the overall PRM District. As discussed earlier in this report, this open space would continue to consist of parks, plazas and open space areas, as well as courtyard recreational areas.

As discussed previously, the applicant has agreed to continue the previously approved commitment to expend a minimum of \$955 per market rate multifamily residential unit on site. In addition, the applicant has increased this expenditure for Buildings C and E to \$1,305 per unit for on-site recreational facilities. These facilities will include a fitness lounge, cyber café, clubroom/party room, TV/theater areas, gaming center and conference room within the interior of the Buildings and a pool, private seating area(s), Zen garden with water feature, gas fire pit, and gas grills for outdoor entertaining within the exterior courtyards. Staff feels that this commitment continues to satisfy the open space regulations because there is no increase in intensity of development.

General Standards (Sect. 16-101)

Par. 1 requires conformance with the Comprehensive Plan recommendations. As discussed earlier in the Comprehensive Plan analysis section of this report, staff

believes that the proposed application has satisfied these recommendations and is therefore, in conformance with the Comprehensive Plan.

Par. 2 requires that the proposed design achieve the stated purposes of the P-Districts more than would development under a conventional zoning district. The purpose and intent of the P-Districts is to promote high standards in design and layout and to encourage compatibility among uses within the development and integration with adjacent developments. Staff believes that the proposed development continues to provide for high design and layout standards, as discussed previously in this report.

Par. 3 requires protection and preservation of scenic assets. Since the site is primarily developed and currently vacant, this requirement is not applicable with this development.

Par. 4 requires a design which prevents injury to the use of existing development and does not deter development of undeveloped properties. As noted earlier in this report, the proposed development does not prohibit the redevelopment of any of the adjacent properties in conformance with the Comprehensive Plan recommendations. Staff is continuing to work with the applicant to better screen the west façade of the above grade garage in Parcels C and E Development Option 2. Sheet 28B of the CDPA/FDPA shows six vertical treatments. Staff is working with the applicant to provide additional treatments similar to treatments provided for other garages in the overall development. In addition, staff is working with the applicant to help break up the linear mass of the retail fronting festival street. A development condition has been written to ensure that the retail façade of Building C and E shall be designed to allow flexibility in retail façade setbacks by setting the structural columns back from the building façade. The applicant has agreed to this condition.

Par. 5 requires that adequate transportation and other public facilities are or will be available to serve the proposed use. During the review of the original rezoning application, the applicant committed to extensive road improvements, including the realignment and extension of Eskridge Road (from the intersection of Lee Highway and Merrilee Drive south to Williams Drive); creation of an internal street grid system; and Lee Highway frontage improvements. The applicant has carried forward those commitments with the current application. Staff finds that the traffic impact of the proposed development will continue to be mitigated and that adequate road facilities will be available to serve the proposed use. In addition, the applicant has carried forward proffers commitments to significant vehicular trip reductions through a TDM program, which should further reduce the development's impact on surrounding roads. This TDM program includes several trip reduction methods which include, but are not limited to, a shuttle service between the development and the Dunn Loring Metro Station to the north.

Par. 6 requires that coordinated linkages among internal facilities and services, as well as connections to major external facilities and services, be provided. The proposed development continues to be designed to encourage walking to both currently proposed uses on this site and future retail and other non-residential uses in the surrounding area. The CDPA/FDPA includes a graphic depicting the pedestrian and vehicular connections

to the surrounding properties. In this way, not only can the future residents of the development avail themselves of the services offered within the Merrifield Town Center development, but so can the surrounding neighborhoods.

Design Standards (Sect. 16-102)

Par. 1 states that at the peripheral lot lines, the bulk regulations and landscaping and screening for the proposed development should generally conform to the provisions of the most comparable conventional district. However, in this particular instance, the Comprehensive Plan text for this specific site has made specific recommendations about the buffers and building height and type along the periphery of the site. As discussed earlier in this report, the applicant has satisfied these requirements.

Par. 2 states that the open space, parking, loading, sign and all other similar regulations shall have application in all planned developments. This application satisfies all of these applicable Zoning Ordinance provisions, with the exception of the loading requirement. The applicant has requested a reaffirmation of a modification of the loading space requirement, which is discussed in the Waivers and Modifications section of this report below.

Par. 3 states that streets and driveways shall be designed to generally conform to the provisions of the Ordinance, which they do.

Par. 4 states that emphasis should be placed on the provision of recreational amenities and pedestrian access. The development plan continues to include proposed sidewalks along the internal and external streets, and connecting to the external street network and adjacent uses in the areas. The plan also includes several passive recreational areas and courtyards, and on-site active recreational amenities. The proffers indicate that recreational funds required by the P-standards which are not used on-site will be contributed to the Park Authority. The applicant has also proffered to providing a community space to be used by the County at no cost.

Waivers and Modifications

The previously approved CDPA/FDPA is being carried forward with this application. These plans were approved with a number of waivers and modifications that staff considers appropriate to be carried forward and reaffirmed. Analysis of these waivers is available in the original Staff Report for RZ 2005-PR-041 published on August 29, 2007. Copies are on file with the Department of Planning and Zoning – Zoning Evaluation Division.

CONCLUSIONS AND RECOMMENDATIONS

Staff Conclusions

The PCA/FDPA applications seek to amend the previously approved proffers and CDP/FDP associated with RZ/FDP 2005-PR-041, which approved a rezoning on

approximately 31.37 acres in the Merrifield Town Center area to the PDC and PRM Districts for mixed-use development with an overall floor area ratio (FAR) of 1.39. A maximum of 610,000 square feet of GFA was approved in the PRM District (7.08 acres). These applications are filed on Parcels C, E and G (which is a 4.62 acre portion of the PRM District) and propose to 1) maintain the approved residential and retail uses for Parcels C and E; 2) retain the two approved development options for Parcel G; and 3) obtain flexibility to transfer approved residential and retail square footage within these three parcels provided the maximum GFA for the PRM District is not exceeded. In addition, the applicant proposes to increase the height from 75 feet to 90 feet and to provide an above grade parking garage development option for Parcels C and E. The FAR is proposed to be 2.53. No changes to the gross floor area for the PRM District are proposed. Staff finds that the proposal does not adversely impact the previously approved development plan and is in conformance with the Comprehensive Plan, and with all applicable Zoning Ordinance provisions as proffered and conditioned.

Staff Recommendations

Staff recommends approval of PCA 2005-PR-041-3 subject to the execution of proffers consistent with those found in Appendix 1 of this report.

Staff recommends approval of CDPA 2005-PR-041-3 subject to the development conditions in Appendix 2 of this report.

Staff recommends approval of FDPA 2005-PR-041-3 subject to the development conditions in Appendix 3 of this report.

Staff recommends reaffirmation of the previously approved waivers, modifications and directives related to the PCA/ FDPA area:

- Modification of the private street limitations of Section 11-302 of the Fairfax County Zoning Ordinance.
- Modification of the loading space requirements for Multi-Family dwelling units and office space in favor of that depicted on the CDPA/FDPA.
- Modification of the transitional screening and a waiver of the barrier requirements between uses within the site zoned PDC and PRM in favor of the treatments depicted on the CDPA/FDPA.
- Waiver of the four (4) foot peripheral parking lot landscaping requirement north of Parcel G, West of Parcel C and E, and along the southerly and easterly property lines.
- Waiver to locate underground stormwater management facilities for all residential development, subject to Waiver #0561-WPFM-002-3.

- Directive to the Director of DPWES to approve a modification of the parking geometric standards to allow for 75 degree angled parking spaces within parking structures.
- Modification of Par. 3 of Sec. 18-201 of the Fairfax County Zoning Ordinance which would require the provisions of further inter-parcel access in addition to that indicated on the CDPA/FDPA.
- Directive to the Director of DPWES to approve a modification of the PFM and Par. 12 of Sec 11-102 of the Fairfax County Zoning Ordinance to allow for the projection, by no more than 4% of the stall area, of structural columns into parking stalls in parking structures.
- Directive to the Director of DPWES to waive the PFM on-site stormwater detention requirements, in favor of providing stormwater management off-site in the Merrifield Town Center vault.

It should be noted that it is not the intent of staff to recommend that the Board, in adopting any conditions proffered by the owner, relieve the applicant/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards.

It should be further noted that the content of this report reflects the analysis and recommendation of staff; it does not reflect the position of the Board of Supervisors.

APPENDICES

1. Draft Proffers for PCA 2005-PR-041-3 (*with black-lines from the previously approved PCA application*)
2. Proposed for CDPA 2005-PR-041-3 Development Conditions
3. Proposed for FDPA 2005-PR-041-3 Development Conditions
4. Affidavit for PCA/FDPA 2005-PR-041-3
5. Statement of Justification for PCA/FDPA 2005-PR-041-3
6. Proffer interpretation PI 1205 025 for PCA 2005-PR-041-2
7. Comprehensive Plan/Land Use Analysis and Environmental Assessment
8. Transportation Analysis
9. Fairfax County Park Authority
10. Office of Community Revitalization Analysis
11. Public Facilities: Fairfax County Water Authority, Fire and Rescue, Fairfax County Public Schools, Sanitary Sewer Analysis
12. Zoning Ordinance Provisions
13. Glossary

PCA 2005-PR-041-32

***Eskridge (E&A) LLC
Merrifield Town Center***

PROFFER STATEMENT

June 7 ~~May 7, 2012~~ July 7 ~~18, 2011~~

**PCA 2005-PR-041-32
Eskridge (E&A) LLC
PROFFER STATEMENT**

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**PCA 2005-PR-041-2
Eskridge (E&A) LLC
PROFFER STATEMENT**

October 15, 2007

February 1, 2011

April 15, 2011

May 13, 2011

June 2, 2011

June 10, 2011

June 16, 2011

July 7, 2011

July 18, 2011

JuneMay 7, 2012

Pursuant to Section 15.2-2303(A) of the Code of Virginia, as amended, and subject to the Fairfax County Board of Supervisors' (the "Board") approval of this application PCA 2005-PR-041-32, Eskridge (E&A) LLC (the "Applicant") as owner, for itself and for its successors and assigns, hereby proffers that development of this partial PCA on approximately ~~4.6221-9~~ acres inclusive of Tax Map parcels 49-3 ((37)) Parcels C, L and part of J and ND, F, G and J (the "Property") shall be in accordance with the following proffered conditions (the "Proffers"), which, if approved, shall supersede any and all existing proffered conditions as to the area of this Amendment. In the event this partial PCA application is denied, these proffers shall immediately be null and void and the previous proffers shall remain in full force and effect.

I. GENERAL

1. **Substantial Conformance.** Subject to the Proffers and the provisions of Sections 6-200 and 6-400 and Article 16 of the Zoning Ordinance, the Property shall be developed in substantial conformance with the Conceptual Development Plan Amendment/Final Development Plan Amendment ("CDPA/FDPA") dated May 307, 2012 ~~January 10, 2011~~, as revised through ~~June 17, 2011~~, consisting of Sheets 1 through 48, and prepared by VIKA, LLC., Lessard Group and SK&I Architectural Design Group, as further modified by these proffered conditions.
2. **Minor Modifications.** Pursuant to Paragraph 4 of Section 16-403 of the Zoning Ordinance, minor modifications from the approved CDPA/FDPA described above encompassing the application Property may be permitted due to final architectural and engineering design, as determined by the Zoning Administrator. Building footprints may

be decreased, and the number of units and square footage within each building may be adjusted, as long as the minimum open space tabulations provided in the CDPA/FDPA are not reduced; the minimum building setbacks from the property lines as shown on the CDPA/FDPA are maintained; the number of residential units and the building heights comply with those indicated in the CDPA/FDPA and in these Proffers; and the development otherwise is in substantial conformance with the CDPA/FDPA and these Proffers. The Applicant further retains the option to file partial Conceptual Development Plan Amendments (CDPAs) and/or partial Proffered Condition Amendments (PCAs) in the future pursuant to Paragraph 6 of Section 18-204.

3. **Final Development Plan Amendments.** ~~The Notwithstanding that CDP 2005-PR-041 appears on the same development plan with FDP 2005-PR-041-2, it shall be understood that (i) said CDPA shown on Sheet 5 plan shall consist of the entire plan relative solely to ultimate points of access at their periphery of the Property; the general location of the proposed building footprints, uses, and parking at or above grade; minimum and maximum building heights, on-site vehicular circulation, the amount and location of common open space areas; and (ii) the Applicant has the option to request Final Development Plan Amendment ("FDPA") approvals from the Planning Commission in accordance with Section 16-402 of the Zoning Ordinance with respect to the remaining elements.~~
4. **Density Credit.** All intensity/ density attributable to land areas dedicated and/or conveyed at no cost to the Board or any other public entity pursuant to these proffers (including, without limitation, the dedications referenced below) shall be subject to the provisions of Paragraph 4 of Section 2-308 of the Zoning Ordinance and is hereby reserved to the residue of the Property.
5. **Escalation.** The amounts of each cash contribution set forth in these Proffers shall adjust on a yearly basis (but not to exceed 3% increase for any given calendar year) from the base year of 2008, and change effective each January 1 thereafter, based on the Consumer Price Index as published by the Bureau of Labor Statistics, U.S. Department of Labor, for the Washington-Baltimore, MD-VA-DC-WV Consolidated Metropolitan Statistical Area (the "CPI").
6. **Demonstration of Square Footage Compliance.** At the time of filing of each development site plan, the Applicant shall submit to the Department of Public Works and Environmental Services ("DPWES") a running square footage tabulation which clearly

presents proposed and approved square footage and dwelling units as follows: (i) total overall site development and development within the respective PRM and PDC Zoning Districts cumulatively; (ii) total non-residential use versus residential use, overall and within the respective PRM and PDC Zoning Districts cumulatively; (iii) total by land use category and (iv) cumulative total proposed in the respective site plans for each development Parcel A through J, broken down by uses. Said tabulations shall demonstrate compliance with the square footage limitations set forth in the tabulations and charts listed on the CDPA/FDPA. All references in the Proffers to "Parcels A, B, C, D, E, F, G, H, and/or I" are to the development parcels as identified in the CDPA/FDPA, and not as identified on the Fairfax County tax maps.

II. LAND USE

1. **Zoning Districts.** As delineated on the CDPA/FDPA, the approximately 31.37-acre land area that was rezoned by the Board on October 15, 2007, RZ 2005-PR-041 (the "Application Property") is zoned as follows:
 - A. Approximately 24.14 acres to the PDC District and comprised of development parcels A, B, D, F, H and I.
 - B. Approximately 7.23 acres to the PRM District and comprised of development parcels C, E, G and J.
2. **Permitted Uses.** The following uses shall be allowed on the respective portions of the Property, consistent with the CDPA/FDPA and the Parcel Allocation Chart referenced in Proffer II(4), below and set out in the CDPA/FDPA. Any use not set forth below and allowed in the respective District may be permitted with approval of a final development plan amendment, special exception or special permit, as applicable.
 - A. **PDC District "Principal Uses" Permitted.**
 - Business service and supply service establishments
 - Eating establishments
 - Establishments for scientific research, development and training
 - Financial institutions (without drive-through)
 - Garment cleaning establishments (without on-site processing)
 - Hotels
 - Offices, including medical offices/urgent medical care with no overnight stay
 - Personal service establishments
 - Public uses
 - Repair service establishments
 - Retail sales establishments

- Theatres

B. PDC "Secondary Uses" Permitted.

- Accessory uses, accessory service uses and home occupations as permitted by Article 10
- Bank teller machines, unmanned
- Commercial and industrial uses of special impact (Category 5), limited to:
 - Amusement arcades
 - Fast food restaurants (without drive-through windows)
 - Quick-service food stores
 - Retail sales establishments - large (not to exceed two)
 - Vehicle rental establishments, limited by the provisions of Sect. 9-518
- Commercial recreation uses (Group 5), limited to:
 - Bowling alleys
 - Billiard and pool halls
 - Health clubs
 - Miniature golf courses (limited to elements which are not visually intrusive and which complement, and do not detract from, the high quality design of the Town Center)
 - Ice skating facilities
 - Any other similar commercial recreation use
- Community uses (Group 4), excluding marinas, docks and boating facilities
- Multi-Family Dwellings
- Institutional uses (Group 3), limited to home child care facilities
- Light public utility uses (Category 1) limited to electric substations and distribution centers including transformer stations, roof-top antennae and other facilities associated with a local radio, television, and/or cable access channel, and mobile and land-based telecommunication facilities (See Proffer II.12.C below)
- New vehicle storage (maximum 50 vehicles) (pre-buildout, and only to the extent the number of spaces exceed Zoning Ordinance requirements for uses with occupancy permits)
- Quasi-public uses (Category 3), limited to:
 - Child care centers and nursery schools
 - Colleges, universities (without dormitories)
 - Cultural centers, museums and similar facilities
 - Independent living facilities
 - Private clubs
 - Private schools of special education
- Veterinary hospitals (kennels and boarding allowed, but no exterior runs)
- Single Family Attached

C. PRM "Principal Uses" Permitted.

- Dwellings, multiple family.
- Public uses.

D. PRM "Secondary Uses" Permitted.

- Accessory uses and home occupations as permitted by Article 10
- Bank teller machines, unmanned
- Business service and supply service establishments
- Commercial and industrial uses of special impact (Category 5), limited to:
 - Fast food restaurants (without drive-throughs)
 - Quick-service food stores
 - Vehicle rental establishments, limited by the provisions of Sect. 9-518
- Commercial recreation uses (Group 5), limited to:
 - Bowling alleys
 - Billiard and pool halls
 - Health clubs
 - Ice Skating facilities
 - Any other similar commercial recreation use
- Eating establishments
- Financial institutions (without drive-throughs)
- Garment cleaning establishments (no on-site processing).
- Institutional uses (Group 3), limited to:
 - Home child care facilities
- Light public utility uses (Category 1) limited to electric substations and distribution centers including transformer stations, roof-top antennae and other facilities associated with a local radio, television, and/or cable access channel, and mobile and land-based telecommunication facilities. See Proffer II.12.C below.
- Offices, including medical offices/urgent medical care with no overnight stay
- Personal service establishments
- Quasi-public uses (Category 3), limited to:
 - Child care centers and nursery schools
 - Colleges, universities (without dormitories)
 - Cultural centers, museums and similar facilities
 - Independent living facilities
 - Private clubs
 - Private schools of special education
- Repair service establishments
- Retail sales establishments
- Vehicle transportation service establishments

- Single Family Attached

E. PDC and PRM "Temporary Uses" Permitted

- Festivals, fairs or similar activities, as defined in Paragraph F below
- Farmers' Markets, as defined in Paragraph G below
- Promotional activities of retail merchants
- Apartment sales and rental offices

- F. Festivals, Fairs or Similar Activities. The Applicant shall be permitted to provide on the subject Property festivals, fairs or similar activities including, without limitation, farmers' markets, without the need for issuance or approval of a "Temporary Special Permit" in accordance with the following provisions:
- i. Maximum of 64 events per year;
 - ii. May be provided with or without admission or other fees;
 - iii. Sponsored by the Applicant, or its designee, a civic organization, public entity including the Fairfax County Park Authority ("FCPA"), local chamber of commerce, charitable organization, service club, non-profit, or similar entity;
 - iv. Complies with all Health Department regulations;
 - v. The Applicant reserves the right to periodically close the following portions of the internal private road network: Festival Street between Strawberry Lane and the Festival Street intersection with Festival Street Extended. Other portions of the internal private street network may also be closed on an infrequent basis.
 - vi. Notwithstanding the "Shopping Center Parking Exhibit" on Sheet 3 of the CDPA/FDPA, the Applicant, upon temporary closure of portions of the internal road network, reserves the right to temporarily provide no more than 61 parking spaces (a number which will fluctuate downward depending upon the portion temporarily closed and the number of street level parking spaces affected) in one "parking zone" for uses in one or more other "parking zones." Such provision of temporary parking shall permit the Applicant to count all on-street spaces on private roads within the development toward the parking required by the Ordinance.
- G. Unmanned Freestanding Automated Teller Machines. The Applicant shall be permitted to install up to five free-standing, unmanned bank teller (aka "ATM") machines on the Property; the footprint of each such ATM shall not exceed sixteen (16) square feet. Said ATMs shall not be counted toward the maximum amount of retail or non-residential GFA permitted on the Property referenced below. Said ATMs shall be located in kiosks in a manner that does not interfere with pedestrian movements or safety. This limitation shall not preclude additional ATMs within buildings or on building facades.

H. Retail Kiosks/Moveable Carts. The Applicant shall be permitted to operate movable carts, which shall be defined as temporary, transportable kiosks that serve a retail purpose, but shall not be counted toward that maximum amount of retail or non-residential GFA permitted on the Property referenced below. Each kiosk/cart shall be no more than 120 square feet; however, one newsstand kiosk shall be permitted to be up to 900 square feet maximum size, which kiosk, if not portable, shall be counted against the maximum amount of retail or non-residential GFA permitted on the Property. Said carts shall be located within park and plaza areas, as well as adjacent to non-residential uses, as determined by the Applicant, provided that, cumulatively, said carts do not negatively impact streetscape views, do not interfere with pedestrian movements or safety and conform with the standards set forth in the "Design Guidelines," as described below.

3. **Overall Maximum Floor Area Ratios and Gross Floor Areas**. Development on the Property as a whole shall not exceed 1,893,112 square feet of GFA of principal and secondary uses, at an overall 1.39 floor area ratio ("FAR"), including (i) "Affordable Dwelling Units" ("ADUs") and ADU-related density, and (ii) Workforce Housing-related density, as presented in the tabulations on Sheet 2 of the CDPA/FDPA, but excluding Cellar Space as defined in the Zoning Ordinance ("Cellar Space"). A maximum of 1,442,712 square feet of GFA, exclusive of Cellar Space, shall be permitted within the PDC zone, and a maximum of 610,000 square feet of GFA, exclusive of Cellar Space, shall be permitted within the PRM zone. Cellar Space shall be limited to 175,000 SF for all permitted uses, except dwelling units. Cellar Space dwelling units shall be limited separately to 25,000 SF. Nothing herein shall be construed to limit the Applicant's ability to utilize Cellar Space for storage or other uses not occupied by humans.
4. **Parcel Allocation Chart**. Land uses and building heights shall be allocated in accordance with the "Parcel Allocation Chart" which appears on the CDPA, Sheet 5s-6 and 7 (and subsequent sheets) of the CDPA/FDPA. The Applicant, in its sole discretion, shall determine the final allocation for each Development Parcel in accordance with the limitations set forth in the FDPA use charts shown on Sheets 6 and 7.
5. **Non-Residential Gross Floor Area**. To provide the "synergy" of uses envisioned for the Town Center, the total non-residential uses within both the PDC and PRM Zoning

Districts combined shall consist of a minimum of 460,000 square feet of GFA and a maximum total of 1,196,144 square feet of GFA (excluding Cellar Space), which shall be allocated in accordance with the Site Tabulations on Sheet 2 and the "Parcel Allocation Chart" on Sheets 6 and 7 (and subsequent sheets) of the CDPA/FDPA generally as follows: 0 to 171,000 square feet of GFA in office and related uses; 10,000 to 120,000 square feet of GFA in theatre and related uses; 0 to 364,000 square feet of GFA in hotel and related uses; and 370,000 to 675,000 square feet of GFA (exclusive of any eating establishment/fast food or related uses provided in conjunction with the theatre, office, and/or hotel uses) in uses such as retail uses, accessory service uses, retail sales establishments, child care centers, eating establishments, financial institutions, health clubs, and other principal and secondary PDC and PRM uses that are neither residential, office/research, theatre and related uses, or hotel and related uses. For purposes of this proffer, the designation of a building as office or other employment use shall be construed to permit inclusion of fast food (e.g. delicatessen) financial institution, and other such accessory and personal service uses (as may otherwise be permitted in these proffers) on the ground and/or first floor level of such building. At ultimate build-out of the development, no more than fifty-five (55) percent of the overall project density shall consist of theatre, retail, eating establishments, service and related non-residential uses; (office and hotel uses and uses accessory to residential within residential buildings shall not be included within this fifty-five (55) percent cap). In no event shall the combined total maximum residential and non-residential GFA for the Property exceed 1,893,112 square feet of GFA.

6. **Residential Gross Floor Area.** The total residential uses within both the PDC and PRM Zoning Districts combined shall be a minimum of 550,000 square feet of GFA to a maximum of 1,205,112 square feet of GFA, including ADUs and ADU bonus density, and Workforce Housing Units and Workforce Housing bonus density, which shall be provided pursuant to Proffer IV.1 and IV.2 below. Said residential uses shall be allocated in accordance with these proffers and with the "Parcel Allocation Chart" listed on Sheets 6 and 7 (and subsequent sheets) of the CDPA/FDPA. In no event shall the combined total maximum residential and non-residential GFA for the Property exceed 1,893,112 square feet of GFA.
7. **Minimum Number of Dwelling Units.** A minimum of 500 residential units shall be constructed on the Property. Such total shall include all required "ADUs" and all "bonus"

dwelling units attributable to the provision of ADUs, which shall be provided pursuant to Proffer IV.1 below, and all Workforce Housing and Workforce Housing "bonus" Units provided pursuant to Proffer IV.2 below. Market-rate residential units constructed as part of the Proposed Development shall have an average gross unit size of approximately 1,100 square feet of gross floor area per dwelling unit (+/- 5%); provided, however, that nothing shall preclude the Applicant from constructing individual units of lesser or greater size than the average set forth herein.

8. **Allocation of Land Uses.** The allocation of dwelling units and residential and commercial gross floor area among the building parcels on the Property is represented on the CDPA/FDPA. The Applicant may reallocate dwelling units and/or gross floor area among the buildings depicted on the CDPA/FDPA without requiring a PCA or FDPA so long as (1) the total maximum FAR and residential square footage proffered above is not exceeded; (2) the Parcel Allocation Charts shown on the CDPA, Sheet 5 and FDPA on Sheets 6 and 7 and ~~subsequent sheets of the CDPA/FDPA~~ is adhered to; (3) the minimum and maximum building heights shown on the CDPA/~~FDPA~~ are adhered to; (4) the footprint and configuration of individual buildings do not exceed that shown on the CDPA and /~~FDPA~~ except to the extent such change is deemed a minor modification, as determined by the Zoning Administrator; and (5) the maximum FAR limitations within the PRM and PDC Zoning Districts shown on the CDPA/FDPA, respectively, and for the Property overall as set forth in Proffer II.3 above, are not exceeded, as proffered here and as determined by the Zoning Administrator.
9. **Build-out in Phases.** Build-out of the Property may proceed in phases. The FAR constructed within a respective site plan-approved portion of the project may exceed the maximum density limitation set forth in Proffer II.3, so long as such maximum density limitation is not exceeded over the entirety of the Property at any time, as shall be demonstrated pursuant to Proffer I.6, and is consistent with the Parcel Allocation Chart and the CDPA/FDPA.
10. **Location of Residential Uses.** As depicted on the CDPA/FDPA, residential use shall be located on the upper floors (i.e. above the ground floor) of buildings on Parcels "C" and "E," and on the ground (which, because of topography and "front door" access design, may be deemed "Cellar Space") and/or upper floors of "G;" however, this shall not be construed to prohibit retail and related uses on the second floor, in addition to the ground floor, of such buildings or uses ancillary to residential on the ground floor of such

buildings. Residential use may also be provided, as determined by the Applicant in its sole discretion, on Parcel "F" in accordance with the CDPA/FDPA. Residential use will be provided on Parcels H, I and J in accordance with the CDPA/FDPA. Parcel H will also be allowed, at the sole discretion of the Applicant, to provide retail and ancillary residential uses.

11. **Location of Hotel and Related Uses.** Up to 364,000 square feet of GFA of hotel and related uses may be located on Parcels A, B, F, and/or G, or on none of them, as determined by the Applicant in its sole discretion.
12. **Building Heights.** Heights of buildings shall be permitted up to the maximums listed for each building "Parcel" on the CDPA and /FDPA ~~and~~ Parcel Allocation Charts. In its sole discretion, the Applicant may construct a maximum of three buildings that are up to 115 feet in height, within Parcels "A," "B," and/or "F," as set forth on the "Parcel Allocation Chart" listed on Sheets 6 and 7 (and subsequent sheets) of the CDPA/FDPA. Building height shall be measured as defined by the Zoning Ordinance and shall be exclusive of those structures that are excluded from the maximum height regulations as specifically set forth in the Zoning Ordinance such as, without limitation, penthouses and other roof structures used for common amenity space for residents of those multifamily buildings (rooftop pool facilities, exercise rooms, meeting/party rooms and such comparable uses).
 - A. Mechanical penthouses shall be permitted to exceed said maximum heights listed on the CDPA/FDPA, provided that they meet the following standards as determined by DPWES:
 - i. They comprise less than twenty-five (25) percent of the roof of the building.
 - ii. They do not exceed twenty (20) feet in height.
 - iii. They are architecturally integrated with materials and colors consistent with the building upon which they are situated.
 - B. Notwithstanding the foregoing, however, nothing shall preclude the Applicant, in the Applicant's sole discretion, from constructing buildings to a lesser building height than the maximums depicted on the development plan and listed on the CDPA and /FDPA "Parcel Allocation Charts," provided minimum heights are no less than the minimums shown on the CDPA and /FDPA ~~and~~ Parcel Allocation Charts, and the configuration of the building envelope remains in substantial conformance with those shown on the CDPA/FDPA.

C. Telecommunications equipment may be placed on the proposed building(s) rooftop(s); however, any such facilities must (a) comply with the Zoning Ordinance and (b) be screened, designed and/or set back sufficiently from the perimeter of the roof and penthouse to minimize view from the street below. Screening measures may be used such as, but not limited to, (i) including the facilities as part of the architecture of the building(s), (ii) employing telecommunication screening material, and/or (iii) flush-mounted antennas utilizing colors consistent with the building treatment in the area where the antennas are to be installed.

13. **Parcel A Ground Floor Height**. In the event an office building is constructed at the corner of Lee Highway and Eskridge Road, as depicted for Parcel A Option 1 on Sheets 5 and 7 of the CDPA/FDPA, the Applicant shall provide a minimum clear height of 11 feet on the first floor to enable potential future use as ground-floor retail.

III. COMMUNITY SPACE

1. **Community Meeting Space**. Within one of the buildings located within Parcels G or H, a 1,000 square feet of GFA shall be provided to Fairfax County at no cost to the County to serve community needs, as coordinated with the County by the Owner of the Parcel it will be finally located in, in accordance with the following conditions:

A. Said "Community Space" shall be limited to uses and events such as exhibit and/or activity space, or other uses and events as may be agreed to by the owner of the building on Parcel G or H where the 1,000 s.f. space is located.

B. Within sixty (60) days following the receipt, of a building permit for said building that the 1,000 s.f. space is located in, or such later time as Owner of the said building, in its sole discretion, may choose prior to issuance of a Non-RUP for the building it is located in on G or H , the Owner shall request in writing that a Lease/License shall be prepared by the County Attorney and submitted to the Owner for review and approval. Said Lease/License shall include commercially reasonable terms substantially similar to other leases/licenses executed by the Board of Supervisors for leased space elsewhere in Fairfax County, except that there shall be no rent required of the County. Said Lease/License shall also provide that the Owner shall be permitted, in coordination with the County, to utilize said space on an agreed to basis for uses in conjunction with the building it

is located in, and that the owner shall provide utilities, cleaning services and general maintenance for this space at no cost to the County.

C. In the event that Fairfax County fails to submit said Lease/License within 60 days of the request referenced above, fails to execute said Lease/License within 30 days after its language has been agreed upon by the County and the Owner of the building on G or H that the 1,000 square foot space is located, fails to occupy said "Community Space" within six months after execution of the said Lease/License and a Non-RUP has been issued for said space, or fails to utilize said space for six consecutive months once it has been "finished" and utilized by the County, then the Applicant's obligations under this Proffer shall automatically and completely expire, and the Applicant thereafter shall be permitted to market and lease said space as an accepted use within the building it is located in, in accordance with the square footage allocation listed on the CDPA/FDPA and the uses set forth in these Proffers.

D. All time-frames listed above may be subject to extension by mutual agreement of the parties.

2. **Satellite Police Office.** Provision shall be made in Applicant's security offices for desk and phone facilities dedicated for use by the Fairfax County Police, password secure internet access, as well as access to necessary support facilities, such as copiers and facsimile machines and private interview space, all at no cost to the County.

IV. AFFORDABLE HOUSING.

1. **Affordable Dwelling Units ("ADUs").** The Applicant shall provide as Affordable Dwelling Units (ADUs), to be located in any residential building on the Property, the equivalent of twelve and one half (12.5) percent of all single family attached ("SFA") dwelling units built on the Property, as set forth in Part 8 of Article 2 of the Zoning Ordinance (the "ADU Ordinance"). Additionally, the Applicant shall provide a total of 4.27 percent of all multiple family residential units, excluding any SFA ADU's built as multiple family units, built on the Property, -regardless of building construction type, as ADUs. The actual number of ADUs to be provided, attributable to multiple family residential units only, shall be determined at the time of site plan approval by applying 4.27 percent to the total number of multi-family residential units actually shown on the respective site plans, excluding any SFA ADU's or ADU's generated from other

buildings but located within the subject building. The ADUs may be provided as for-sale or rental units, consistent with the market rate units in the same building, and shall be administered in accordance with the requirements of the ADU Ordinance. Ten (10) (or more, in the Applicant's sole discretion) of the ADU units required under this Proffer shall be designed and constructed as fully handicapped-accessible units. RUPs shall not be issued for more than seventy-five percent (75%) of the total dwelling units approved on the Property until all of the RUPs have been issued for at least 75% of the ADUs required pursuant to this Proffer.

2. **Workforce Dwelling Units.** In addition to the ADUs required pursuant to this Proffer IV(1) above, the Applicant also shall provide 7.73 percent of all non-ADU, non--bonus density market rate multiple family dwelling units built on the Property as Workforce Dwelling Units ("WDUs"). The actual number of WDUs to be provided, attributable to multiple family residential units only, shall be determined at the time of site plan approval by applying 7.73 percent to the number of multi-family residential units (excluding all ADU's, ADU bonus density, and WDU bonus density) actually shown on the respective site plans. The WDUs shall be provided such that they are affordable to households with a maximum annual income of one hundred twenty (120) percent of the Area Median Income for the Washington Metropolitan Statistical Area ("AMI"). One-third of said units shall be affordable to future residents who have a household income of up to 80%, up to 100%, and up to 120%, respectively, of the AMI, regardless of building construction type. ADUs and/or Workforce Units (as defined in this Proffer) provided in any single Residential Building of the Proposed Development may be greater or less than twelve percent (12%) of the total residential units in such phase/building; provided, however, that the total number of ADUs provided upon completion of the Proposed Development shall satisfy, respectively, the above-defined twelve and one-half percent (12 ½%) of the total number of SFA units, and 4.27% of the total number of multiple family units (excluding any SFA ADUs provided as multiple family units), and the total number of WDUs provided upon completion of the Proposed Development shall be 7.73% of all non-ADU, non--bonus density multiple family dwelling units.

A. Definitions. The following terms used in these Proffered Conditions shall be defined as follows, unless specifically modified:

- i. Market-Rate Units. Dwelling units approved on the Property that are not subject to either the price/rental restrictions of Proffers IV(1) or IV(2);

- ii. Workforce Dwelling Units ("WDUs"). Dwelling units on the Property subject to the price/rental restrictions of this Proffer IV(2), but not subject to those of Proffer IV(1) or the ADU Ordinance except to the extent specified in Proffer IV(2)(G), below; and
 - iii. Bonus Density. Applicant may provide bonus market rate dwelling units at a ratio (a) of one (1) bonus market rate dwelling unit per one (1) WDU provided; and (b) of seventeen percent (17%) ADU bonus density of the total multiple family dwelling units built on the Property (not including any SFA-attributable ADU's or SFA bonus units built as multiple family residential units).
- B. Workforce Dwelling Units. Each WDU provided shall be made available by the Applicant on either a for-sale basis or rental basis to future residents who have a household income of up to 80%, up to 100%, or up to 120% of AMI, respectively, in accordance with Proffer IV(2) above. The Applicant shall direct its marketing of the WDUs with particular emphasis on bicyclists, one or no-car individuals/families, and employees of nearby employers (such as the INOVA Fairfax Hospital nurses, Exxon/Mobil, nearby police and fire units, Luther Jackson Middle School teachers); provided, however, that such marketing shall be conducted on a non-discriminatory basis in conformance with the Fair Housing Act and all other applicable laws and regulations.
- C. Unit Size. WDUs shall have a minimum size of 450 net leasable square feet and a maximum size of 850 net leasable square feet and may be provided as efficiency and/or studio units and/or one (1) or (2) bedroom units, as determined by the Applicant in its sole discretion. The bedroom count for the 4.27% of multiple family ADUs generated per proffer IV(1) above shall be proportionate to the bedroom mix of the market rate units in the residential building in which they are located; in the event that ADUs in excess of 4.27% are provided in a given building, such excess ADUs shall be proportionate to the bedroom mix of the market rate units in the residential building in which they are located. The size of the multiple family ADUs shall be consistent with the size requirements included in the ADU Ordinance and published Specifications for Prototype ADUs.

- D. Designation on Approved Site Plan. The approved site plans, record plats and building plans for the Residential Buildings shall designate the number of ADUs, WDUs, Market-Rate Units, and bonus Market Rate Units to be provided in each respective building. The Applicant shall determine the interior amenities, including the number of bedrooms, for each WDU provided. Interior amenities shall not be less than that provided for the ADUs referenced in Proffer Paragraph IV(1) above. If the development of the Residential Buildings is phased or developed in sections, then the approved site plan(s) for each Residential Building shall also contain tabulations of the total number of ADUs by bedroom count, WDUs by bedroom count, and the number of Market-Rate Units by bedroom count on the Property. Whenever the calculation of the required ADU's and WDUs results in a fractional unit less than 0.5, then the number shall be rounded down to the next whole number, and any fractional unit of 0.5 or greater shall be rounded up to the next whole number.
- E. Location Change. If there is to be any change in the location of WDUs after the original approval of a site plan, the Applicant shall be responsible for amending the approved plans and plats to reflect the designation of the alternate WDU location(s) prior to the issuance of a Residential Use Permit for the new WDUs. However, in the case of a multiple family rental building that is under single ownership, the WDUs need not be specifically identified. In such rental buildings, the site plans, record plats and building plans shall identify the building as a rental project and shall note the total number of WDUs and the number of market rate units provided. For all for-sale buildings, the floor area of each WDU shall be noted on the approved site plan, record plat and building plan.
- F. Timing for Provision of the Work-Force Units. RUPs shall not be issued for more than ninety percent (90%) of the total dwellings units approved on the Property until all of the RUPs have been issued for all of the WDUs required pursuant to this Proffer.
- G. Provisions of the ADU Ordinance. The WDUs shall be administered in a fashion similar to ADUs pursuant to the below-specified provisions of the ADU Ordinance in effect at the time of the execution of these Proffers. The following specific provisions of the Zoning Ordinance shall apply to administration of the WDUs: Sections 2-805, 2-807, 2-810, 2-811, 2-812 (with a control period of 50

years for rental units and recording covenants committing to the above-mentioned control periods), 2-813, 2-817, and 2-818, including the recordation of the appropriate restrictive covenants in the land records of Fairfax County, except where such provisions directly conflict with these Proffers. Occupants of WDUs purchased or leased by the Board and/or HCD shall qualify for the household income tiers set forth above. There shall be no requirement that the WDUs provided shall be of proportional bedroom count to the market rate units within this development. When the provisions of Proffer IV(2)(1) and/or IV(2) conflict with any provision of the Zoning Ordinance or of the Board's WDU Administration Policy Guidelines, these Proffers shall control.

- H. Alternative Administration. Notwithstanding the foregoing subparagraph G, the Applicant reserves the right to enter into a separate binding written agreement with the appropriate Fairfax County agency as to the terms and conditions of the administration of the WDUs following approval of this Application. Such an agreement shall be on terms mutually acceptable to both the Applicant and Fairfax County. Neither the Board of Supervisors nor Fairfax County shall be obligated to execute such an agreement. If such an agreement is executed by all applicable parties, then the WDUs shall be administered solely in accordance with such an agreement, and subparagraph G above shall become null and void. Such an agreement and any modifications thereto, shall be recorded in the land records of Fairfax County. In addition, if, prior to site plan approval, the Fairfax County Zoning Ordinance is amended to provide specific requirements regarding WDUs, the Applicant reserves the right, in its sole discretion, to opt into the new Zoning Ordinance provisions regarding WDUs, and the administrative requirements of this Proffer IV(2)(G) and (H) shall be null and void. In any event, if this proffer conflicts with the administrative sections of the WDU provisions of the Zoning Ordinance, if any, this proffer shall control.
- I. WDUs – Rental Rates. The maximum monthly rental, initially and for each year thereafter, at which each WDU may be offered shall be the rental rate for the Washington Standard Metropolitan Statistical Area published by the United States Department of Housing and Urban Development for the respective percentage of AMI designated for such unit. The initial AMI to determine such initial maximum monthly rent shall be determined from the date of the issuance of the

first RUP for each respective WDU. The AMI and the maximum monthly rent, as calculated above, may be adjusted once a year, as published by HUD. A copy of such annual calculation shall be provided to the Fairfax County Department of Housing and Community Development ("HCD"), or such other agency as may be designated by the County to oversee implementation of a Workforce Housing Program.

- J. Control Period. The price for subsequent re-rental WDUs shall be controlled for a period of fifty (50) years from the date of issuance of the first Residential Use Permit for each respective WDU. For for-sale WDUs, the price for the subsequent resales shall be controlled for a period of thirty (30) years after the initial sale. However, upon any resale, conveyance, and/or transfer to a new owner of such WDU within the initial thirty (30) year period of control, the prices for each subsequent resale and/or transfer to a new owner shall be controlled for a new thirty (30) year period commencing on the date of such resale, conveyance, and/or transfer of the WDU. For any WDU that is owned for an entire thirty (30) year control period by the same individual(s), the price control term shall expire and the first sale of the WDU after such expiration shall be in accordance with Sect. 2-812(5) of the Fairfax County Zoning Ordinance.
- K. Compliance with Federal, State, and Other Local Laws/Severability. If it is found by a court of competent jurisdiction, that any portion of this Proffer related to providing WDUs violates any Federal, State or other local law, then the offending portion of this Proffer shall be deemed null and void and no longer in effect.
- L. Condominium Conversion. If a residential building was initially operated as a rental project, then subsequently is converted to a condominium project, any existing WDUs shall be maintained as WDUs and shall be administered as WDU Sale Units as set forth herein. The restrictions on any such WDU Sale Units shall be disclosed in the condominium declaration creating the condominium. Should the Applicant choose to relocate any such WDU to another rental building, the Applicant shall be responsible for amending the respective approved site plans to reflect the designation of the alternate WDU prior to the issuance of a Residential Use Permit for the respective new WDU.
- M. None of the ADUs or WDUs referenced above shall be required to be located within high-rise or single family attached residential buildings. As determined by

the Applicant, the ADUs and WDUs for the entire 31-acre development may be located entirely within either the PDC or the PRM zone.

- N. WDUs that are included on approved site plans shall be deemed features shown for purposes of Section 15.2-2232 of Va. Code Ann. and, as such, shall not require further approvals pursuant thereto in the event the Board of Supervisors and/or the Fairfax County Redevelopment and Housing Authority shall acquire or lease such units.

V. PARKING

1. **Parking Deck Heights.** Above-grade, structured parking decks each shall have a maximum height of 75 feet above average grade, with the exception of the Parcel A Parking Deck, ~~and the East Parking Deck (Parcel H Deck)~~ and the above grade parking deack in Option 2 on Parcels C & E (which may each have a maximum height of 85 feet above average grade). Building F may include at or above grade structured parking, but in no event shall such above grade parking exceed a maximum height of 75 feet above average grade. Said "maximum heights" shall be exclusive of elevator and stairwell structures at the top level. Below-grade parking may be provided with any or all buildings.
2. **Parking Tabulations.** Parking spaces shall be provided in accordance with the "Parking Tabulations" listed on Sheets 3, 8 and 9 of the CDPA/FDPA and parking provided for development parcels shown in the tabulations may be located within or outside of such development parcel. The Applicant may utilize on-street parking on the private streets within the development to meet the parking requirements, so long as such spaces are striped and meet the dimension requirements of the PFM, subject to receiving approval of any necessary waivers and/or modifications. The specific number of parking spaces represented on the CDPA/FDPA is based on preliminary estimates of the proposed mix of uses, unit count and unit type. The final number of parking spaces shall be determined at the time of each site plan approval based upon the uses shown on the respective site plans. The Applicant may provide parking for residential units in parking structures connected to the Unit's building and other, adjacent residential buildings, so long as the minimum total parking requirement for all residential uses is met at all times. Access to residential parking will be segregated from non-residential parking. The Applicant may provide parking for non-residential uses in parking structures (including the East deck) in

or connected to other buildings containing non-residential uses, so long as the minimum total parking requirement for all non-residential uses is met at all times. The Applicant may construct parking in phases and may construct parking in advance of the use for which such parking will ultimately be provided. The Applicant may relocate above-grade parking shown on the CDPA/FDPA to a subsurface location beneath those buildings; provided, however, that the building height, outdoor rooftop amenities and general ground floor configuration (footprint) of such building(s) remain in substantial conformance with that shown on the CDPA/FDPA, the Parcel Allocation Chart and these Proffers. The Applicant may locate parking below private streets, and park areas. The Applicant reserves the right, however, to provide parking spaces in addition to the total number of parking spaces shown on the CDPA/FDPA if (i) such additional spaces result from the final design of the parking structures for the Principal and Secondary Uses so as to avoid partial garage floors; or (ii) to the extent necessary to accommodate uses established on the Property that result in a higher parking requirement than is shown on the CDPA/FDPA (e.g., eating establishments), provided that the building heights set forth in these Proffers are not exceeded.

3. **Shared Parking Agreement.** Notwithstanding the above, the Applicant may request a parking reduction or approval of a shared parking agreement pursuant to Article 11 of the Zoning Ordinance. Any modification of the required parking as approved by such parking reduction or agreement may be accommodated without requiring a PCA, CDPA or FDPA, provided that the location of the parking remains in substantial conformance with that depicted on the CDPA/FDPA.
4. **Temporary Parking** The applicant will provide temporary parking on Parcel F in conjunction with its grand opening ceremony for the project. The applicant also reserves the right to provide temporary parking on any undeveloped parcel, excluding areas designated to be parks, as the applicant deems necessary until such time each parcel is developed. The area of South Park, in a temporary condition, after the final RUP of Parcel H , will be seeded and remain a seeded lawn until such time construction of Parcel G commences. . Any temporary parking, other than construction staging, on Parcel G will have a landscaping hedge and/or decorative fence along the North Street, Penny Lane and South Park sides.

5. **Parallel Parking Spaces Along Internal Streets.** The Applicant may establish surface parking spaces to be located along either or both sides of "Festival Street," "Festival Street Extended," "North Street," "Strawberry Lane," "South Theatre Drive", "Penny Lane", and "EYA Lane (Internal Townhouse Street)" generally as shown on the Development Plan (the "Parallel Spaces"). The Parallel Spaces may be part of, or in addition to, the total number of required parking spaces to be provided with the Proposed Development. The Applicant may restrict the use of those Parallel Spaces, that otherwise are not required to satisfy the minimum parking requirements, through appropriate signage or such other means as the Applicant determines, for use as a (i) drop-off area or (ii) temporary loading area.
6. **Theatre Accessory Uses Parking Calculation.** Retail, restaurant and similar uses shall be accessory uses to the main theatre use and, as such, shall not require additional parking above and beyond that deemed required under the Ordinance for theatre use, provided that sole customer access to said accessory uses is via the theatre lobby.

VI. TRANSPORTATION – GENERAL

1. **Right-of-Way Dedication.** All road right-of-way ("ROW") dedicated in conjunction with these proffers and/or as depicted on the CDPA/FDPA shall be conveyed to the Board of Supervisors in fee simple at the time of recordation of the final record plat for the contiguous development area, or upon written demand by Fairfax County and/or VDOT, whichever occurs first. All ROW dedication shall be subject to the "Density Credit" proffer in Proffer I.4, regarding reservation of development intensity to the residue of the Property.
2. **Definition of "Construct".** For the purposes of these proffers, "construct" shall mean that the committed road improvement is open to public traffic use whether or not accepted into the State road system.
3. **Condemnation.** To the extent off-site right-of-way or easements are required for the Applicant to construct any of the improvements in Proffer VII, and Applicant has been unable to acquire said right-of-way or easements after documented, reasonable efforts to do so, Applicant's obligation to construct such improvements for which right-of-way is not available shall be contingent upon the Board acquiring such right-of-way and/or easements through its powers of Eminent Domain after being requested to do so by the Applicant in writing. The Applicant shall pay all costs, including reasonable attorneys'

fees for outside counsel (if applicable), necessary to condemn any such right-of-way or easement. The Applicant's request shall be forwarded, in writing, to the Director of Property Management accompanied by:

- A. An independent appraisal, by an MAI appraiser who is not employed by the County, of the value of the land taken and damages, if any, to the residue of the affected property;
 - B. A sixty (60) year title search certificate of the land to be acquired; and
 - C. A Letter of Credit in an amount equal to the appraised value of the property to be acquired and of all damages to the residue, if any, which can be drawn upon by Fairfax County. It is also understood that in the event the property owner is awarded more than the Letter of Credit in a condemnation suit, said excess amount of the award shall be paid to Fairfax County by the Applicant within five (5) days after said award has become final. It is further understood that all other costs incurred by Fairfax County, as defined above, in acquiring said land area shall be paid to Fairfax County by the Applicant upon demand.
4. **Private Streets.** Public access easements shall be provided on Festival Street, Festival Street Extended, Strawberry Lane, North Street, and South Theatre Drive within the limits of the Property. All private streets shall be constructed with materials and depth of pavement consistent with public street standards in accordance with the Fairfax County Public Facilities Manual ("PFM") as may be approved by DPWES, except to the extent DPWES may approve a modified section (i) where parking structures are constructed under portions of private streets, or (ii) in areas where modification/elimination of curbs may occur to facilitate pedestrian circulation as depicted on Sheet 29 of the CDPA/FDPA. The above construction standard shall not apply to parking lots. The Applicant shall be responsible for the maintenance of all private streets.
5. **Strawberry Lane.** The Applicant shall be responsible for the maintenance of the dedicated portion of Strawberry Lane from Yates Way to the western edge of its intersection with Gallows Road, beginning at such time as that portion is ready to be accepted into the State system for maintenance and "Uniwest" has been released from its bond for said public improvement, which maintenance obligation shall be the subject of an executed Agreement with Fairfax County.
6. **Public Streets.** Any and all public streets shall be constructed in accordance with the PFM and/or VDOT standards, as determined by DPWES. Acceptance of public roads by

VDOT into its roadway system shall be diligently pursued by the Applicant, and shall be accomplished prior to final bond release.

7. **Vacation/Abandonment.** Prior to final approval of any site plan and release of the record plat for recordation for any development section which includes development on an area of ROW to be abandoned/vacated, the Applicant shall obtain vacation and/or abandonment of the relevant portion of the Application Property, i.e., vacation and/or abandonment of the relevant portions of the areas identified as approximately 12,646 gross square feet of Hilltop Road and 2,314 gross square feet of Eskridge Road, as depicted on the CDPA/FDPA as the area to be vacated/abandoned. In the event the Board does not approve the requested vacation and/or abandonment of this portion of public roadway and failure to obtain such approval precludes development in substantial conformance with the CDPA/FDPA, the Applicant shall obtain a PCA to the extent necessary to develop that portion of the Property, which may result in a loss of density/intensity. The Applicant hereby waives any right to claim or assert (i) any vested right in any plan approved under the assumption of accomplishment of such vacation and/or abandonment, or (ii) 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 ROW vacation and/or abandonment request.
8. **Interparcel Access.** As shown on the CDPA/FDPA, North Street and the east-west service alley ("South Theatre Drive") located in the southeast corner of the site shall be designed and constructed to connect to adjacent parcels (Tax Map Parcels 49-4 ((1)) -13,) abutting such streets and to facilitate the ultimate construction by others of those private streets as through streets (public or private) connecting Gallows Road to Eskridge Road. The Applicant shall grant temporary grading and/or construction easements (up to twelve (12) feet from the respective property lines), as reflected on Sheets 6 and 7 of the CDPA/FDPA, to the extent needed to facilitate the construction by others of the referenced interparcel access connections.
9. **Future Retaining Walls.** As shown on the CDPA/FDPA, retaining walls may be needed by the respective property owners adjacent to the service alley behind Buildings C and E, along North Street, and along portions of South Theatre Drive. The Applicant shall grant temporary grading and/or construction easements (up to twelve (12) feet from the respective property lines), as reflected on Sheets 5, 6 and 7 of the CDPA/FDPA, if needed to facilitate the construction by others of the referenced future retaining walls.

10. **Temporary Access.** Temporary public access shall be provided across the northern portion of Parcel B, between Yates Way and the existing theater access at Route 29 (or between Yates Way and the new Festival Street access to Route 29), consistent with, and for so long as required by, the terms of the Temporary Access Easement executed by NAI on August 31, 2007, as may be amended pursuant to direction of the Fairfax County Attorney, to be recorded among the Land Records of the Circuit Court of Fairfax County.
11. **Yates Way Access.** No site plan for development of uses on Parcel B providing for direct vehicular access between Parcel B and Yates Way shall be approved by DPWES until such time as the following conditions are satisfied: (i) Parcel B has a legal right of direct vehicular access to Yates Way in the manner proposed by such site plan via either public or private easement or right of way over that certain approximately 10-foot-wide landscape strip along Parcel B's eastern boundary north of Strawberry Lane, being part of Parcel 49-4 ((1)) 8A, which strip separates the existing public access easement for Yates Way from Parcel B; and (ii) the Board of Supervisors' has approved a Proffered Condition Amendment for Parcel 49-4 ((1)) 8A which allows, among other things, for the modification or elimination of such approximately 10-foot-wide landscape strip referenced above.

VII. TRANSPORTATION – ROAD IMPROVEMENTS

1. **Eskridge Road.** The Applicant shall reconstruct Eskridge Road as set forth in detail in Site Plan SP-0561-02, as it may be revised by the Applicant and approved by DPWES ("PI Plan"), from its intersection at Lee Highway to the southern end of the Property ("Eskridge Road"). Said improvement shall be constructed and open to traffic consistent with the approved PI Plan, as said PI Plan may be modified or amended to reflect such additional improvements as are shown on the CDPA/FDPA as set forth below, prior to issuance of any Non-Residential Use Permits ("Non-RUPs") or Residential Use Permits ("RUPs") for any new buildings associated with the CDPA/FDPA. Notwithstanding the aforesaid, those improvements to Eskridge Road reflected on the CDPA/FDPA but not on the approved PI Plan (which consist of modifications to the median on Eskridge Road between Strawberry Lane and Route 29, and the extension of a continuous right-turn lane, as approved by VDOT, from Strawberry Lane north to eastbound Route 29) shall be constructed and open to traffic prior to the issuance of a Non-RUP for any use on Parcel A.

2. **Extension of Eskridge Road to Williams Drive.** Within 120 days of approval of the rezoning application, the Applicant shall prepare and submit to the County a preliminary design (as described below) of the extension of Eskridge Road from the southern Property boundary through to, and including, its the intersection with Williams Drive (PI Plan Station 28+57 through Station 32+50). Said extension shall be designed as a two lane, undivided section and shall include a transition from a three lane section at the southern Property boundary. Said preliminary design shall include horizontal and vertical alignment of the road, as well as an exhibit showing the impacts of said extension on existing parking, buildings, accessory structures on, and zoning compliance of, the parcels through which said road is to be extended. At the same time, the Applicant also shall provide to the County a preliminary construction cost for said extension, including its estimate of right-of-way acquisition cost. If, prior to Applicant's having completed construction (as defined in Proffer VI.2) of Eskridge Road, sufficient funds for engineering design, approval, permitting, land acquisition, and construction of this extension of Eskridge Road to Williams Drive be made available by Fairfax County, and should all necessary right-of-way and easements be provided by others and all approvals prerequisite to beginning construction of said extension have been issued, then Applicant shall construct such connection and shall replace 14 parking spaces lost due to the construction of the connection on Parcel 49-3-((22))-3D. Regardless of whether the Applicant or others construct the said extension, so long as it is constructed in an alignment causing the loss of the aforesaid 14 parking spaces, those 14 parking spaces shall be replaced by the Applicant consistent with the CDPA/FDPA; however, it is to be understood that the Applicant shall regain control of said 14 replacement parking spaces referenced above at such time Parcel 49-3-((22))-3D redevelops and/or if the extension of Eskridge Road is redesigned into an alignment which does not, per se, require the loss of said 14 parking spaces. The Applicant shall respond with a legitimate, viable proposal to any County RFP for the construction of said extension, should an RFP be deemed necessary by the County.
3. **Lee Highway (Route 29 Property Frontage).** Subject to VDOT approval, the Applicant shall design and construct the ultimate southern curb line of Route 29 and the adjacent right turn lane (collectively the "Ultimate Southern Curb Line") from the eastern terminus of Eskridge Road along the Property frontage to station 77+00 as shown on Sheet 7 of the CDPA/FDPA. The Ultimate Southern Curb Line shall be approximately

12' (plus or minus) south of the proposed curb line of the VDOT Route 29/Gallows Road Project #0029-029-119 (the "VDOT Project") in order to facilitate provision of a continuous right turn lane along the Property's frontage. From approximately station 77+00 to the Yates Way intersection, the Applicant shall continue the continuous right turn lane to and including the Yates Way intersection to match the existing conditions of Route 29.

- A. Design. The Applicant shall provide said design on a Site Plan (or Site Plans if filed separately) for the development of Parcel A and Parcel B. Such design shall tie the Ultimate Southern Curb Line into the existing Route 29 conditions. The Applicant shall also, subject to VDOT approval (which shall be diligently pursued), redesign VDOT's road plans for its VDOT Project, and shall be responsible for the actual cost incurred, up to a maximum of \$30,000, for time and material for Applicant to effectuate said redesign to interface the VDOT Project with said Ultimate Southern Curb Line (the "Redesign").
 - B. Construction. If the Applicant's construction timing for Parcel A and/or Parcel B precedes the VDOT Project, the Applicant shall construct the Ultimate Southern Curb Line consistent with the Redesign, to include the 42-inch storm drain pipe and the relocation of a 10-inch water line along the aforesaid frontage improvement. The pavement constructed by the Applicant shall tie into the existing Route 29 condition. Said construction shall be accomplished simultaneous with construction of the improvements on, respectively, the adjacent Parcel A and/or Parcel B, prior to issuance of a Non-RUP or RUP for the respective Parcel. If construction of the VDOT Project has begun on Route 29 west of Gallows Road prior to the development of Parcel A and/or Parcel B, the Applicant shall contribute \$300,000 for VDOT to construct the Ultimate Southern Curb Line as part of the VDOT Project, in accordance with the Redesign.
4. Lee Highway (Route 29) Offsite. As referenced in Proffer VII.9. below and as shown on Sheet 7 of the CDPA/FDPA (the "Yates Way" connection") the Applicant shall contribute \$200,000 toward the construction of an additional right turn lane as shown on Sheet 7 of the CDPA/FDPA from Yates Way to Gallows Road. Said contribution will be made at the time of the first site plan approval.
 5. Strawberry Lane. Strawberry Lane shall be constructed by the Applicant as a private street in substantial conformance with that depicted on the CDPA/FDPA; east of Festival

Street to the western edge of Yates Way, the Applicant shall construct a roadway measuring 49 feet face of curb to face of curb, including parallel parking in select locations as reflected on the CDPA/FDPA. Generally, west of Festival Street, the Applicant shall construct a roadway measuring 37 feet face of curb to face of curb. These improvements shall be constructed prior to issuance of the first Non-RUP or RUP for any of the Applicant's buildings located within Parcel (A) or Parcel (B).

6. **Loading Restrictions on Strawberry Lane.** No tractor-trailers shall be permitted to ingress or egress the loading areas serving Parcel A from Strawberry Lane (i) on weekdays between the hours of 6:00 a.m. and 9:00 a.m., and between the hours of 4:00 p.m. and 7:00 p.m.; or (ii) on Saturdays between the hours of 11:00 a.m. and 2:00 p.m. Prior to execution of leases, tenants located within Parcel A who will require deliveries by tractor trailer shall be informed in writing by the Applicant of said loading restrictions and the Applicant also shall post signs on Strawberry Lane stating the above loading restrictions.
7. **Festival Street and Festival Street Extended.** Both Festival Street (north/south) and Festival Street Extended (east/west) shall be constructed by the Applicant as private streets varying in width from a minimum of 24 feet to up to a maximum of 44 feet in width face of curb to face of curb with on-street parking provided at select locations as reflected on the CDPA/FDPA. Parking within the first four (4) spaces located on the west side of Festival Street immediately north of Strawberry Lane will be prohibited during PM peak hours (4:00 to 7:00 p.m. weekdays) in order to facilitate right-turn traffic; the Applicant shall post signs in said area stating the aforesaid restrictions. That portion of Festival Street necessary for ingress and egress from each respective building on the Property shall be constructed prior to issuance of the first Non-RUP or RUP for each of the Applicant's respective buildings which have direct vehicular access onto Festival Street. Festival Street Extended shall be constructed prior to issuance of the first RUP for Parcels G, H, I or J. Both Festival Street and Festival Street Extended shall be constructed in general accordance with the cross-sections shown on the CDPA/FDPA.
8. **North Street.** North Street shall be constructed by the Applicant as a private street varying in width from a minimum of 22 feet to up to a maximum of 30 feet in width face of curb to face of curb with on-street parking provided at select locations as reflected on the CDPA/FDPA. Parking within the first four spaces located on the south side of North Street east of Eskridge Road will be prohibited during PM peak hours (4:00 to 7:00 p.m.

weekdays) in order to facilitate right-turn traffic; the Applicant shall post signs in said area stating the aforesaid restrictions. That portion of North Street necessary for ingress and egress to Buildings E, F and/or G shall be constructed, prior to issuance of the first Non-RUP or RUP for the respective buildings which, at that time, have no other access except by way of North Street, in general accordance with the cross-sections on the CDPA/FDPA. The Applicant shall provide an interparcel access easement, including temporary grading and/or construction easements not to exceed 12 feet in width, along the eastern property line as depicted on the CDPA/FDPA to facilitate ultimate construction of a private street connection by others to extend North Street eastward.

9. **Yates Way Extended.** Subject to provision of the necessary right-of-way and/or easements by others and in reliance upon finalization of the preliminary approval granted by FCDOT and VDOT, the Applicant shall extend Yates Way off-site, from its ultimate terminus as built by Uniwest, to and including a right-in/right-out intersection with eastbound Route 29 in accordance with VDOT requirements. The Applicant shall substantially complete construction of such extension prior to the issuance of the first Non-RUP or RUP associated with Parcel B, if such rights-of-way and/or easements are made available to the Applicant by others; notwithstanding the aforesaid, should VDOT require an interim condition that is less than a full right-in/right-out intersection, then Applicant shall substantially complete construction of such extension and such interim condition to the extent permitted by VDOT prior to the issuance of the first Non-RUP or RUP associated with Parcel B, if such rights-of-way and/or easements are made available to the Applicant by others.
10. **Service Alleys.** The alleys parallel to the eastern and western property line of the Property, which provide service and access to the loading areas and parking structures serving the principal and secondary uses in the buildings adjacent to them, shall be constructed by the Applicant consistent with the sections shown on the CDPA/FDPA prior to the issuance of the initial RUP or Non-RUP for the respective building adjacent to said alley.
11. **Traffic Signals.**
 - A. Applicant shall submit a traffic signal warrant study to VDOT concurrent with submission of to the final site plan for the Property. If not deemed warranted, Applicant shall grant such easements as may be required for installation of said signal in the future by others and shall otherwise be relieved of any obligation as

to this signal. If warranted, the Applicant shall design, equip and construct said traffic signal subject to the availability of all rights-of-way and easements as outlined in Proffer VI.3.

- B. The Applicant shall further modify the existing signal at Route 29 and Merrilee Drive to accommodate the construction of Eskridge Road at this location. Said signal modifications shall be designed to accommodate the ultimate improvements proposed by VDOT, the Applicant and others, including, but not limited to, signals for dual eastbound and westbound left-turn lanes, and a mast arm of sufficient length to accommodate the ultimate location of the signal. The traffic signal modifications shall be constructed prior to the issuance of the first Non-RUP for the Property. The Applicant may utilize those funds proffered or made available by others for this signal.
- C. At build-out, but before final bond release, the Applicant shall confirm the appropriateness of the timing of the traffic signal previously installed by others at the Gallows Road/Strawberry Lane intersection.
- D. Each traffic signal installed or modified by the Applicant shall include pedestrian countdown and audible features as may be approved by VDOT.

- 12. **Dual Left Turn Lanes on Lee Highway at Eskridge Road.** In conjunction with the revision to the VDOT road plan outlined in Proffer VII.3.A above, if approved by VDOT, the Applicant shall also provide the design of the ultimate (i) dual westbound left turn lanes and (ii) traffic signal pole locations on Lee Highway at its intersection with Eskridge Road. During the construction of Eskridge Road, the Applicant will construct signal poles in their locations for the ultimate intersection configuration, and shall provide signal modifications for only a single westbound left turn from Lee Highway onto southbound Eskridge Road until such time as VDOT shall remove the striping limitation to enable dual lefts. All improvements shall be provided to the satisfaction of VDOT and FCDOT.
- 13. **Sight Distance Profiles.** To the extent required by VDOT and/or DPWES at the time of site plan review, the Applicant shall provide sight distance profiles at all public street connections.
- 14. **Unreasonable Delay.** Upon demonstration by the Applicant that, despite diligent efforts by the Applicant, provision of an improvement has been unreasonably delayed by others

or by circumstances beyond the control of the Applicant, the Zoning Administrator may agree to a later date for the completion of each such improvement.

VIII. PEDESTRIAN AND BICYCLE CIRCULATION SYSTEM

1. **Internal Circulation Plan.** The Applicant shall construct a comprehensive pedestrian system throughout the Property, generally as shown on Sheet 15 of the CDPA/FDPA. Such system shall be constructed concurrent with the phasing of development of the Property and shall include sidewalk connections extending to the property line. Each on-site sidewalk shall be constructed to the width shown on the CDPA/FDPA for such sidewalk and shall be maintained by the Applicant. Sidewalk improvements within existing or proposed VDOT right-of-way shall be in accordance with VDOT requirements. At the time of site plan approval for each respective phase of development the Applicant shall grant public access easements over the private sidewalks located within such phase.
2. **Route 29 Trail.** Subject to DPWES approval, the Applicant shall construct a ten-foot wide sidewalk/bike trail within the ROW across the Route 29 frontage of the Property, as generally shown on the CDPA/FDPA. The Applicant and its successor UOA (as defined below) shall maintain such sidewalk.
3. **Crosswalk at Future Eskridge Road/ Route 29 Intersection.** The Applicant shall provide pedestrian cross-walk striping as shall be approved by VDOT for each VDOT-designated pedestrian crossing of the Eskridge Road/Route 29 intersection.
4. **Pedestrian Connection to Luther Jackson Middle School.** A direct pedestrian access, which provides safe and convenient access for students residing within the subject Property during school hours, shall be provided generally as depicted on the CDPA/FDPA. The Applicant shall retain the right to restrict said access outside of school hours.
5. **Areawide Pedestrian Enhancements.** The Applicant shall contribute \$10,000 towards other areawide pedestrian enhancements to be used by the County within the area bounded by Route 50 to the south, Prosperity Avenue to the west, Gallows Road to the east and Lee Highway to the north.
6. **Bicycle Storage.**
 - A. **Office.** For office uses, secure bicycle storage shall be provided in the same location as the vehicular parking for the respective office building. Such storage

shall be provided at a rate of one (1) storage space per 20,000 square feet of office GFA.

- B. Residential. For residential uses, secure bicycle storage shall be provided in the same location as the vehicular parking for the respective multi-family residential building. Such storage shall be provided at a rate of one (1) storage space per eight (8) dwelling units.
- C. Single Family Attached Residential. For Town Houses secure bicycle storage will be provide in the garage.
- D. On-Street. "Public bike racks" shall be provided in the general locations shown on Sheet 40 of the CDPA/FDPA, although additional locations may be provided at the Applicant's sole discretion. The exact type and number of bike racks shall be determined at final engineering and design, but in no event shall each CDPA/FDPA location provide secure storage for fewer than eight (8) bicycles.

IX. TRANSPORTATION DEMAND MANAGEMENT PROGRAM

1. **Transportation Demand Management**. This Proffer and the Applicant's "Merrifield Town Center Mixed Use Development TDM Strategic Plan" dated September 10, 2007 prepared by UrbanTrans Consultants (the "TDM Strategic Plan") set forth the programmatic elements of a transportation demand management plan (the "TDM Plan") for the residential and office uses proposed as part of Merrifield Town Center. The Merrifield Town Center is envisioned by the County's Comprehensive Plan as a mixed-use, urban environment which should include retail, office, residential and theatre uses. One of the key objectives of the Town Center is to encourage alternative modes of transportation other than the single occupant vehicle. To help achieve this objective, the Comprehensive Plan recommends a mode split of at least 15% within suburban centers such as proposed with the Town Center. The greatest level of attainment would occur on those properties proximate to the Dunn Loring - Merrifield Metro rail station and is then tiered downward relative to a property's distance from the transit station platform. According to the Comprehensive Plan, the trip reduction objective for the Merrifield Town Center is 15%, given its distance from the Metro platform. As outlined in Proffer IX.3.A.i and ii, the Applicant has committed to a significantly higher reduction for the Property at Build Out than is recommended by the adopted Comprehensive Plan. Initially, the TDM Plan shall be implemented and maintained by the Applicant and

subsequently, as appropriate, the UOA/HOA/COA. For the purposes of this Proffer IX, under no circumstance shall the UOA/HOA/COA be deemed to be the Applicant, and the provisions of this Proffer applicable to the Applicant shall not apply to the UOA/HOA/COA, except as specifically noted.

The purpose of the TDM Plan is to encourage the use of transit (Metrorail and bus), other multiple occupant vehicle commuting modes, walking, biking and teleworking by employees, customers and residents who work and/or live in the buildings located on the Property. The TDM Plan shall complement the synergies expected from the Property and the numerous transportation systems management programs and improvements referenced elsewhere in these proffers.

2. Definitions.

- A. Applicant Control Period. The term "Applicant Control Period" shall be defined as the period starting upon the approval of this Rezoning Application and ending on the date when two (2) consecutive annual Trip Counts conducted starting at least one (1) full year after build out of the Property, as defined in Proffer IX.2.B below, shows that the trip reduction percentages listed in Proffer IX.3.A.i and/or ii have been met. The implementation of the TDM Plan may not be assigned to the UOA/HOA/COA until the Applicant Control Period has expired. Upon expiration of the Applicant Control Period, the Applicant shall have no further obligation under this Proffer IX, after which the on-going implementation of the TDM Plan and funding of the TDM Budget (and 10% contingency) shall be the responsibility of the UOA/HOA/COA as outlined in Proffer IX.4.L.
- B. Build Out. For purposes of this Proffer IX and the TDM Plan, "Build out" of the Proposed Development shall be defined to occur upon the issuance of (a) 100% of all RUPs for the residential units site plan approved and constructed on the Property in its entirety, (b) Non-Residential Use Permits ("Non-RUPs") representing 100% of the maximum floor area for the office uses site plan approved and constructed on the Property in its entirety, and (c) Non-RUPs representing 80% of the floor area for the retail and theatre uses constructed on the Property in its entirety.
- C. Peak Hour. The relevant weekday AM or PM "peak hour" shall be that 60-minute period during which the highest volume of mainline through volumes occurs between 6:00 and 9:00 AM and 4:00 to 7:00 PM, respectively, as determined by

mechanical and/or manual traffic counts conducted by a qualified traffic engineering firm at two select locations on Gallows Road between Routes 29 and 50 and on Route 29 between Prosperity Avenue and Gallows Road, and as approved by FCDOT. To determine the peak hour, such counts shall be collected beginning on a Monday at 2400 hours and continuing to the following Thursday at 2400 hours at a time of year that reflects typical travel demand conditions (e.g., September to November, not including a week containing a county/state/federal holiday or when area public schools are not in session). The methodology for determining the peak hour may be modified, in agreement between the Applicant (or the UOA/HOA/COA after the end of the Applicant Control Period) and FCDOT without requiring a PCA, in order to respond to technological and/or other improvements in trip counting.

- D. Pre-shuttle. For purposes of this Proffer IX and the TDM Plan, "Pre-shuttle" shall be the term used to define any time prior to operation of a shuttle/van system, by the Applicant or through a service provider contracted by the Applicant (the "Shuttle"), and providing service between the Property and the Dunn Loring Merrifield Metro Station as set forth in Proffer VI.10.
- E. Post-shuttle. For purposes of this Proffer IX and the TDM Plan, "Post-shuttle" shall be the term used to define any time after the issuance of the first RUP for the third residential building constructed on the Property and after the initiation of operation of a shuttle/van system, by the Applicant or through a service provider contracted by the Applicant, and providing service between the Property and the Dunn Loring Merrifield Metro Station as set forth in Proffer VI.10.
- F. Areawide Circulator. For purposes of this Proffer IX and the TDM Plan, "Areawide Circulator" shall be the term used to define a shuttle and/or bus/van system that is owned/operated/maintained by a third party (i.e., the County, a Transportation Management Association or others) and that provides service to, and circulation within, the greater Merrifield Suburban Center Area.
- G. TDM Program Manager. The Applicant, and subsequently the UOA/HOA/COA, shall appoint a qualified individual to be the Program Manager ("PM") for the TDM program. The PM's duties shall be to develop, implement and monitor the various components of the TDM Plan, and to revise the TDM Plan as appropriate. The PM shall oversee all elements of the TDM Plan and act as the liaison between

the Applicant, and subsequently the UOA/HOA/COA, and FCDOT. The PM may be employed either directly by the Applicant/UOA/HOA/COA or by a management company under a management contract with the Applicant/UOA/HOA/COA. The PM position may be part of other duties assigned to the individual.

- H. TDM Account. The TDM Account shall be an interest bearing account established by the Applicant with a banking or financial institution qualified to do business in Virginia and used by the PM each year to implement the TDM Plan in accordance with the TDM Budget as defined in Proffer IX.2.I below.
 - I. TDM Budget. The "TDM Budget" is defined as the estimated costs plus 10% (the "TDM Budget Contingency") needed to implement the TDM Plan in any given calendar year. The TDM Budget may be less than, but in any event shall be no more than \$236,300 (including the 10% TDM Budget Contingency and including approximately \$90,000 as the projected annual cost of the Shuttle) per full calendar year (as such amount may have been adjusted annually based on changes in the "CPI" from a base year of 2008) as required by the FCDOT. However, the Applicant may, at its sole discretion, increase the TDM Budget (including the 10% Budget Contingency) for any calendar year if necessary in order to achieve the trip reduction goals outlined in Proffer IX.3.A.i and/or ii.
 - J. TDM Remedy Fund. The "TDM Remedy Fund" shall be an interest bearing account, separate and distinct from the TDM Account, established by the Applicant with a banking or financial institution qualified to do business in Virginia and used to supplement additional strategies which may be required to achieve the goals established in Proffer IX.3.A.i and/or ii, and for which funding is not immediately available in the TDM Account.
 - K. TDM Penalty Fund. The "TDM Penalty Fund" is an account into which the Applicant shall deposit penalty payments as may be required in accordance with Proffer IX.4.M.
3. Trip Reduction Goals. The goal of the TDM Plan is to reduce the number of weekday peak hour vehicle trips generated by the residential and office uses on the Property through the use of mass transit, ride-sharing and other strategies. The Property shall be designed to maximize interactions among the various uses on the Property such that fewer automobile trips will occur within the site and on the external road network

through the creation of synergistic relationships among the uses within the Property. In addition, the implementation of the Shuttle Service, as well as enhanced pedestrian and bike facilities will provide convenient and safe access to nearby Metrorail and bus facilities thereby encouraging commuting options other than the automobile to residents, employees and visitors to the Property.

A. Percentage Reductions. The objective of the TDM Plan shall be to reduce the number of baseline vehicle trips (as defined in Proffer IX.3.B below) generated by the residential and office uses on the Property during weekday peak hours as set forth in the following tables and as estimated in accordance with Proffer IX.3.B below. The number of vehicle trips generated by the proposed residential and office uses shall be separately measured so that appropriate remedial actions may be undertaken as required to address the trip generation associated with a specific type of use. The types of actions that will be undertaken at each phase are described in the TDM Strategic Plan and in these proffers.

i. Residential Goals.

	Percent Reduction
Phase 1	
- Pre-shuttle	7%
Phase 2	
- Post-shuttle/Pre-build out	13%
Phase 3	
- Post-shuttle/Post build out	26%
Phase 4	
- Post-shuttle/Post Areawide circulator	30%

ii. Office Goals.

	Percent Reduction
Phase 1	
- Pre-build out	9%
Phase 2	
- Post build out	20%

B. Baseline Vehicle Trips. The baseline number of weekday peak hour vehicular trips to be reduced from the proposed new residential and office uses will be based on the percentage reduction (shown in the table above for the respective use and phase of development) of total peak hour trips otherwise generated by the Property according to methods set forth in the ITE, 7th edition, Trip Generation manual for Land Use Codes 230 and 710 for the residential and office uses respectively. The number of residential units and office floor area for each phase will be based on those amounts reflected on individual approved site plans for the specific residential and office uses. In the event at Build Out the Applicant has constructed fewer than 749 residential units and/or 150,000 gross square feet (GSF) of office uses, respectively, then the baseline trip generation at Build Out shall be calculated as if 749 residential units and 150,000 GSF of office uses had actually been constructed.

4. Components of the TDM Plan. In order to meet the Trip Reduction Goals set forth in Proffer IX.3.A.i and ii, a TDM Plan shall be adopted and implemented by the Applicant, subject to FCDOT approval. The minimum components of the TDM Plan are specified in this Proffer and may be subsequently adjusted by mutual agreement between the Applicant (and subsequently the UOA/HOA/COA, as applicable) and FCDOT. All adjustments to the components of the TDM Plan contained in this Proffer IX.4 shall be approved by FCDOT and will not require a PCA. The TDM Plan shall include, at a minimum, those provisions pertaining to the residential and office uses on the Property as listed below, as well as those listed below pertaining to the retail and hotel uses, as qualified by Proffer X below. The minimum TDM Plan components are further described in the TDM Strategic Plan. The TDM Strategic Plan also includes information about possible supplemental TDM Plan components. In addition to the timing, phasing

and implementation information in this Proffer, more detail is provided in the TDM Strategic Plan.

A. Shuttle Component Applicable to the Property. The Applicant shall provide the following in conjunction with the TDM Plan

- i. *Shuttle* -- Prior to the issuance of an initial RUP for the 400th dwelling unit or the 1st RUP within the third residential building to be constructed on the Property, whichever first occurs, the Applicant, individually or in conjunction with other property owners and/or developers within the Merrifield Town Center and the Dunn Loring Transit Station Area, shall operate or contract with a third party to operate and maintain the Shuttle for use by the residents and employees of the Property to provide access to and from the Dunn Loring Metro Station. Such service shall be available, excluding Sundays, national holidays and snow emergency days, during the morning peak (6:00 a.m. to 10:00 a.m.) and evening peak (3:00 p.m. to 7:00 p.m.) hours on weekdays, and may (in the Applicant's sole discretion) run on Saturdays between 11:00 a.m. and 6:00 p.m. Seating capacity of such Shuttle vehicle and the frequency of trips shall be adjusted to reasonably meet demand as determined by periodic surveys/evaluations and in consultation with FCDOT. Adequacy and success of the Shuttle service shall be evaluated as part of the Annual Report submitted in accordance with Proffer IX.4.J.ii. The on-site Shuttle program may be adjusted or discontinued, as deemed appropriate after consultation with FCDOT and based upon usage and effectiveness as demonstrated by the respective Annual Report. The Applicant shall work with FCDOT and other property owners and/or developers within the Merrifield Town Center and Dunn Loring Transit Station Area to develop methods whereby usage of the Shuttle by others than residents and employees of the Property may be facilitated so long as no cost, beyond that necessary to satisfy Applicant's obligation towards residents and employees of the Property, shall be incurred by the Applicant in the provision of such expanded service.
- ii. *Pro Rata Shuttle Contribution* -- Should an Areawide Circulator (as defined in Proffer IX.2.F) be established to link uses within the Merrifield

Suburban Center, including the Dunn Loring Metro Station and locations within the Property, then the Applicant may discontinue, or may be relieved from the burden of establishing and continuing, the Shuttle service described in Proffer VI.10, but in lieu thereof shall contribute to said Areawide Circulator on a pro rata basis (Applicant's pro rata share shall be determined annually by applying to the annual cost of operating and maintaining the Areawide Circulator, the percentage derived by dividing into the GFA of residential and non-residential square feet developed on the Property for which occupancy permits have been issued, the total square feet of GFA of residential and non-residential uses for which occupancy permits have been issued on all of the properties within the Merrifield Suburban Center served by said Areawide Circulator). Further, Applicant may, in lieu of establishing the Property's own Shuttle (as committed in Proffer IX.4.A above) assist, at a cost not to exceed \$50,000, in establishing said Areawide Circulator by funding acquisition of the initial Circulator Vehicle or otherwise, so long as the Areawide Circulator's ongoing operation and expense beyond Applicant's pro rata share of said cost is provided by others, such as through a Pro Rata contribution system or a Business Improvement District.

- B.** TDM Components Applicable to the Property. In addition to the Shuttle proffers outlined in Proffer IX.4.A. above, at a minimum, the TDM Plan shall contain the following elements:
- i. *TDM Network* -- Establishment of a network of designated on-site TDM contacts among the Applicant, the UOA/HOA/COA, office building tenants, property managers and FCDOT through which to coordinate the implementation of the TDM Plan.
 - ii. *Meetings with Community Groups* -- The PM shall organize and attend meetings with community groups and/or other organizations within the greater Merrifield Suburban Center that have a mutual interest in furthering the success of TDM programming and the effectiveness of mass transit and other non-SOV commuting measures.

- iii. *Website* -- Develop and maintain a TDM website for the Property that includes multi-modal transportation information, real-time travel and transit data, and links to transportation and telework sites.
- iv. *Personal outreach* -- Personal outreach by the PM to all new commercial/residential tenants to explain the TDM program and transit options.
- v. *Dissemination of information* -- Dissemination of information relevant to patrons and customers of the proposed new retail/commercial uses, residents, and office and hotel employees and guests about transit benefits programs, maps and schedules offered by WMATA, Fairfax Connector, the on-site shuttle provider and/or other transit providers.
- vi. *Transit benefits* -- Encouragement of employers to offer employee benefit options, including parking cash out, pre-tax/payroll subsidies for transit and vanpool fares, flex-time and alternative work schedule programs and live-near-work incentives.
- vii. *Telework programs and telework facility* -- The Applicant shall provide space on the Property for a business center for use by residents of the Property. The facility shall consist of a minimum of 500 square feet of gross floor area and shall have copier facilities, a fax machine and access to lap-top hook up stations with secure internet access, private space for phone calls, and access to a washroom. Dwelling units in all residential buildings shall include wiring and access ports capable of carrying broadband internet access.
- viii. *Car sharing* -- Car sharing program(s) subject to agreement with third-party vendor(s) (such as ZipCar or FlexCar).
- ix. *Ridematching assistance, carpools, vanpools and guaranteed ride home* -- Vanpool and carpool formation programs, including Fairfax County ride matching services, and coordination with established local and regional guaranteed ride home programs.
- x. *Parking management plan* -- A parking management plan, which shall include dedication of convenient parking spaces for carpools/vanpools and shared car services throughout the Property, as generally reflected on

Sheet 40 of the CDPA/FDPA, as well as incentives/benefits to residential carpoolers.

- xi. *Vans and shuttles* -- The Applicant shall provide van and shuttle pick-up and drop-off points on the Property as generally reflected on Sheet 40 of the CDPA/FDPA, and shall allow and encourage employer, hotel and other shuttle services that are operating in the Merrifield Suburban area to stop at such points to pick-up or drop off employees and patrons.
- xii. *Pedestrian Connections* -- The applicant shall provide an integrated system of on-site sidewalks and trails within the Property as reflected on the CDPA/FDPA. The PM shall provide information to residents and employees as to the best pedestrian route(s) to take to and from the Dunn Loring Metro.
- xiii. *Bicycle Facilities* -- The Applicant shall provide bicycle racks along the internal streets and within residential and office buildings and parking structures as designated on Sheet 40 of the CDPA/FDPA and in Proffer VIII.6. The PM shall coordinate with the Halsted, Dunn Loring Metro, and Wilton House HOAs to encourage those residents to bike to the Property.

C. Additional TDM Components Applicable to Residential Buildings Only. In addition to the TDM program components described in Proffer IX.4.A.i through xiii above, at a minimum, the TDM Plan shall also have the following components as applicable to residents of the Property.

- i. *In-Unit Internet Access* -- All residential units shall be pre-wired to provide Internet access (or other technology that may become available) to permit residents to access the Internet from home.
- ii. *Sales/leasing marketing program* -- A targeted marketing program for residential sales/leases that encourages and attracts TDM-oriented people such as one and no-car individuals and families to live on the Property as well as a targeted marketing program to encourage on-site and nearby office workers to live in the on-site residential buildings. The Applicant shall actively support the PM in efforts to encourage employees of office tenants both on-site and elsewhere in Merrifield to live in the residential

units on the Property through discussions between executives and officers of the office tenants and executives and officers of the Applicant.

- iii. *TDM incentives* -- One time distribution of fare media or other incentives to all initial residents of driving age as an incentive to occupancy.
- iv. *Transportation advising* -- "Personalized transportation advising" integrated into new unit walk-throughs, including appropriate training of sales/leasing agents.

D. Additional TDM Components Applicable to Office Building Only. In addition to the TDM program components described in Proffer IX.4.A.i through xiii above, at a minimum, the TDM Plan shall also have the following components as applicable to the office building tenants and employees:

- i. *Matching On-Site Office Employees to On-Site Residential Units* -- Residential units shall be marketed to on-site office employers and workers, including providing information in prospective tenant packages and possible discounts or financial incentives to those employees who live and work on the Property. The Applicant shall actively support the PM in the efforts to encourage office tenants and their employees to live in the residential units on the Property through discussions between executives and officers of the office tenants and executives and officers of the Applicant.
- ii. *Leasing Packages* -- Integration of transportation information and education materials into office leasing packages, including outreach efforts to tenants and their respective corporate management about the quality of life, financial and employee retention benefits associated with participation in the program.

E. TDM Program Manager (PM). Within 30 days after the issuance of the building permit for the first residential or office building on the Property, the Applicant shall appoint, as provided in Proffer IX.2.G, a PM for the project whose responsibilities shall include development and implementation of the TDM Plan. The PM position may be part of other duties assigned to the individual. The Applicant shall provide written notice to FCDOT of the appointment of the PM within fourteen (14) days after such appointment and shall furnish FCDOT his/her qualifications, and thereafter shall do the same within fourteen (14) days of any

change in such appointment. Following the initial appointment of the PM, the Applicant or the UOA/HOA/COA, as applicable, shall continuously employ, or cause to be employed as specified above, a PM for the Property.

- F. PM Office. The Applicant, and subsequently the UOA/HOA/COA, shall provide a centrally-located office for the PM and space for TDM products, services and program offerings available to residents, businesses, customers and visitors to the Property. The office may be located within a Property Management office, designated business center, or elsewhere on the Property.
- G. TDM Plan and Budget. Within sixty (60) days after the PM has been appointed by the Applicant and no later than ninety (90) days after issuance of the building permit for the first residential or office building on the Property, the Applicant, through the PM, shall prepare and submit an initial TDM Plan to FCDOT and shall request in writing the County's review and comment. The TDM Plan shall include (i) the start-up components of the TDM Plan that will be put in place both before and after the commencement of the Shuttle as outlined in Proffer IX.4.A and (ii) an initial budget sufficient to implement the TDM Plan for the remainder of the year and for the next calendar year (the "TDM Budget") plus ten (10) percent, which amount shall not be more than \$236,300 for each full calendar year (as such amount may have been adjusted annually based on changes in the "CPI" from a base year of 2008) unless increased at the sole discretion of the Applicant. With the submission of the initial TDM Plan, the Applicant shall provide the County with a copy of the approved proffers and the TDM Strategic Plan. If FCDOT has not responded with any comments to the Applicant within sixty (60) days of receipt of the initial TDM Plan and TDM Budget, the TDM Plan and TDM Budget shall be deemed approved. The Applicant shall provide written final plan and budget documentation demonstrating the establishment of the TDM Budget to FCDOT no later than thirty (30) days after FCDOT's response to the proposed TDM Budget and Plan or following the sixty (60) day period described above.

Thereafter, the PM shall re-establish the TDM Budget for each successive calendar year, which shall cover the costs of implementation of the TDM Plan for such year (including the TDM Budget Contingency). The PM shall furnish a copy of the TDM Budget and TDM Plan for each year to the FCDOT and shall

request in writing the County's review and comment in conjunction with the submission of the Annual Report as outlined in Proffer IX.4.J.ii A line item for the TDM Account shall be included in the UOA/HOA/COA budget upon the establishment of the same. The association documents that establish and control the UOA/HOA/COA shall provide that the TDM Account shall not be eliminated as a line item in the UOA/HOA/COA budget and that funds in the TDM Account shall not be utilized for purposes other than to fund TDM strategies. The TDM Account shall be funded solely by the Applicant until such time as assessments of residents and commercial owners are implemented as provided in the UOA/HOA/COA documents.

H. TDM Account

- i. Initial Funding. Within thirty (30) days after FCDOT's response to the initial TDM Budget and TDM Plan or following the sixty (60) day process described above, the Applicant shall establish and fund the TDM Account in an amount equal to the initial TDM Budget for the TDM Plan and including the TDM Budget Contingency. The purpose of the TDM Account shall be to fund the TDM Budget as defined in Proffer IX.2.I. The TDM Account shall be established as an interest bearing account with a banking or other financial institution qualified to do business in Virginia. All interest earned on the account principal shall remain in the TDM Account and shall be used for TDM Plan purposes. The Applicant shall provide written documentation demonstrating the establishment of the TDM Account to FCDOT within fourteen (14) days of its establishment. Funds in the TDM Account shall be utilized by the PM each year to implement the TDM Plan in accordance with the TDM Budget.
- ii. Excess Funds in TDM Account. Any funds remaining in the TDM Account at the end of any given year shall be carried over into the following year's TDM Budget or transferred, in the Applicant's sole discretion, in whole or in part to the TDM Remedy Fund and/or Incentive Fund, as defined, respectively, in Proffers IX.4.H and IX.4.I, below.
- iii. Annual Funding. The TDM Account (as such amount may have been adjusted annually based on changes in the "CPI" from a base year of 2008) shall be replenished annually, following the establishment of each year's

TDM Budget and any transfer of funds, as described in this Proffer IX, solely by the Applicant, in such amount as is necessary to achieve the respective year's TDM Budget as approved by FCDOT, until such time as assessments of residents and commercial owners are implemented as provided in the UOA/HOA/COA documents.

iv. Transfer to UOA. The TDM Account shall be managed by the Applicant (and not the UOA/HOA/COA) until the Applicant Control Period has expired. Thereafter, management of the TDM Account will become the responsibility of the UOA/HOA/COA as appropriate.

I. TDM Remedy Fund. At the same time that the Applicant creates and funds the TDM Account, the Applicant shall establish a separate interest bearing account referred to as the "TDM Remedy Fund." All interest earned on the principal in this account shall be added to the principal in the TDM Remedy Fund and shall be used for TDM Remedy purposes. The Applicant shall provide an initial contribution to the TDM Remedy Fund at the time said fund is established in the amount of \$50,000 (as such amount may have been adjusted annually based on changes in the "CPI" from a base year of 2008). Funds from the TDM Remedy Fund shall be drawn upon only for purposes of immediate need of TDM funding to serve the Property, and may be drawn upon prior to any TDM Budget adjustments that may be required under Proffer IX.4.K.iv.b.ii. Upon expiration of the Applicant Control Period, the Applicant shall transfer the TDM Remedy Fund to the UOA/HOA/COA for TDM purposes.

J. TDM Incentive Fund. Prior to the issuance of the initial RUP for each Residential Building and the initial Non-RUP for the office uses site plan approved and constructed on the Property, the Applicant shall make a one time contribution (as such amount may have been adjusted annually based on changes in the "CPI" from a base year of 2008) of \$50 per unit in each respective residential building and \$0.10 per gross square foot of office use for which an initial Non-RUP is issued, to a segregated sub-account in the TDM Account to fund a transit incentive program for, respectively, initial purchasers and/or lessees of the residential units or office uses. Such program shall be prepared by the Applicant through the PM and in coordination with FCDOT and shall include consideration for fare media distribution and value loading, financing incentives, and alternative

incentives (such as grocery delivery) tailored to residents and office tenants on the Property. The TDM Incentive Fund shall be established as an interest bearing account with a banking or other financial institution qualified to do business in Virginia. All interest earned on the account principal shall remain in the TDM Incentive Fund and shall be used for TDM incentive purposes only.

K. Monitoring and Reporting.

- i. Annual Surveys. Between September and November, beginning one year after the issuance of the first building permit for the first residential or the first office building on the Property, whichever first occurs, and continuing annually thereafter until the Applicant Control Period expires, the PM shall conduct a survey of residents and/or office tenants designed to evaluate the effectiveness of the TDM Plan in meeting the TDM Goals applicable at that time and to evaluate the need for adjustments to the TDM Plan. The PM shall coordinate the draft Annual Survey materials and the methodology for validating the Survey results with FCDOT at a minimum sixty (60) days prior to each year's Survey. If an Annual Survey reveals changes to the TDM Plan are needed or advisable, then the PM shall coordinate such changes with FCDOT and, as necessary, adjust the following year's Budget and implement the revisions. The PM shall submit to FCDOT as part of each Annual Report (as outlined in Proffer IX.4.J.ii) an analysis of the Annual Surveys. Such analysis shall include at a minimum:
 - a. A description of the TDM measures in effect for the survey period and a description of how such measures have been implemented.
 - b. The number of people surveyed and the number of people who responded.
 - c. The results of the surveys taken during the survey period.
 - d. The number of residents, employees and/or others participating in the TDM programs.
 - e. An evaluation of the effectiveness of the TDM program elements in place, including their effectiveness at achieving the TDM Goals, and if necessary, proposed modifications to the Plan.

- f. A description of the uses constructed and occupied on the Property at the time the Survey was conducted.

Notwithstanding the aforesaid, no such annual survey or analysis shall be required until there exists on the Property a threshold critical mass (400 occupied dwelling units) to conduct a meaningful survey and analysis, or as determined by FCDOT. Additionally, upon expiration of the Applicant Control period, the PM shall conduct such surveys every three years for inclusion in the Annual Report.

- ii. Annual Report. The PM shall report annually on the TDM Plan to the FCDOT (the "Annual Report") no later than January 31st of each calendar year after completion of the Annual Survey described in Proffer IX.4.J.i. The Annual Report shall include (a) a description of the TDM strategic efforts for the year, including, as applicable, sample marketing materials, (b) a financial statement that includes the TDM Budget for the year and a detailed summary of actual TDM Plan revenues and expenditures for the preceding year, (c) a summary of the levels of occupancy in the buildings that have been completed in the Proposed Development, (d) an analysis of the results of the Annual Survey, (e) a compilation and analysis of the results of any Trip Counts that were conducted during the year, (f) discussion of any changes proposed to the TDM Plan, (g) the amount of money then on deposit in the TDM Penalty, Incentive and Remedy Funds, and (h) utilization of the on-site shuttle service if available and operational.
- iii. Adjustments to Calendar and Due Dates. At the mutual agreement of the FCDOT and the PM, the due dates for the delivery of the Annual Report may be altered by up to sixty (60) days if changes have occurred, or appear to have occurred, in trip characteristics resulting from other events.
- iv. Meetings with FCDOT. The PM shall meet with FCDOT annually, or as mutually agreed upon, after submission of the Annual Report to discuss the results of the Trip Counts, the Annual Survey, the Annual Report and the TDM Plan.

L. Trip Counts

- i. Annual Trip Counts. The PM shall conduct a Trip Count annually between September 1st and November 30th (excluding weeks containing a county, state or federal holiday or when County public schools are not in session such as Thanksgiving week) beginning with the year following the issuance of the 100th RUP for the first residential building or Non-RUP for the first 50,000 square feet of office use constructed on the Property, whichever first occurs. The purpose of such Trip Count is to measure the actual vehicle trips generated by the residential and office uses constructed on the Property as of the date the Trip Count is completed and to evaluate whether such vehicle trips are less than, equal to or greater than the applicable phased TDM Goal (which is determined by the level of development completed and whether the point in time is pre-or post shuttle) set forth in Proffer IX.3.A.i and .ii above. Trip Counts provided to FCDOT shall include information on the percentage of RUPs and Non-RUPs issued for the Proposed Development as of the date of the Trip Count.
- ii. Methods. For purposes of this Proffer, Trip Counts shall be measured on three (3) days over a maximum two-week period (but not including a week containing a county, state or federal holiday or when area public schools are not in session) between September 1 and November 30 of each calendar year, or such other time as the PM and FCDOT shall mutually determine. At least sixty (60) days prior to conducting the Trip Counts, the PM shall meet with FCDOT to review and reach agreement on the dates and methodology for the Trip Counts and the analyses to be done after the Trip Counts are complete. The Trip Counts shall include Peak Hour counts of vehicles entering and exiting driveways to residential and office buildings on the Property. The Trip Counts shall be conducted so that only trips generated by the residential and office uses on the Property shall be counted (i.e. cut-through trips, transit trips, retail/hotel trips, etc., shall be excluded). Values will be provided for each residential and office building included on the Property, and a sum of vehicle trips generated by the residential and the office uses on the Property will be calculated by use.

Residents and tenants *shall not* be advised of the date Trip Counts will be conducted.

- iii. Frequency of Trip Counts. Once initiated, the PM shall conduct Trip Counts annually until such time as two (2) consecutive annual Trip Counts conducted starting at least one (1) full calendar year after the Property reaches Build Out as defined in Proffer IX.2.B show that vehicle trips generated by the residential units and office uses are less than or equal to the Phased TDM Goal as applicable. If the results of two (2) consecutive Trip Counts reveal that the TDM Goal after Build Out has been met, then the Applicant Control Period shall expire as provided in Proffer IX.2.A above, and the Applicant shall have no further responsibility under Proffer IX. Thereafter, the UOA/HOA/COA shall be responsible for the on-going implementation of the TDM Plan pursuant to Proffer IX.4.L and shall conduct additional Trip Counts as set forth in Proffer IX.4.L. Notwithstanding the provisions of this paragraph, FCDOT may request Trip Counts be undertaken at any time to validate traffic data, but not more frequently than once per calendar year. If such requests are made by FCDOT, the PM shall conduct the requested Trip Counts within sixty (60) days after the County's request or as may be agreed up with FCDOT.
- iv. Evaluation. The results of each Trip Count shall be compared to the trip reduction goals established in Proffer IX.3.A above for the then-applicable phase of development on the Property to determine whether actual traffic counts are equal to, less than or greater than the maximum allowed trips for the then-applicable TDM Goal as calculated in accordance with Proffer IX.3.v
 - a. Pre-Build Out
 - i. In the event the trips generated by the residential units and office uses prior to Build Out, as defined in Proffer IX.2.B, are equal to or less than the maximum allowed trips established in accordance with Proffer IX.3.A.i and i or ii and IX.3.B above, as determined for the then-applicable development phase of the Property, then (i) no penalty is owed, and (ii) the Applicant or the PM shall continue to

administer the TDM Plan in the ordinary course, in accordance with the provisions of these Proffers, until Build Out is reached, after which Proffer IX.4.K.iv.b below shall apply.

- ii. In the event the trips generated by the residential units and/or office uses prior to Build Out, as defined in Proffer IX.2.B are greater than the maximum allowed trips set forth in Proffer IX.3.A.i and/or .ii above, as determined for the then-applicable development phase of the Property, then the PM shall (i) develop modifications to the TDM Plan and the TDM Budget and/or implement certain of the supplemental strategies as outlined in the TDM Strategic Plan to address the surplus of trips, (ii) submit any such revisions to the TDM Plan and TDM Budget to FCDOT as part of the Annual Report as outlined in Proffer IX.4.J.ii and request in writing the County's review and concurrence, and (iii) pay no penalties. If no written response is provided by FCDOT within sixty (60) days after receipt of the Annual Report, the PM's revisions to the TDM Plan and updated TDM Budget shall be deemed approved. Following approval of the revised TDM Plan and updated TDM Budget or after the sixty (60) day period outlined above, the PM shall (a) increase the TDM Account with TDM Remedy Funds, if necessary and in the Applicant's sole discretion, in order to cover any proportional additional costs to implement the updated TDM Budget; and (b) implement the provisions of the revised TDM Plan

b. Build Out.

- i. In the event the trips generated by the residential units and the office uses at the time of the initial or subsequent trip counts after Build Out reveal that the applicable trip reduction goals outlined in Proffer IX.3.A have not been

met, then the Applicant shall (a) pay into the TDM Penalty Fund in accordance with Proffer IX.4.M below and (b) (i) develop modifications to the to the TDM Plan and the TDM Budget and/or (ii) implement one or more of the supplemental strategies outlined in the TDM Strategic Plan to address the surplus of trips. The PM shall submit any such revision to the TDM Plan and TDM Budget to FCDOT as part of the Annual Report as outlined in Proffer IX.4.J.ii and request in writing the County's review and concurrence. If no written response is provided by FCDOT within sixty (60) days of receipt of the Annual Report, the PM's revisions to the TDM Plan and updated TDM Budget shall be deemed approved. Following approval of the revised TDM Plan and updated TDM Budget or after the sixty (60) day period outlined above, the PM shall (a) increase the TDM Account with TDM Remedy Funds at the applicant's sole discretion, if necessary, in order to cover any proportional additional costs to implement the updated TDM Budget; and (b) implement the provisions of the revised TDM Plan.

- ii. If two (2) consecutive annual Trip Counts conducted in accordance with this Proffer reveal that the trip reduction goals outlined in Proffer IX.3.A have been met after Build Out of the Property, as defined in Proffer IX.2.B, then (i) no penalty is owed, (ii) the PM shall continue to administer the TDM Plan in the ordinary course, in accordance with the provisions of these Proffers, and (iii) the Applicant Control Period Expires, after which Proffer IX.4.L below shall apply.

- M. Ongoing Implementation of TDM Plan. Once the Applicant Control Period has expired, the UOA/HOA/COA shall be responsible for ongoing implementation of the TDM Plan. The PM shall conduct additional Trip Counts at five (5) year intervals to determine whether the relevant Phase 3 (or Phase 4) TDM Goal, as

established by Proffer IX.3.A, continues to be met. In the event that an Annual Report submitted by the PM demonstrates significant enough reason to question whether the relevant Phase 3 or Phase 4 TDM Goal is met, then FCDOT may require the PM to conduct additional Trip Counts on a more frequent basis (but not more frequently than once per year) to determine whether, in fact, the relevant Phase 3 or Phase 4 TDM Goal is being met.

- i. Continuation of TDM Plan. In the event subsequent Trip Counts conducted after the Applicant Control Period has expired reveal that the actual trips generated remain equal to or less than the maximum number of trips permitted under the relevant Phase 3 or Phase 4 TDM Goal, then the PM shall continue to implement the TDM Plan and to make Annual Reports to FCDOT.
- ii. Further Revisions to TDM Plan. In the event any subsequent Trip Counts conducted after the Applicant Control Period has expired reveals that the actual number of trips generated by the residential and office uses are greater than the maximum number of trips permitted under the relevant Phase 3 or Phase 4 TDM Goal, as established by this Proffer, then the PM shall convene a meeting with FCDOT within forty-five (45) days of the completion of the respective Trip Count to review the results of the Trip Count and the TDM Plan then in place and to develop modifications to the TDM Plan and the TDM Budget to address the surplus of trips. The PM shall submit any revisions to the TDM Plan and TDM Budget to FCDOT within forty-five (45) days following this meeting and shall request in writing the County's review and concurrence. If no written response is provided by FCDOT within sixty (60) days upon receipt of the Annual Report, the PM's revisions to the TDM Plan and updated TDM Budget shall be deemed approved. Following approval of the revised TDM Plan and updated TDM Budget, the PM shall (a) draw down on the TDM Remedy Fund, as needed and available; (b) increase the TDM Account with TDM Remedy Funds, if necessary and available, in order to cover any proportional additional costs to implement the updated TDM Budget; and (c) implement the provisions of the revised TDM Plan as developed in consultation with FCDOT. The PM shall repeat the process above

(including annual trip counts, additional adjustments to the TDM Plan, additional funding and additional monitoring) annually until the relevant Phase 3 or 4 TDM Goal has been met for two (2) consecutive years, whereupon the PM shall then be required to conduct Trip Counts and surveys only at five (5) year intervals, as described above.

N. TDM Penalty Fund. Prior to the issuance of the first RUP for the first residential building or Non-RUP for the first office building on the Property, whichever first occurs, the Applicant (or its successor owner or developer, but not the UOA/HOA/COA) shall establish the TDM Penalty Fund.

i. Funding of TDM Penalty Fund: During the Applicant Control Period, if the results of any consecutive annual Trip Counts conducted starting at least one (1) full calendar year after the Property reaches Build Out reveal that the actual vehicle trips generated by the residential units and office uses exceeds the maximum number of trips permitted under the relevant Phase 3 or Phase 4 TDM Goal as outlined in Proffer IX.3.A, then the Applicant shall pay into the TDM Penalty Fund the amounts specified below, for each such failed annual Trip Count, for additional transportation incentives which will directly serve the Property. Such incentives shall include enhancements to the Shuttle, increased incentives, and/or a contribution to the establishment of the Areawide Circulator. The maximum aggregate amount of all penalties to be paid under Proffer IX.4.L.iv.b.i and Proffer IX.4.N. is \$100,000 (as such amount may have been adjusted annually based on changes in the "CPI" from a base year of 2008). No penalties shall be imposed while the Phase 1 and Phase 2 TDM Goals are applicable.

a. Failure up to 10%. A failure in the reduction of trips in either or both of the Peak Hours by ten percent (10%) or less requires the Applicant to make a payment to the TDM Penalty Fund of \$10,000.

b. Failure Greater than 10% but less than or equal to 15%. A failure in the reduction of trips in either or both of the Peak Hours by more than ten percent (10%) but less than or equal to fifteen

percent (15%) requires the Applicant to make a payment into the TDM Penalty Fund of \$15,000.

- c. Failure Greater than 15%. A failure in the reduction of trips in either or both of the peak hours by an amount greater than fifteen percent (15%) requires the Applicant to make a payment into the TDM Penalty Fund of \$30,000.

O. Enforcement. If the PM fails to timely submit the Annual Report to FCDOT as required by this Proffer, the County may thereafter issue the PM a notice stating that the PM has violated the terms of this Proffer IX.4.J and providing the PM sixty (60) days after receipt of said notice within which to cure such violation. If after such sixty (60) day period the PM has not submitted the delinquent Annual Report, then the Applicant and/or UOA/HOA/COA, as applicable, shall be subject to a penalty of \$200 per day payable to Fairfax County to be used for transit or transportation related improvements in the vicinity of the Property until such time as the report is submitted to FCDOT.

P. Notice to Owners. All residents, tenants and employers of the Merrifield Town Center shall be advised of the TDM Plan. UOA/COA/HOA members will be informed of their funding obligations pursuant to the requirements of this Proffer IX prior to the purchase of units, or execution of leases, and the requirements of the TDM Plan, including annual contributions (as provided herein) shall be included in all purchase/lease documents and within the UOA/COA/HOA documents.

X. TRANSPORTATION DEMAND MANAGEMENT PROGRAM SPECIFIC TO THE RETAIL/HOTEL USES.

1. Transportation Demand Management for Retail/Hotel Uses. As provided in Proffer IX.4.A, certain components of the TDM Plan are applicable to and will benefit the proposed retail/hotel uses on the Property. Also, the Applicant shall provide an additional TDM program that is tailored to specifically serve the Retail/Hotel Uses (the "Retail/Hotel TDM Program"). Solely for purposes of this Proffer X, "Retail" shall be defined as all non-residential and non-office uses on the Property.
2. Goals of the Retail/Hotel TDM Program. Because tenants of the Retail stores and Hotels and their employees work hours that are atypical of the standard work day, these

tenants and their employees do not necessarily travel to and from the Property during the Peak Hours. Given this, the Retail/Hotel TDM Program shall encourage Retail tenants, Hotel Guests and the Retail/Hotel employees to utilize transit, carpools, walking, biking and other non-Single Occupancy Vehicle ("non-SOV") modes of transportation to travel to and from the Property rather than focusing on the specific trip reductions during the AM or PM Peak Hours. The goal of the Retail/Hotel TDM Program is for 5% of the Retail store tenants, Hotel Guests and the Retail/Hotel employees to use non-SOV modes of transportation to commute to and from the Retail/Hotel uses on a regular basis.

3. **Components of the Retail/Hotel TDM Program.** The Retail/Hotel TDM Program shall include, at a minimum, the components applicable to the Property that are described in Proffer IX.4.A and the additional components provided below. These additional components may be subsequently amended by mutual agreement between the Applicant and FCDOT. All amendments to the components of the Retail/Hotel TDM Program contained in this Proffer shall be approved by FCDOT and will not require a PCA. The Retail/Hotel TDM Program components are further described in the TDM Strategic Plan.
 - A. **Employee/Tenant Meetings.** The PM shall hold, at a minimum, annual TDM meetings with the Retail owners and/or tenants and Hotel Managers, and their respective employees, to review the available transit options, adequacy of bus schedules (including hours of service), changes in transit service and other relevant transit-related topics. The PM shall invite Fairfax County and/or WMATA representatives to these meetings from time to time to speak to the group(s) about these and related subjects. Based on these meetings, the PM shall work with Fairfax County and/or WMATA to consider changes to the relevant services, such as changes to bus schedules, if such changes would provide better service to the Property tenants and their employees.
 - B. **Transit Incentives.** Utilizing the Retail/Hotel TDM Incentive Fund (described in paragraph C below), the PM shall provide financial incentives to Retail store tenants, Hotel guests and the Retail/Hotel employees to utilize transit. These incentives may include contests with fare card rewards, retail gift certificates and the like (for example—an award could be offered to the transit riding employee of the month/year or the tenant with the highest percentage of employees utilizing non-SOV transport to commute to and from the Retail uses).

- C. Regional TDM Incentive Programs. The PM shall make information available to Retail store tenants, Hotel Guests and the Retail/Hotel employees about programs that promote alternative commuting options. This shall include information on vanpools, carpools, guaranteed ride home and other programs offered by organizations in the Washington, D.C. Metropolitan Area.
 - D. Ridesharing. The PM shall assist Retail store tenants and the Retail/Hotel employees in forming carpools or vanpools and in providing convenient parking spaces to carpools or vanpools.
4. **Retail/Hotel TDM Incentive Fund.** The Applicant shall establish a Retail/Hotel TDM Incentive Fund for use exclusively by the Applicant with Retail and Hotel employers and their employees. Such incentives could include gift certificate awards, fare card contests and/or give-aways, transit fairs specific to the Retail tenants, Hotel Guests, and the Retail/Hotel employees and for similar inducements or incentive activities. The Applicant shall make a one-time contribution to this fund at the time that the first TDM Budget is approved and funded per Proffer IX in the amount of \$10,000. At such time as a Retail/Hotel employer elects to financially contribute to the Retail/Hotel TDM Program, such contributions shall be utilized in addition to the Applicant's contribution (that is, the Applicant's contribution shall not be reduced or offset in any way).
5. **Retail/Hotel TDM Program Participation Outreach.** The PM and the Applicant or Retail Manager shall endeavor in good faith to encourage participation by Retail tenants and Hotel Management in the Retail/Hotel TDM Program, including the encouragement of a financial participation by such Retail/Hotel employers through their direct offering of transit benefit programs and transit incentives to their employees. Actions taken by the PM and Property management in furtherance of this objective shall include dissemination of information to, and solicitation of participation from, the Retail/Hotel employer in-store management and executives or officers at their headquarters offices, at appropriate intervals.

The PM shall provide a report to the County with respect to the activities described in Proffer X.5 as a supplement to the Annual Report to be filed with the County in accordance with Proffer IX.4.J.ii. This report shall include detailed accounts of the outreach efforts and the feedback and response from the tenants.

XI. ENVIRONMENTAL

1. **Stormwater Management Master Plan.** Concurrent with the submission and approval of the first site plan for the Proposed Development, the Applicant shall submit to and obtain approval from DPWES of an Overall Master Stormwater Management Plan ("SWM Plan") for the Proposed Development. Following approval by DPWES of the SWM Plan, the Applicant thereafter shall submit an updated SWM Plan to DPWES for approval concurrent with all subsequent site plans submissions for the Proposed Development. These updated plans shall include any modifications to the stormwater detention or stormwater quality treatment program since the initial approval of the SWM Plan.
 - A. **Stormwater Quantity Goals.** The Property currently is served by two (2) stormwater detention ponds, which provide peak flow reduction for the 10-year storm, and serve 10.71-acres (northern pond) and 18.3-acres (southern pond), respectively, and which shall be replaced as follows. Upon the completion of the Proposed Development, there will be a minimum of two (2) underground facilities providing stormwater detention for the property. As is demonstrated in the calculations on the CDPA/FDPA, the peak flow rates in the new post-developed condition shall be reduced to the pre-developed "good forested" condition, as outlined in the PFM, and no credit for flow rates currently being generated by the subject property/detention facilities as currently developed shall be taken. The reduction of total discharge from the Property, as outlined above, shall apply to the sum of all stormwater flow from the Property at buildout and shall include Eskridge Road Improved. The control of runoff from the Eskridge Road Improved site shall include the increase in impervious area proposed in Fairfax County Plan #0561-PI-001 relative to the existing impervious area in said plan. The peak reduction will be on each facility combined. The discharge at either facility may vary from "good-forested" flows, so long as the reduction for the entire Property as a whole is achieved. A waiver to allow for underground detention, which includes an installation/maintenance cost burden estimate, has been submitted to Fairfax County DPWES. Development of the Property may be phased; the stormwater management quantity controls for each development phase shall provide detention capacity for the area proposed to be developed in

the subject phase as well as for any other development phase for which control was previously provided. The location and size of these facilities shall generally conform to that shown in the CDPA/FDPA.

B. Best Management Practices. As part of the stormwater management associated with the Property, Best Management Practice (BMP) techniques will be utilized to improve the water quality of the runoff from the Property in the post-developed condition. Through the use of BMP facilities, such as sand filters, storm filters, other Fairfax County approved methodologies, or any combination thereof, the phosphorous removal rate on the subject property in the post-developed condition shall be a minimum of 40%. The Applicant shall make best efforts to provide phosphorous removal efficiency between 40% and 47%. (It should be noted that the PRM portion of the subject property qualifies as re-development, and therefore is subject to a phosphorous removal rate as low as 10%, but a minimum of 40% removal for the Property as a whole at buildout shall be achieved.) Prior to approval, the SWM Plan shall demonstrate the entire Property shall achieve a minimum of 40% phosphorous removal rate as opposed to any re-development reduction credits. Development of the Property may be phased, thus the BMP controls for each development phase shall provide phosphorous removal at a minimum 40% rate for the area within the development phase, as well as any other development phase for which removal was previously provided. The location and type of BMP facilities shall generally conform to those shown in the CDPA/FDPA.

C. Green Roof. In addition to the above-referenced proffered minimum phosphorous removal, an "extensive green roof" shall be provided generally as shown on the CDPA/FDPA, which is to be designed in accordance with PFM requirements regarding green roof design. No credit toward the proffered minimum 40% phosphorous removal efficiency shall be taken for the design and implementation of said green roof. Said green roof shall be approximately 20,000 gross square feet in size and, at Applicant's discretion, shall be distributed across either Parcel A, B, or D, and provided generally in accordance with the details on Sheet 38 of the CDPA/FDPA.

Additionally, in the event that Parcel G is developed with a two-story structure, a minimum 5,000 s.f. green roof will be provided as long as Fairfax County

provides storm water quality and quantity credits for such a green roof assembly at the time of site plan approval for said building. If Parcel G is developed with a building of three or more stories, no green roof will be required for that Building.

D. Maintenance Responsibility.

- i. *Regular Maintenance.* Prior to initial site plan approval for the Proposed Development, the Applicant shall execute an agreement with the County in a form satisfactory to the County Attorney (the "SWM Agreement") providing for the perpetual maintenance of all of the elements of the SWM Plan, including the BMP, Green Roof, and underground detention facilities (collectively, the "SWM Facilities"). The SWM Agreement shall require the Applicant (or a successor UOA/HOA/COA) to contract with one or more maintenance/management companies to perform regular routine maintenance of the SWM Facilities and to provide a maintenance report annually to the Fairfax County Maintenance and Stormwater Management Division of DWPES. The UO/HOA/COA documents shall specify the maintenance responsibilities of the owners under the SWM Agreement.
- ii. *SWM Maintenance Fund.* Prior to issuance of the initial RUP for the first residential building to be constructed as part of the Proposed Development, the Applicant shall establish an account (the "SWM Maintenance Account") to be used for the on-going maintenance of the SWM Facilities located on or serving the Property. The SWM Maintenance Account shall be an interest-bearing account held by a financial institution authorized to do business in Virginia. As applicable, a line item for on-going maintenance of the SWM Facilities shall be included in the budget(s) for any UOA/HOA/OCA(s) established for the Proposed Development, and the fees collected for such purposes by the UOA/HOA/COA shall be deposited in the SWM Maintenance Account semi-annually. The association documents that establish and control the UO/HOA/COA shall provide that the SWM Maintenance Account shall not be eliminated as a line item in the UO/HOA/COA budget, and that funds in the SWM Maintenance Account shall not be utilized for purposes

other than to fund the maintenance of the SWM Facilities. Prior to issuance of first RUP for the first residential building, the Applicant shall make an initial contribution to the SWM Maintenance Account of \$44,464. The SWM Maintenance Account shall be funded through pro-rata assessments of the subsequent owners of the Proposed Development as set forth in the UOA/HOA/COA documents, as applicable.

- iii. *SWM Replacement Fund.* Prior to issuance of the initial RUP or Non-RUP or the first building to be constructed as part of the Proposed Development, the Applicant shall establish an account (the "SWM Replacement Account") to be used as an escrow account for the eventual replacement of the SWM Facilities located on or serving the Property. The SWM Replacement Account shall be an interest bearing account held by a financial institution authorized to do business in Virginia. As applicable, a line item for future replacement of the SWM Facilities shall be included in the budget(s) for any UOA/HOA/COA(s) established for the Proposed Development, and the fees collected for such purposes by the UOA/HOA/COA shall be deposited in the SWM Replacement Account annually. The association documents that establish and control the UO/HOA/COA shall provide that the SWM Replacement Account shall not be eliminated as a line item in the UOA/HOA/COA budget, and that funds in the SWM Replacement Account shall not be utilized for purposes other than to fund the replacement of the SWM Facilities. Prior to issuance of final RUP for the third residential building, the Applicant shall make a contribution to the SWM Replacement Account of \$27,000. The SWM Replacement Account shall be funded through pro-rata assessments of subsequent owners of the Proposed Development as set forth in the UOA/HOA/COA documents, as applicable.
- iv. *County Agreement.* The SWM Agreement shall address the following issues to the satisfaction of DPWES: (a) Future replacement of elements of the Stormwater Plan, when and as warranted; (b) Requirement for liability insurance in an amount reasonably acceptable to DPWES; and (c) Easements for County inspection and emergency maintenance to ensure that the facilities are maintained by the Applicant in good working order.

2. **Lighting.** All on-site outdoor and parking garage lighting fixtures, except as may otherwise be permitted in conjunction with a comprehensive signage program, shall be in accordance with the Performance Standards contained in Part 9 (Outdoor Lighting Standards) of Article 14 of the Zoning Ordinance. Lighting within the stair towers shall be designed to contain light within the tower and minimize light from spilling outward on adjacent residential properties. Light poles in surface parking lots and on the top level of parking decks shall use shielded cutoff fixtures and be directed inward and downward.
3. **Potential Hotel Noise Attenuation.** In the event a hotel and/or residential use are located within Parcels A or B, the following proffer shall be applicable.
 - A. In order to reduce interior noise to a level of approximately 45 dBA Ldn, for hotel rooms and/or residential units that are demonstrated, by a refined acoustical analysis as set forth in Paragraph B below, to be impacted by highway noise from Lee Highway (Route 29) having exterior façade noise levels projected to be above 60 dBA Ldn, such rooms/units shall be constructed with the following acoustical measures:
 - i. Exterior walls should have a laboratory sound transmission class (STC) rating of at least 39.
 - ii. Doors and glazing shall have a laboratory STC rating of at least 28 unless glazing constitutes more than 20% of any façade exposed to noise levels of Ldn 65 dBA or above.
 - iii. If glazing constitutes more than 20% of an exposed façade, then the glazing shall have a STC rating of at least 39.
 - iv. All surfaces should be sealed and caulked in accordance with methods approved by the American Society for Testing and Materials (ASTM) to minimize sound transmission.
 - B. The Applicant shall submit a refined acoustical analysis prior to the submission of building plans for Parcels A or B, whichever occurs first, showing a hotel and/or residential units in order to determine the affected rooms/ units (if any), and shall provide such appropriate interior noise attenuation measures as may be required based on the noise impact from Lee Highway (Route 29) on such building. Such analysis shall be submitted to and approved by DPZ and shall be based on the accepted methodology contained said refined analysis. Any changes to the hotel and/or residential use premised on the conclusions of such a refined acoustical

analysis shall be in substantial conformance with the CDPA/FDPA and these proffers, as determined by the Zoning Administrator.

- C. Building plans for the hotel and/or residential buildings shall depict the final noise contours and all locations of the respective building/rooms/units, if any, that are subject to noise mitigation as provided herein.

XII. LANDSCAPING AND OPEN SPACE

1. **Minimum Open Space.** As depicted on the CDPA/FDPA, within the PDC portion of the Application Property a minimum of 23 percent open space shall be provided, and within the PRM portion of the Property a minimum of 35 percent landscaped open space shall be provided in accordance with Zoning Ordinance requirements. Provision of the open space areas and improvements may occur in phases, concurrent with the phasing of development/construction of the Application Property. As such, the total area of open space provided at any given phase of development shall not be required to be equivalent to the minimum overall open space specified herein. Site plans (and subsequent revisions as may be applicable and relevant to landscaping) submitted for the respective phases of development shall include a landscape plan showing the open, streetscape and landscaping appurtenant to that respective phase of development, as generally shown on the CDPA/FDPA.
2. **Landscape Design.** Landscaping shall be generally consistent with the quality, quantity and the locations shown on CDPA/FDPA Sheets 10 through 14 entitled "Landscape Plan." Actual types, quantities and species of vegetation shall be determined pursuant to more detailed landscape plans submitted at the time of the first and all subsequent submissions of the site plans for each respective section, for review and approval by Urban Forest Management. Such landscape plans shall provide tree coverage and species diversity consistent with the PFM criteria, as determined by Urban Forest Management. Landscaping shown on the CDPA/FDPA may be modified, if in substantial conformance with that shown on the CDPA/FDPA as approved by the Zoning Administrator and Urban Forest Management, to allow for final engineering considerations, such as final utility locations, low impact development facilities, sight distance requirements and other requirements. The Applicant shall coordinate the location of any utilities within open space areas to allow sufficient planting depth for trees and other landscaping as shown on the CDPA/FDPA. As a priority, where reasonably feasible as determined by Urban

Forestry Management, DPWES, the Applicant shall install water, sanitary sewer and storm sewer utility lines within the street network to avoid conflicts with open space areas and streetscape elements shown on the CDPA/FDPA.

3. **Tree Size.** All shade trees provided as a part of the streetscape shall be minimum of 3 to 3.5 inches in caliper at the time of planting; all new flowering trees shall be a minimum of 2 inch caliper at the time of planting; and all new evergreen trees shall be a minimum of eight (8) feet in height at the time of planting, subject to the review and approval of the Urban Forester as shown on the CDPA/FDPA.
4. **Non-Invasive Plant Materials.** Only non-invasive plant materials, including street trees, shall be used within the streetscape and open space areas, subject to approval by the County Urban Forest Management Division.
5. **Public Access Easements.** The Applicant shall grant public pedestrian access easements over those specific open space areas identified on the CDPA/FDPA as "Public Open Space Areas." Such right of public access shall be subject to the right of the Applicant and the successor UOA and/or HOA/COAs, as applicable, to establish reasonable rules and regulations pertaining to hours of public access, maintenance, repairs and the like; provided, however, that hours for such public access shall be at least 6 a.m. to 1:00 a.m. on weekdays and 8 a.m. to 2:00 a.m. on weekends and holidays, subject to Applicant's right to temporary closures for necessary maintenance, repairs, safety, and public welfare considerations, and programmed events.
6. Alternative Planting Width Details: Site Plans submitted for the respective phases of development that are subject to the Alternative Planting Widths shall include a landscape plan for that phase of development in conformance with the PCA/FDPA. Tree Species and planting sites are set forth on the PCA/FDPA, subject to revision as may be approved by the Urban Forest Management Division for those trees counting toward Tree Canopy Coverage. Where minimum planting widths of 8 feet can not be provided, the Applicant shall use Structural specifications for all planting sites that are:
 - A minimum of 4' open surface width and 16 square feet open surface area for Category III and IV trees, with the tree located in the center of the open area;
 - A minimum rooting area of 8 feet wide (may be achieved with techniques to provide un-compacted soil below Pavement), with no barrier to root growth within four feet of the base of the tree;

- Soil volume for Category II and IV trees shall be a minimum of 700 cubic feet per tree for single trees. For two trees planted in a contiguous planting area, a total volume of at least 1200 cubic feet shall be provided. For three or more trees planted in a contiguous area, the soil volume shall equal to at least 500 cubic feet per tree. A contiguous area shall be any area that provides root access and soil conditions favorable for root growth throughout the entire area.
- Soil specifications in planting sites shall be provided in the planting notes to be included in all subsequent site plan submissions.

XIII. UTILITIES

1. **Underground Utilities**. The Applicant shall coordinate with utility companies (gas, power, telephone, cable etc.) to co-locate utilities where reasonably feasible. To the extent possible and as permitted by the applicable utilities companies, the Applicant shall place all utilities serving the Property underground. Upon request by the Applicant, the Zoning Administrator may waive/modify the requirement to place utilities underground without approval of a PCA upon a determination that such requirement (a) is infeasible or impractical or (b) would require the Applicant to secure easements or consents from third-parties that, despite having been diligently pursued by the Applicant, are not available.
2. **Sewer Coordination**. At the time of submission of a site plan for any building other than the theatre and its appurtenant parking structures, the Applicant shall provide DPWES with an analysis of the capacity of the sanitary sewer lines serving the Property. If the County determines that any sewer line serving the Property is inadequate, the Applicant shall upgrade or improve offsite sanitary sewer lines, as necessary and subject to a reimbursement agreement pursuant to County policy, to accommodate each phase of the Proposed Development at the time of issuance of Building Permits for the respective buildings.

XIV. RECREATIONAL FACILITIES

1. **On-Site Amenities and Facilities for Residents**. Pursuant to Paragraph 2 of Section 6-110 and Paragraph 2 of Section 16-404 of the Zoning Ordinance, the Applicant shall expend a minimum of \$955.00 per market-rate residential unit and \$1,600.00 per single family attached market-rate residential unit on on-site developed recreation facilities, as

described herein. Prior to final bond release for the Proposed Development, the balance of any funds not expended on-site for the items listed below and for the construction of the North and South Parks identified in Proffer XI(2) below, shall be contributed to the Fairfax County Park Authority ("FCPA") for the provision of recreation facilities located in proximity to the Property. To satisfy the above Zoning Ordinance requirement, the Applicant shall make the following facilities or amenities available for each multi-family residential building, provided that a substantially-comparable level of amenities are provided in each building or are shared among the buildings:

- A. Swimming pool;
- B. Interior courtyard areas, which may be located on the top deck of the parking structure(s) in the open area, shall include informal seating areas, landscaping, hardscape areas and passive recreation areas;
- C. One (1) bike storage space per every eight residential units in a building for use by residents of the building, which may be provided in the Cellar Space as defined in these Proffers;
- D. A fitness center, which is a minimum of 1,200 gross square feet in size and includes equipment such as stationary bikes, treadmills, weight machines, free weights, etc; and
- E. A business center, which is a minimum of 500 gross square feet in size and includes broadband or high-speed data connections (including "secure" voice and/or data connections), computers, facsimile machine and similar items.

F. If FDPA Option 2 (Sheet 9C) for Parcels C & E is constructed, then in addition to the minimum of \$955 per market rate unit expenditure referenced above, for those market rate residential units within Parcels C & E only, an additional \$350 per market rate residential unit will be expended on on-site recreational facilities which may include in addition to the above items, fitness lounge, cyber café, clubroom/party room, TV/theater areas, gaming center and conference room within the interior of the Buildings and a pool, private seating area(s), Zen garden with water feature, gas fire pit, and gas grills for outdoor entertaining within the exterior courtyards. Prior to final bond release for the Proposed Development, if FDPA Option 2 is constructed, the balance of any funds not expended within C&E for the items listed within this proffer, shall be contributed to the Fairfax County Park Authority ("FCPA") for the provision of recreation facilities located in proximity to the Property.

2. **On-Site Parks.** Two parks (described both below and also in the "Design Guidelines" referenced in "Urban Design" Proffer XVI.7 below) shall be provided on the Property and shall be interconnected through the use of a pedestrian-oriented promenade and an

attractive streetscape system lined with special landscape treatments, water features, outdoor seating and entertainment areas. Said parks, while retained in ownership by the Applicant, shall be subject to public access easements, which shall reserve to the Applicant the right to restrict access for special events or out of security and/or safety concerns. "North Park" shall be subject to programmatic access by the Park Authority pursuant to a separate "Memorandum of Understanding" between the Park Authority and the Applicant, which shall be executed by February 8, 2012. These parks shall be designed to enhance and complement land uses sited along "Festival Street," which shall serve as the "main street" of the development and may include both hardscape and softscape elements, generally as depicted on the CDPA/FDPA but subject to final engineering and architectural design changes by Applicant. These parks and associated linear walkway system shall be owned, programmed and maintained by the Applicant, which shall grant public access easements as described below:

- A. "North Park" shall consist of at least twenty-seven thousand square feet which, when combined with the 16,561 square feet in the adjacent "Uniwest" park, shall provide a minimum of a one-acre park and shall be designed to be integrated with the adjacent "Uniwest" park, which may be redesigned by the Applicant in accordance with a separate "Memorandum of Understanding" between the Park Authority and the Applicant, resulting in a large, active open space at a main entrance into the "Town Center." Water features and lawn space may be used to provide a casual backdrop to the first floor commercial uses which shall front on this park. North Park will function as a community-serving park and programmed with community oriented activities such as concerts, exhibits, seasonal festivals and other cultural events as programmed by Applicant pursuant to the previously mentioned Memorandum of Understanding

- B. "South Park," located on Parcel G and H between North Street and South Theater Drive, shall consist of approximately 22,000 square feet connecting District Avenue to the LJMS Ball Fields. The park will function as a community-serving park planned for family oriented uses to include lawn areas and seating areas.
"

- C. "Pocket Parks." The Applicant shall provide a minimum of one small "pocket park," which shall be directly accessible to pedestrians from Festival Street, and

shall include, but not be limited to, seating, planting, shaded areas and/or outside dining.

3. **Parcel I and J Facility Use:** The single family attached residents on Parcels I and J will have full access to the Parcel H multi-family building's pool and fitness facility, which will provide recreational alternatives to both the residents living in the multi-family building on Parcel H, as well as the townhouse residents living on Parcels I and J. Should the Hotel option for Parcel H be developed, a pool and fitness facility will be made available to the same townhouse residents living on Parcels I and J.

XV. SCHOOLS CONTRIBUTION

1. **Public Schools Contribution.** The Applicant shall contribute \$9,378 per student for students projected to be generated by this development to the Board of Supervisors for transfer to Fairfax County Public Schools ("FCPS") to be utilized for capital improvements and capacity enhancements at the schools that students generated by the Residential Buildings will attend. Said contribution shall be based on student yield ratios of .047, .013 and .027 per unit for elementary, middle and high school, respectively for multi-family and .204, .057, and .118 per unit for elementary, middle, and high school, respectively for single-family attached. Such contribution shall be made at the time of final approval of the site plan for each residential building triggering the FCPS contribution for the students generated by that respective residential building.
2. **Escalation in Schools Contribution.** If, prior to site plan approval for the respective residential buildings, Fairfax County should increase the accepted ratio of students per subject multifamily unit or the amount of the contribution per student, the Applicant shall increase the amount of the contribution for that building to reflect the current ratio and/or contribution. If the County should decrease the ratio or contribution amount, the Applicant shall provide the reduced amounts.
3. **Luther Jackson Middle School Improvements.** In accordance with specific terms set forth in a separate "Memorandum of Understanding" between FCPS and the Applicant (the "MOU"), and in accordance with the approved Special Exception Amendment Application 99-P-008 (the "SEA") and SEA Plat as to the below parking spaces, the Applicant shall provide, respectively, natural turf ball-field(s), graded to meet FCPA grading standards for such ball-field(s), on approximately 4.50 acres in the general

location of the existing athletic fields on the Middle School site, and the below parking spaces and associated features. Site plan approval for, and construction of said improvements associated with the natural turf ball-field(s) and parking spaces shall be provided by the Applicant at no cost to FCPS. As specified below, said improvements, or a cash contribution to the Board of Supervisors in lieu of certain of said improvements, shall be completed prior to issuance of the RUP for the first residential building on the Property and shall consist of the following:

- A.** Grading for both the below parking spaces and for improvement of the approximately 4.5 acres as natural turf ball-field(s) in accordance with FCPS requirements;
- B.** Construction of a minimum of 64 new parking spaces located along the Middle School's common boundary with the Property, which new parking spaces shall be counted towards the required parking for the Property (a system to ensure adequate access to these spaces for FCPS, the Property, and FCPSA and in support of use of the ball-field(s), shall be provided in the MOU). The Applicant shall be responsible for all costs associated with requesting and obtaining all County approvals requisite to the construction and use of the new parking lot. Use of said 64 parking spaces by the Applicant shall not occur in advance of Applicant's completion of the natural turf ball-field(s), or cash contribution in lieu of certain of said ball-field improvements as specified in Paragraph E below.
- C.** Subject to approval by FCPS, provision of an access gate on the eastern entrance, as depicted on the proposed SEA Plat, which shall be controlled by FCPS;
- D.** Provision of a landscaped berm between the new parking lot and the ball-field(s) area, including the provision of two pedestrian access points which connect said parking spaces to the closest field. The exact type, extent and location of landscape elements and of the two access points shall be provided in accordance with the MOU, with the Concept Plan referenced below, and with that shown on the approved SEA Plat; and
- E.** Ball-field improvements performed by the Applicant shall be in substantial conformance with one of the two following alternatives identified, respectively, as "Alternative One" and "Alternative Two" on the October 10, 2007 "Athletic Field Concept Plans" prepared by VIKA and attached as Exhibit 1 to the MOU, which alternative shall be selected by FCPS and the Providence District Supervisor at

any time after sixty (60) days following Rezoning (but no later than April 1, 2008) in accordance with these proffers and with the terms set forth in the MOU. In the event no election is made, then the Applicant shall proceed with "Alternative One" unless otherwise agreed upon in the MOU.

- i. In "Alternative One", the Applicant shall be responsible for providing (a) three overlapping, natural turf athletic fields (one sixty (60) foot baseball diamond; one sixty-five (65) foot baseball diamond; and one "full-size" rectangular field); (b) grading and hydro-seeding the 4.5-acre area; (c) installing an irrigation system to the satisfaction of FCPS and consistent with that detailed in the MOU; (d) four soccer goals; and (e) two permanent baseball backstops, the location of which shall be determined by FCPS;
- ii. In Alternative Two (depicted conceptually on MOU "Exhibit 1" as one sixty (60) foot, diamond-shaped natural turf field and one rectangular-shaped synthetic turf field), the Applicant shall be responsible for (a) grading and hydro-seeding the 4.5-acre area, (b) providing, relative to the diamond-shaped natural turf field only, installation of an irrigation system to the satisfaction of FCPS and consistent with that detailed in the MOU, (c) providing four soccer goals, and (d) providing one permanent baseball backstop. In addition, under Alternative Two only, the Applicant shall make a one time cash-in-lieu of materials and construction contribution towards the synthetic turf field of \$45,000.00, which shall be paid to the Board of Supervisors at the time of final site plan approval for the ball-field improvements. This cash-in-lieu amount may be supplemented by the value, agreed upon by FCPS and this Applicant, of whatever other of the Alternative One or Alternative Two materials and improvements FCPS and the Providence District Supervisor shall determine, pursuant to the MOU, that Applicant shall not provide.

XVI. OTHER COMMUNITY CONTRIBUTIONS.

1. **Providence District Contributions.** At the time of approval of the final site plan for the first residential building, the Applicant shall contribute \$5,000.00 to each of the

following entities or funds (up to a maximum of \$25,000.00 in total contributions) to support their activities and programs:

- A. Providence District Tree Fund;
- B. Dunn Loring Volunteer Fire Department;
- C. Merrifield Fire Department;
- D. Nottoway Nights; and
- E. Providence District Library.

XVII. URBAN DESIGN

1. Architectural Treatments.

- A. The architectural treatment of this "Merrifield Town Center" development shall create a sense of identity and place and preserve human scale through the use of unifying elements, such as materials, textures, colors, window treatments, decorative details, lighting, landscaping, and roof pitches. All building facades/elevations shall be designed to incorporate architectural elements and/or decorative details, except for those locations where a building façade: faces a parking structure; is located less than ten feet from a property line; or is "wrapped" by, or otherwise shielded by immediate adjacency to, the exterior of another building (such as the north and west façades of the East Deck) or an element of the same building. This proffer shall not be interpreted to preclude the ability of individual users and tenants to use architectural themes that incorporate corporate logos and identities. Signage and architectural elements shall be used to create a festive and vibrant atmosphere. If the building on Parcel G is 7 stories in height, the 7th floor will be stepped back along the western Penny Lane frontage at a minimum distance of 15’.
- B. The single family attached units within Parcel I and Parcel J will be developed in substantial conformance with the attached documents titled “Conceptual Elevations,” and dated July 13, 2011 consisting of two (2) sheets representing the intended color and material patterns and distribution for the single family attached units within those Parcels (See Attachment A). This attachment will serve as a guideline for the colors and materials only. Copies of these “Conceptual Elevations” will be provided in each Building Permit submission to Fairfax County, with a corresponding Architect’s statement that the Building Permit

submission is in substantial conformance with the "Conceptual Elevations." Minor changes or deviations from the "Conceptual Elevations" may be granted by the Department of Planning and Zoning in response to a written request from the developer/applicant. As outlined in Attachment A, the materials for the single family attached units within Parcel I and Parcel J shall be brick, Fiber-Cement "Hardie-Panel" and Fiber-Cement "Hardie-Trim". The railings will be painted steel.

2. **Streetscapes.** To create a high quality, street-level activity zone, a mix of retail shops, restaurants and multifamily uses shall be oriented along "Festival Street," which shall serve as a central spine connecting the two commercial anchors at either end of the development. Outdoor eating may be provided in front of each restaurant, as long as a clear and direct pedestrian access is maintained. A street-level activity zone shall be established along Strawberry Lane, where retail and/or restaurant uses shall be oriented and designed to enhance the "North Park" and create an animated street edge at this main entrance to the Town Center.
3. **Street Sections.** Streetscapes shall be provided generally as shown on the cross-sections on Sheets 29 through 33 of the CDPA/FDPA.
4. **Building Elevations.** The architectural design of commercial retail, office, hotel and multi-family buildings shall be consistent with the quality of the elevations shown on Sheets 16 through 27 of the CDPA/FDPA. The Applicant reserves the right to revise the elevations as a result of final architectural and engineering design, provided the quality of design remains consistent with those shown, as determined by DPWES.
5. **Building Materials.** Buildings shall consist of high quality materials, a combination thereof including, but not limited to, stone, cast stone, masonry, glass, precast, metal, cementitious fiber board, asphalt shingles, clay tiles, slate, wood or comparable materials. EIFS shall be limited solely to use on mechanical penthouses and architectural detailing not to exceed five percent of a building's façade.
6. **Parking Garage Façade Treatments.** Facades of above-grade garages facing Eskridge Road, Festival Street, Festival Street Extended and Strawberry Lane shall be treated with materials consistent with those materials used on companion buildings in accordance with the CDPA/FDPA and the "Design Guidelines" referenced below.

7. **Design Guidelines.** The overall concepts presented in the Merrifield Town Center Design Guidelines, prepared by RTKL and dated September 6, 2007, shall be used generally as a guide in the creation of architectural, landscape, street section, building elevation, North Park and South Park features and design elements.
8. **Security.** In consideration of security concerns along the southern property boundary, transitional screening shall be provided as depicted on Sheets 10, 11 and 33 of the CDPA/FDPA, and lighting shall be provided in this area to address safety concerns. Contingent upon the provision of diligently pursued off-site grading easements, the Applicant shall grade-out this property line and the immediately adjacent Middle School property to minimize or eliminate the need for a retaining wall in this area. In the event said off-site grading easements are not timely provided by the Fairfax County School Board, then the Applicant shall have the right to construct a retaining wall in this area.
9. **Green Building Principles.** The Applicant shall work with its architect to incorporate, in Applicant's sole discretion, environmentally sustainable attributes into its building program which may include, but not necessarily be limited to, such elements as high-efficiency mechanical systems, water efficient fixtures, CO2 sensors and air filters, and storage and collection of recyclables.

In addition to the above commitment the following green building commitment shall only apply to the single-family attached uses shown on the CDPA/FDPA, and shall not apply to other uses on the Property. Compliance with this green building proffer shall not prohibit the development and construction (including issuance of site plans, building permits and other related permits) of other uses on the Property consistent with these proffers and the CDPA/FDPA. For this green building commitment, the applicant shall have the option, in its sole discretion, to utilize any of the choices identified below.

Further, in addition to the choices identified herein, the applicant may submit an alternative third party certification for the single-family attached uses shown on the CDPA/FDPA that meets the substantive intent of the choices identified below. Such alternative third party certification must be reviewed and approved by DPZ prior to construction that utilizes such alternative certification.

A. LEED for Homes Proffer (single family)

If the applicant selects the LEED for Homes option, the approval of the 1st Single Family attached Building Permit, the applicant will execute a separate agreement and post a “green building escrow,” in the form of cash or a letter of credit or other financial surety from a financial institute acceptable to DPWES as defined in the Public Facilities Manual, in the amount of \$4,000 per unit based on an average square footage of 2,000 per unit. This escrow will be in addition to and separate from other bond requirements and will be released as a total sum, and not an individual dwelling unit basis, upon demonstration of attainment of certification for each dwelling unit, by the U.S. Green Building Council, under the current version at the time of project registration with the U.S. Green Building Council’s (USGBC) Leadership in Energy and Environmental Design for Homes (LEED[®] for Homes) rating system. The provision to the Environment and Development Review Branch of DPZ of documentation from the U.S. Green Building Council that each dwelling unit has attained LEED certification will be sufficient to satisfy this commitment. If the applicant fails to provide documentation to the Environment and Development Review Branch of DPZ demonstrating attainment of LEED certification for each dwelling unit within one year of issuance of the final RUP, a proportion of the escrow related to the number of units failing to achieve certification will be released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives.

If the applicant provides to the Environment and Development Review Branch of DPZ, within one year of issuance of the final RUP, documentation demonstrating that LEED certification for any dwelling unit(s) has not been attained but that the dwelling unit(s) has been determined by the U.S. Green Building Council to fall within three points of attainment of LEED certification, 50% of the escrow proportionate to the dwelling unit(s) failing to achieve certification will be released to the applicant; the other 50% will be released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives.

If the applicant fails to provide, within one year of issuance of the final RUP for the building, documentation to the Environment and Development Review Branch of DPZ demonstrating attainment of LEED certification or demonstrating that any dwelling unit(s) has fallen short of certification by three points or less, the entirety of the escrow

proportionate to the dwelling units failing to achieve certification will be released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives.

If the Applicant provides documentation from the USGBC demonstrating, to the satisfaction of the Environment and Development Review Branch of DPZ, that USGBC completion of the review of the LEED certification for any dwelling unit(s) application has been delayed through no fault of the Applicant, the Applicant's contractors or subcontractors, the proffered time frame shall be extended until such time as evidence is obtained, and no release of escrowed funds shall be made to the Applicant or to the County during the extension.

LEED-AP

The applicant will include a LEED[®]-accredited professional as a member of the design team. The LEED-accredited professional will work with the team to incorporate sustainable design elements and innovative technologies into the project with a goal of having the project attain LEED certification. At the time of site plan submission, the applicant will provide documentation to the Environment and Development Review Branch of DPZ demonstrating compliance with the commitment to engage such a professional.

Checklist

The applicant will include, as part of the 1st Single Family Attached Building Permit submission and building plan submission, a list of specific credits within the most current version of the U.S. Green Building Council's Leadership in Energy and Environmental Design for Homes (LEED[®] for Homes) rating system that the applicant anticipates attaining. A professional engineer or licensed architect will provide certification statements at the time of building plan review confirming that the items on the list will meet at least the minimum number of credits necessary to attain LEED certification of the project.

Green Building Manual

Prior to approval of the final RUP, the applicant will provide to the Environment and Development Review Branch of DPZ a letter from a LEED[®]-accredited professional certifying that a green building maintenance reference manual has been prepared for use by future residents, that this manual has been written by a LEED-accredited professional, that copies of this manual will be provided to all future residents and that this manual, at a minimum:

- provides a narrative description of each green building component, including a description of the environmental benefits of that component and including information regarding the importance of maintenance and operation in retaining the attributes of a green building;
- provides, where applicable, product manufacturer's manuals or other instructions regarding operations and maintenance needs for each green building component, including operational practices that can enhance energy and water conservation;
- provides, as applicable, either or both of the following: (1) a maintenance staff notification process for improperly functioning equipment; or (2) a list of local service providers that offer regularly scheduled service and maintenance contracts to assure proper performance of green building-related equipment and the structure, to include, where applicable, the HVAC system, water heating equipment, water conservation features, sealants, and caulks; and
- provides contact information that building occupants can use to obtain further guidance on each green building component.
- Prior to approval of the final RUP, the applicant will provide an electronic copy of the manual in pdf format to the Environment and Development Review Branch of the Department of Planning and Zoning.

LEED Online – DOES NOT APPLY TO LEED for Homes

B. EarthCraft:

Prior to issuance of the non-RUP/RUP for the proposed building, the Applicant shall provide documentation to DPWES and DPZ that the building has been awarded certification in accordance with the EarthCraft House Program.

XVIII. SIGNAGE

1. **Site Signage.** Signage for the Property shall be provided in accordance with the requirements of Article 12 of the Zoning Ordinance, or pursuant to a Comprehensive Sign Plan as may be approved by the Planning Commission. In either event, however, a coordinated signage system, including free-standing signs, way-finding signs (including those for sidewalks/trails) and potential retail awning signage, shall be provided for all residential and non-residential uses. Building mounted signage shall be compatible in terms of height, color, illumination and letter sizing, but may vary from retailer to retailer. If lighted, signage may be internally lighted, neon or lighted via downward-directed lights.
2. **Ticker "Sign".** As generally depicted on Sheet 17 of the CDPA/FDPA and subject to Planning Commission approval in a Comprehensive Sign Plan, a ticker element shall be permitted as an architectural feature integrated into the retail building façade located along the Festival Street and Strawberry Lane street frontages within either Parcel A or Parcel B in the PDC zoning district. Said ticker element shall not exceed two feet in height.
3. **Temporary Signs.** No temporary signs (including "Popsicle" style paper or cardboard signs) which are prohibited by Article 12 of the Zoning Ordinance, and no signs which are prohibited by Chapter 7 of Title 33.1 or Chapter 8 of Title 46.2 of the Code of Virginia shall be placed on- or off-site by the Applicant or at the Applicant's direction to assist in the initial sale or rental of residential units on the Property. Furthermore, the Applicant shall direct its agents and employees involved in marketing and sale and/or rental of residential units on the Property to adhere to this proffer.

XIX. OWNERS' ASSOCIATIONS

1. **Umbrella Owners' Association.** Prior to the issuance of the first Non-RUP or RUP for any phase of the development/construction of the Application Property, except temporary transportation facilities and/or parking uses, if any, the Applicant shall establish an Umbrella Owners' Association ("UOA") in accordance with Virginia Law.
2. **Homeowner and Condominium Owners' Associations.** Prior to the issuance of the first RUP for any residential phase of the development/construction of the Application

Property, the Applicant shall cause either a homeowners' association and/or a condominium owners' association ("HOA/COA") to be formed for that phase in accordance with Virginia law. The HOA/COA documents shall include a notification/statement that there shall be ball-fields accessible for use by the general public on the adjacent Luther Jackson Middle School property.

3. **Membership in UOA.** At a minimum, each HOA/COA and the owner(s) of the office building(s) shall be member(s) of the UOA.
4. **HOA/COA Maintenance Obligations.** Each HOA/COA shall have specific areas of the Application Property within its boundaries, and each shall assume all maintenance and other obligations required by these proffers for common space and common infrastructure within those boundaries except for those maintenance obligations to be assumed by the UOA pursuant to Proffer 18.e. below. Maintenance obligations of the HOA/COAs for the various phases of the Application Property may be shared by agreement among the HOA/COAs.
5. **UOA Maintenance Obligations.** The Applicant, and then the subsequent UOA, shall have maintenance responsibilities that shall include, but not necessarily be limited to the following:
 - A. Maintenance of private streets, all sidewalks, plazas, open-space, stormwater management facilities (as set forth in Proffer Section IX above), recreational facilities and other common areas within the Application Property including standard cleaning and lawn/landscaping maintenance and removal of snow from streets and all sidewalks (including VDOT sidewalks) with the Application Property. The UOA shall incorporate into its lawn maintenance contracts a prohibition against mowing with gas-powered equipment on Code Red days.
 - B. Repair of surfaces and site furnishings.
 - C. Replacement of dead, dying, or diseased trees and landscaping within the Application Property with the same size and similar species as originally approved on the landscape plan.
 - D. **The TDM Program.** The respective UOA and HOA/COA documents shall specify the maintenance obligation as set forth herein. Purchasers shall be advised in writing prior to entering into a contract of sale, and in the UOA documents and the HOA/COA documents, that the UOA/HOA/COA shall be responsible, respectively, for the maintenance obligations as set forth herein.

XX. OTHER

1. **Unreasonable Delay.** Upon demonstration by the Applicant that, despite diligent efforts by the Applicant, provision of an improvement set forth in these proffers has been unreasonably delayed by others or by circumstances beyond the control of the Applicant, the Zoning Administrator may agree to a later date for the completion of each such improvement.
2. **Administrative Review.** Concurrent with the submission to DPWES of site plans, and any major inserts or revisions to said site plans, the Applicant shall submit copies of the same to the Providence District Supervisor and Planning Commissioner for the purpose of administrative review and comment.
3. **Successors and Assigns.** Each reference to "Applicant" in this Proffer Statement shall include within its meaning, and shall be binding upon, Applicant's successor(s) in interest, developer(s) of the site or any portion of the site, and the respective Owners' Associations described in Proffer XIV.
4. **Counterparts.** To facilitate execution, this Proffer Statement may be executed in as many counterparts as may be required. It shall not be necessary that the signature on behalf of all the parties to the Proffer Statement appear on each counterpart of this Proffer Statement. All counterparts of this Proffer Statement shall collectively constitute a single instrument.
5. **Board of Supervisors Signature.** The Board of Supervisors is a signatory to this Proffer Statement solely in its capacity as owner of the Hilltop Road and Eskridge Road right-of-way included in the Application area and, by so signing, assumes no responsibility nor obligation as to these Proffers.

[SIGNATURES ON FOLLOWING PAGES]

ESKRIDGE (E&A), LLC
Title Owner of Fairfax County Tax Map Parcels
49-3-((1))-80E, 80F 81A, 82A & 82B

By: _____
Name: Steven C. Boyle
Title: Managing Director

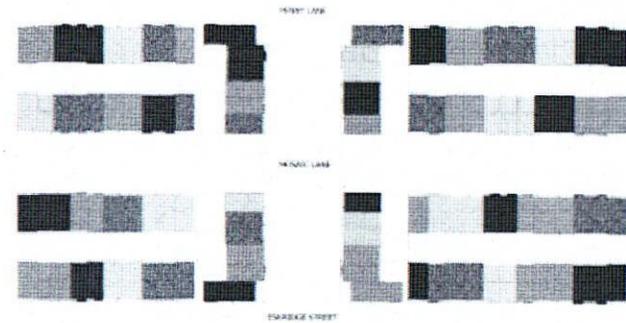
ATTACHMENT A



FRONT ELEVATION Scale: N.T.S.



REAR ELEVATION Scale: N.T.S.



COLOR KEY PLAN Scale: N.T.S.

LESSARD Design
 Architecture | Planning | Interiors
 1881 Campus Commons Drive - Suite 105 - Reston, VA 20191
 P: 703.394.8334 F: 703.394.9147
 www.lessarddesign.com

CONCEPTUAL ELEVATIONS

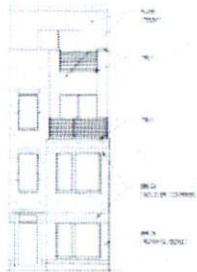
THE ARCHITECT OF RECORD
MOSAIC TOWNHOMES
 FAIRFAX COUNTY, VIRGINIA



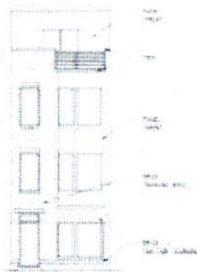
A-01

JUL 13 2011 P:\A-0014-000

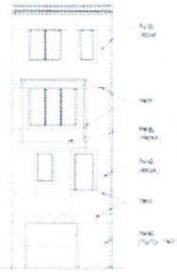
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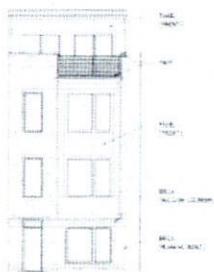
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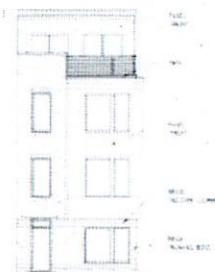
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A:02 SCALE 1/8" = 1'-0"



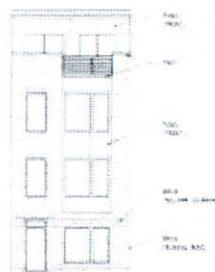
3 Sample Rear Elevation
A:02 SCALE 1/8" = 1'-0"



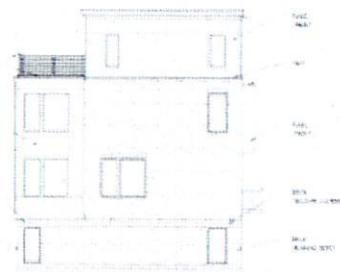
4 Front Elevation - B1
A:02 SCALE 1/8" = 1'-0"



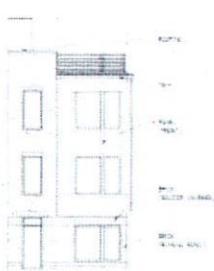
5 Front Elevation - B1 End
A:02 SCALE 1/8" = 1'-0"



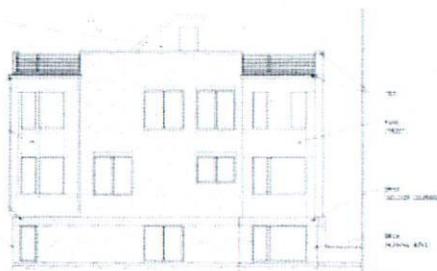
6 Front Elevation - B2
A:02 SCALE 1/8" = 1'-0"



7 Front Elevation - B1 Side
A:02 SCALE 1/8" = 1'-0"



8 Front Elevation - A1
A:02 SCALE 1/8" = 1'-0"



9 Front Elevation - A2
A:02 SCALE 1/8" = 1'-0"

	FRONT PANEL	REAR PANEL	BRICK	BASE BRICK	TRIM
SCHEME 1	SW/PA S/BL		CARDINAL CERAMIC GATEWAY VENDOR		
SCHEME 2	SW/PA PORROSE	SW/PA DO/ST/PA	CONTINENTAL BRICK RAMP - STRAIGHT ALUGE WINE COUNTRY		
SCHEME 3	SW/PA RED BURN		CONTINENTAL BRICK RAMP - ALLIANT BLEND	HARTAR - R880 DIRTY GREY HG-11	SW/PA SEALERS
SCHEME 4	SW/PA SMOXY BLUE		PALETTE DARK RED N. RECT.		

NOTES
 1. PANEL MATERIAL TO BE FIBER-CEMENT HARD-PANEL, 1/2" THICK
 2. TRIM MATERIAL TO BE FIBER-CEMENT HARD-PANEL OR STUCCO
 3. ALL PAINT COLORS ARE SHERWIN WILLIAMS

Material Legend
A:02 SCALE 1/8" = 1'-0"

LESSARD Design
 Architecture | Planning | Interiors
 1983 CAMPUS COMMONS DRIVE SUITE 100 WESTON, VA 20187
 P 703.394.4444 F 703.394.4447
 www.lessarddesign.com

CONCEPTUAL ELEVATIONS

MOSAIC TOWNHOMES
 FAIRFAX COUNTY, VIRGINIA



A-02

JUL 13 2011 EYA-0064-000

SCALE 1/8" = 1'-0"



LESSARD DESIGN INC.
 1981 CAMPUS COMMONS DRIVE, SUITE 100, RESTON, VA 20191

P: 703.596.4486 F: 703.596.0147

CONCEPTUAL RENDERING
 Eskridge Intersection

MAY 6, 2011

MOSAIC TOWNHOMES
 FAIRFAX, VA

Esplanade/Jungferstob
 LINA 0016/100



1

**CONCEPTUAL DEVELOPMENT
PLAN AMENDMENT CONDITIONS**

CDPA 2005-PR-041-3

June 27, 2012

1. Up to an additional \$50,000 shall be provided to VDOT to be applied toward the offsite right-of-way acquisition and construction of the offsite southern curb line, between the application property's eastern boundary and Gallows Road, of the VDOT Route 29/Gallows Road intersection improvements.

**PROPOSED FINAL DEVELOPMENT
PLAN AMENDMENT CONDITIONS**

FDPA 2005-PR-041-3

June 27, 2012

If it is the intent of the Planning Commission to approve FDPA 2005-PR-041-3 for a mixed-use development located at Tax Maps 49-3 ((37)) C, L, J pt., and N pt., staff recommends that the Planning Commission condition the approval by requiring conformance with the following development conditions, which supersede all previous conditions (those conditions carried forward from previous approval that apply to the subject property are marked with an asterisk*):

1. Development of the property shall be in substantial conformance with the CDPA/FDPA entitled "Merrifield Town Center" consisting of seventy-two sheets prepared by VIKA Inc, Edens & Avant, and RTKL Associates, sealed on May 30, 2012.
2. Stormwater Management for the subject property shall be provided in conformance with the Waiver Conditions associated with the Public Facilities Manual Waiver #0561-WPFM-002-3.* (see Attachment A)
3. Temporary parking (referenced in Proffer V4) shall include appropriate signage in accordance with Article 12 of the Zoning Ordinance.*
4. Any building on Parcel G that results in more than 7 stories in height shall be subject to the review and approval of a Final Development Plan Amendment (FDPA) to ensure that the building design is compatible with the surrounding buildings.*
5. The retail façade of the Parcels C and E Building shall be designed to allow flexibility in retail façade setbacks by setting the structural columns back from the building façade.
6. The residential ("Residential Developer") of the Multifamily residential components within Parcel C&E shall incorporate into the design and implement the green building technology and strategies listed below for the residential only portion of the building on Parcels C & E. The Residential Developer shall, prior to final construction bond release, provide a certification statement including supporting documentation as detailed below, from a LEED-AP who is also a professional engineer and/or licensed architect confirming that the green building elements listed below have been incorporated into the design and/or construction of the project. Green building elements for inclusion in the project:
 1. The Residential Units within the Multifamily component will include:

- Operable Windows that meet or exceed the window requirements of the ENERGY STAR for Homes requirements for Residential Windows, Doors, and Skylights, version 5.0 (i.e. in the North Central region a U-Factor of ≤ 0.32 and a Solar Heat Gain Coefficient of $\leq .40$).
 - Energy Star Refrigerator/Freezer and Dishwasher Kitchen Appliances (excluding washing machines and dryers)
 - Energy Star Programmable Thermostats
 - "Green Label" Carpet and Pad as detailed in below in item 6 of this condition.
 - Green Standard GS-11 Low VOC Paint in conjunction with item 5 of this condition.
 - Low Flow Shower Heads (less than or equal to 2.0 gpm) and Bath/Lavatory Faucets (less than 1.5 gpm), Toilets (equal to 1.6 gpm) and Kitchen Faucets (less than or equal to 2.2 gpm).
 - Separate Electric Meters or Sub meters for Each Dwelling Unit
2. Residential Common Areas within the Multifamily Component will include:
- Lighting on Motion Sensors in Secondary Areas (bathrooms, trash rooms, resident storage areas, model apt., etc)
 - Green Standard GS-11 Low VOC Paint in conjunction with item 5 of this condition.
 - Low-Flow Plumbing Fixtures in Common Area Bathrooms, Leasing, and Maintenance office as defined in above.
 - A Recycling Center for Residents as detailed in item 3 of this condition.
 - Covered Bicycle Storage for 10 bicycles.
 - One Preferred Parking space per residential garage level for Low Emission Vehicles
 - No Smoking in all Indoor Common Areas
 - Energy Efficient Florescent Lighting in Common Area Hallways.
 - Reduction/Diversion of Construction Waste by 50% of the total generated by combination of diverting from land fill and recycling as defined in item 4.
 - The Use of Native, Non-Invasive Plant Species in Exterior Residential Courtyard Planting Beds for 25% of the Plantings.
 - Low-Flow Drip Irrigation or Low-Flow Sprinklers that are in accordance with EPA Water Sense program in Residential Courtyards Planting Beds Requiring Irrigation.
3. The Residential Developer shall provide an area for the separation, collection and storage of glass, paper, metal, plastic and cardboard generated by both residents and employees. There shall be a dedicated area on the Property for the storage of the recycled materials at the ground floor. The Residential Developer shall provide proof of installation, installation locations, and a copy of the recycling hauling contract. Residential developer will commit to inform residents of recycling options within the residential building(s).

4. The Residential Developer shall have a construction waste management plan that consists of hiring a waste removal and diversion company to process all construction waste at a recycling center. The Residential Developer shall provide a copy of the waste removal contract as proof of compliance.
5. The Residential Developer shall use low-emitting materials for all adhesives, sealants, paints (as described above), coatings, flooring systems, as well as furniture and furnishings if available. Low-emitting is defined according to the following table:

Application	(VOC Limit g/L less water)
Carpet Adhesive	50
Rubber floor adhesive	60
Ceramic tile adhesive	65
Anti-corrosive/ anti-rust paint	250
Clear wood finishes	350

The Applicant shall provide proof of installation and the manufacturers' product data.

6. The Residential Developer shall install carpet and carpet padding that shall meet the testing and product requirements of the Carpet and Rug Institute Green Label Plus Program for the residential units. The Residential Developer's LEED professional shall provide proof of installation and the manufacturers' product data.

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

ATTACHMENT A

Attachment A

Waiver #0561-WPFM-002-3 Conditions

Merrifield Town Center

RZ 2005-PR-041

November 30, 2006

1. The underground facilities shall be constructed in accordance with the development plan, these conditions and as determined by the Director of the Department of Public Works and Environmental Services (DPWES).
2. To provide greater accessibility for maintenance purposes, the underground facilities shall have a minimum interior height of 72" and be located as close to the edge of the building perimeter as possible, as determined by DPWES. The underground facilities shall not be located within the open space areas of the proposed development.
3. The underground facilities shall be constructed of reinforced concrete products only and incorporate safety features, including locking manholes and doors, as determined by DPWES at the time of construction plan submission.
4. The underground facilities shall be privately maintained and shall not be located in a County storm drain easement.
5. A private maintenance agreement, as reviewed and approved by the Fairfax County Attorney's Office, shall be executed and recorded in the Land Records of the County. The private maintenance agreement shall be executed prior to final plan approval.

The private maintenance agreement shall address:

- County inspection and all other issues as may be necessary to insure that the facilities are maintained by the property owners (e.g. Condominium Association or Owners Association) in good working condition acceptable to the County so as to control stormwater generated from the development of the site.
- A condition that the applicant, property owners, their successors or assigns shall not petition the County to take future maintenance or replace the underground facilities.
- Establishment of a reserve fund, for future replacement of the underground facilities.
- Establishment of procedures to follow to facilitate inspection by the County, i.e. advance notice procedure, whom to contact, who has the access keys, etc.
- A condition that the property owners provide and continuously maintain, liability insurance. The typical liability insurance amount is at least \$1,000,000, against claims associated with underground facilities.
- A statement that Fairfax County shall be held harmless from any liability associated with the facilities.

6. Operation, inspection and maintenance procedures associated with the underground facilities shall be incorporated in the site construction plan, private maintenance agreement, and property owner association documents which insure safe operation, inspection and maintenance of the facilities.
7. A financial plan, for the property owner association, to finance regular maintenance and full life cycle replacement costs, shall be established prior to final subdivision plat approval. A separate line item in the property owner association annual budget for operation, inspection and maintenance shall be established. A reserve fund for future replacement of the underground facilities shall also be established to receive annual deposits from the members of the property owners association based on the initial construction costs and an estimated 50-year lifespan for concrete products.
8. Prior to final construction plan approval, the applicant shall escrow sufficient funds for the benefit of the property owner association which will cover a 20-year maintenance cycle of the underground facilities. These monies shall not be made available to the property owner association until after final bond release.
9. All future purchasers of any of the residential units shall be advised prior to entering into a contract of sale, as well as within the recorded property owner association documents, that the property owner association is responsible for the operation, inspection, maintenance and replacement of the underground facilities.
10. The owner and its successors and assigns shall disclose, as part of the chain of title, to all future property owners, the presence of the underground stormwater facilities and the umbrella owner association's responsibility for operation, inspection, maintenance and replacement of such facilities, by including the following language within the deed for each lot and the record plat:

"The owner and its successors and assigns are responsible for the operation, inspection, maintenance and replacement of the underground stormwater facilities as set forth in the property owners association documents and a private maintenance agreement entered into with the County."

REZONING AFFIDAVIT

DATE: November 16, 2011
(enter date affidavit is notarized)

I, Mark A. Drogalis, do hereby state that I am an
(enter name of applicant or authorized agent)

(check one) applicant
 applicant's authorized agent listed in Par. 1(a) below 113739

in Application No.(s): FDPA 2005-PR-041-03, Eskridge (E&A), LLC
(enter County-assigned application number(s), e.g. RZ 88-V-001)

and that, to the best of my knowledge and belief, the following information is true:

1(a). The following constitutes a listing of the names and 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** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS**, and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

(NOTE: All relationships to the application listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.)

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
(1) Eskridge (E&A), LLC	1221 Main Street, Suite 1000, Columbia, SC 29201	Applicant/Title Owner of TM 049-3 ((37)), Parcel C
Agents: Terry S. Brown	1221 Main Street, Suite 1000, Columbia, SC 29201	Agent for Title Owner/Applicant
Jodie W. McLean	1221 Main Street, Suite 1000, Columbia, SC 29201	Agent for Title Owner/Applicant
Steven C. Boyle	7200 Wisconsin Ave., Ste 400, Bethesda, MD 20814	Agent for Title Owner/Applicant
William C. Caldwell	7200 Wisconsin Ave., Ste 400, Bethesda, MD 20814	Agent for Title Owner/Applicant
Steven F. Teets, L.E.	7200 Wisconsin Ave., Ste 400, Bethesda, MD 20814	Agent for Title Owner/Applicant
Robert W. Griffin	7200 Wisconsin Ave., Ste 400, Bethesda, MD 20814	Agent for Title Owner/Applicant
Mark A. Drogalis, Esq.	1221 Main Street, Suite 1000, Columbia, SC 29201	Attorney/Agent for Title Owner/Applicant
(2) Edens & Avant Investments Limited Partnership (see Agents on continuation page)	1221 Main Street, Suite 1000, Columbia, SC 29201	Agent for Title Owner/Applicant

(check if applicable) There are more relationships to be listed and Par. 1(a) is continued on a "Rezoning Attachment to Par. 1(a)" form.

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Rezoning Attachment to Par. 1(a)

DATE: November 16, 2011

(enter date affidavit is notarized)

for Application No. (s): FDPA 2005-PR-041-03, Eskridge (E&A), LLC

(enter County-assigned application number (s))

113739

(NOTE): All relationships to the application are to be disclosed. Multiple relationships may be listed together, e.g., **Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner**, etc. For a multiparcel application, list the Tax Map Number(s) of the parcel(s) for each owner(s) in the Relationship column.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in BOLD above)
Agents: Terry S. Brown	1221 Main Street, Suite 1000, Columbia, SC 29201	Agent for Applicant/Title Owner
Jodie W. McLean	1221 Main Street, Suite 1000, Columbia, SC 29201	Agent for Applicant/Title Owner
Steven C. Boyle	7200 Wisconsin Ave., Ste 400, Bethesda, MD 20814	Agent for Applicant/Title Owner
William C. Caldwell	7200 Wisconsin Ave., Ste 400, Bethesda, MD 20814	Agent for Applicant/Title Owner
Steven F. Teets, L.E.	7200 Wisconsin Ave., Ste 400, Bethesda, MD 20814	Agent for Applicant/Title Owner
Robert W. Griffin	7200 Wisconsin Ave., Ste 400, Bethesda, MD 20814	Agent for Applicant/Title Owner
Mark A. Drogalis, Esq.	1221 Main Street, Suite 1000, Columbia, SC 29201	Agent for Applicant/Title Owner

(check if applicable)

There are more relationships to be listed and Par. 1(a) is continued further on a "Rezoning Attachment to Par. 1(a)" form.

REZONING AFFIDAVIT

DATE: November 16, 2011
(enter date affidavit is notarized)

113739

for Application No. (s): FDPA 2005-PR-041-03, Eskridge (E&A), LLC
(enter County-assigned application number(s))

1(b). The following constitutes a listing*** of the SHAREHOLDERS of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 10 or less shareholders, a listing of all of the shareholders, and if the corporation is an owner of the subject land, all of the OFFICERS and DIRECTORS of such corporation:

(NOTE: Include SOLE PROPRIETORSHIPS, LIMITED LIABILITY COMPANIES, and REAL ESTATE INVESTMENT TRUSTS herein.)

CORPORATION INFORMATION

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)

- (1) Eskridge (E&A), LLC
1221 Main Street, Suite 1000
Columbia, SC 29201

DESCRIPTION OF CORPORATION: (check one statement)

- [x] There are 10 or less shareholders, and all of the shareholders are listed below.
[] There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
[] There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

NAMES OF SHAREHOLDERS: (enter first name, middle initial, and last name)

- (2) Edens & Avant Investments Limited Partnership, sole member of Applicant/Title Owner

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. President, Vice President, Secretary, Treasurer, etc.)

- Terry S. Brown, Chief Executive Officer
Jodie W. McLean, President and Chief Investment Officer
Jason W. Tompkins, Chief Financial Officer
Steven C. Boyle, Managing Director
William C. Caldwell, Managing Director

(check if applicable) [] There is more corporation information and Par. 1(b) is continued on a "Rezoning Attachment 1(b)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed. Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

REZONING AFFIDAVIT

DATE: November 16, 2011
(enter date affidavit is notarized)

113739

for Application No. (s): FDPA 2005-PR-041-03, Eskridge (E&A), LLC
(enter County-assigned application number(s))

1(c). The following constitutes a listing*** of all of the PARTNERS, both GENERAL and LIMITED, in any partnership disclosed in this affidavit:

PARTNERSHIP INFORMATION

PARTNERSHIP NAME & ADDRESS: (enter complete name, number, street, city, state and zip code)

(2) Edens & Avant Investments Limited Partnership
1221 Main Street, Suite 1000
Columiba, SC 29201

(check if applicable) The above-listed partnership has no limited partners.

NAMES AND TITLE OF THE PARTNERS (enter first name, middle initial, last name, and title, e.g. General Partner, Limited Partner, or General and Limited Partner)

GENERAL PARTNER	Edens & Avant Administrative LLC	This LLC does not own 10% or more of the Applicant/Title Owner
LIMITED PARTNERS	E&A Affiliates, LP ("Affiliates")	Neither Affiliates, nor any individuals, partners, or members having a beneficial interest in Affiliates, holds a 10% or greater interest in Applicant/Title Owner.
	(3) Edens & Avant Properties Trust ("Properties Trust")	
	There are fifty-six (56) named individuals who are limited partners of the Partnership, none of whom hold a 10% or greater interest in Applicant/Title Owner.	

(check if applicable) There is more partnership information and Par. 1(c) is continued on a "Rezoning Attachment to Par. 1(c)" form.

*** All listings which include partnerships, corporations, or trusts, to include the names of beneficiaries, must be broken down successively until: (a) only individual persons are listed or (b) the listing for a corporation having more than 10 shareholders has no shareholder owning 10% or more of any class of stock. *In the case of an APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land that is a partnership, corporation, or trust, such successive breakdown must include a listing and further breakdown of all of its partners, of its shareholders as required above, and of beneficiaries of any trusts. Such successive breakdown must also include breakdowns of any partnership, corporation, or trust owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER or LESSEE* of the land. Limited liability companies and real estate investment trusts and their equivalents are treated as corporations, with members being deemed the equivalent of shareholders; managing members shall also be listed.* Use footnote numbers to designate partnerships or corporations, which have further listings on an attachment page, and reference the same footnote numbers on the attachment page.

Rezoning Attachment to Par. 1(c)

DATE: November 16, 2011
(enter date affidavit is notarized)

113739

for Application No. (s): FDPA 2005-PR-041-03, Eskridge (E&A), LLC
(enter County-assigned application number (s))

PARTNERSHIP NAME & ADDRESS: (enter complete name & number, street, city, state & zip code)

(3) Edens & Avant Properties Trust
c/o Edens & Avant Investments Limited Partnership
1221 Main Street, Suite 1000
Columbia, SC 29201

(check if applicable) The above-listed partnership has no limited partners.

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g., **General Partner, Limited Partner, or General and Limited Partner**)

Trustees:

There are eight (8) named individuals who are trustees of the Trust, none of whom hold a 10% or greater interest in Applicant/Title Owner.

Beneficiaries:

State Treasurer of the State of Michigan Retirement System, State Employees' Retirement System, Michigan Judges' Retirement System ("SMRS")

SMRS holds a 30.93% interest (as of 9/30/11) in Applicant/Title Owner; however, no one individual pension beneficiary has greater than a 10% interest in Applicant/Title Owner.

New York State Teachers Retirement System ("NYSTRS")

NYSTRS holds a 30.791% interest (as of 9/30/11) in Applicant/Title Owner; however, no one individual pension beneficiary has greater than a 10% interest in Applicant/Title Owner.

E&A Retail Investments LLC ("Retail").
The sole member of Retail is JP Morgan Chase Bank, as trustee under Amended & Restated Trust dated November 13, 2001, as amended, for its Commingled Pension Trust Fund (Strategic Property)(the "JP Morgan Trust")

Retail holds a 32.145% interest (as of 9/30/11) in Applicant/Title Owner; however, no individual beneficiary of the JP Morgan Trust has greater than a 10% interest in Applicant/Title Owner.

(check if applicable) There is more partnership information and Par. 1(c) is continued further on a "Rezoning Attachment to Par. 1(c)" form.

REZONING AFFIDAVIT

DATE: November 16, 2011
(enter date affidavit is notarized)

113739

for Application No. (s): FDPA 2005-PR-041-03, Eskridge (E&A), LLC
(enter County-assigned application number(s))

1(d). One of the following boxes **must** be checked:

In addition to the names listed in Paragraphs 1(a), 1(b), and 1(c) above, the following is a listing of any and all other individuals who own in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land:

Other than the names listed in Paragraphs 1(a), 1(b), and 1(c) above, no individual owns in the aggregate (directly and as a shareholder, partner, and beneficiary of a trust) 10% or more of the **APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE*** of the land.

2. That no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or through an interest in a partnership owning such land.

EXCEPT AS FOLLOWS: (**NOTE:** If answer is none, enter "NONE" on the line below.)

NONE

(check if applicable) There are more interests to be listed and Par. 2 is continued on a "Rezoning Attachment to Par. 2" form.

REZONING AFFIDAVIT

DATE: November 16, 2011
(enter date affidavit is notarized)

113739

for Application No. (s): FDPA 2005-PR-041-03, Eskridge (E&A), LLC
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, 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 10% or more of the outstanding bonds or shares of stock of a particular class, 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 more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)

Providence District Supervisor Linda Q. Smyth, Dranesville District Supervisor John W. Foust, and Providence District Planning Commissioner Kenneth A. Lawrence are members of the Board of Directors of the Mosaic District Community Development Authority (the "Mosaic District CDA"). The Mosaic District CDA encompasses several parcels of land, a portion of which is identified in paragraph 1(a) of the affidavit as the application property.

(NOTE: Business or financial relationships of the type described in this paragraph that arise after the filing of this application and before each public hearing must be disclosed prior to the public hearings. See Par. 4 below.)

(check if applicable) There are more disclosures to be listed and Par. 3 is continued on a "Rezoning Attachment to Par. 3" form.

4. That the information contained in this affidavit is complete, that all partnerships, corporations, and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE* of the land have been listed and broken down, and that prior to each and every public hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including business or financial relationships of the type described in Paragraph 3 above, that arise on or after the date of this application.

WITNESS the following signature:

Mark A. Drogalis

(check one)

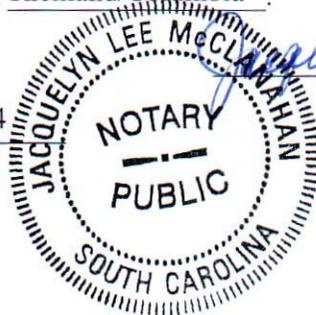
Applicant

Applicant's Authorized Agent

Mark A. Drogalis, Esq., Attorney/Agent for Applicant/Title Owner
(type or print first name, middle initial, last name, and title of signer)

Subscribed and sworn to before me this 16th day of November 2011, in the State/Comm. of South Carolina, County/City of Richland/Columbia.

My commission expires: January 28, 2014



Jacquelyn L. McClanahan
Notary Public

MERRIFIELD TOWN CENTER
PARCELS C, E & G
PROFFERED CONDITION AMENDMENT
CONCEPTUAL DEVELOPMENT PLAN AMENDMENT
FINAL DEVELOPMENT PLAN AMENDMENT

STATEMENT OF JUSTIFICATION

May 7, 2012

Eskridge (E&A) LLC, developer and owner of The Merrifield Town Center RZ-2005-PR-041 approved for rezoning on October 15th, 2007 is humbly requesting a Proffered Condition Amendment, Conceptual Development Plan Amendment and Final Development Plan Amendment for a 4.61791 Acre portion of the PRM zone. This submission is a request to add a Final Development Plan Option to Parcels C & E which will include an above grade parking garage. It proposes to have the option to reallocate square footages to Parcels C & E and also revise the height limit for C & E. There is no new construction with this plan and no additional square footages being requested in the PRM Zone or the Original Proffered Plan.

These Parcels were just recently revised with new proffers (July 26, 2011) under PCA 2005-PR-041-2. In that PCA, no changes from the original Final Development Plan configuration of Proffer Allocation Chart was proposed.

This application proposes no changes to Parcel G as it relates to the building or elevations on the CDPA or the FDPA. The CDPA, herein, is being revised to show the request for an increase in height from 75 feet to 90 feet. It is also being corrected to reflect the proffered PRM Maximum Density. The FDPA Parcel Allocation Chart has been revised to show the Density ranges for C, E & G as one. These numbers are in conformance with what is already approved and represents the remaining density after Parcel I is removed from the PRM tabulations.

The configuration of the building on Parcels C & E has been revised so as to allow for a combined above and below grade garage, in lieu of the original planned mostly sub-grade garage that extended under the footprints of the buildings. The number of stories and height has been revised to represent a more desired type of construction than what was proposed in the original zoning. This request is now for six stories (five in the original) and with a height up to 90' (75' in the original). These increases are in harmony with the desires of the Comprehensive Plan.

The above grade parking structure being proposed on C & E serves two new purposes from the original option. Many multi-family developers prefer to have the residential parking at the same level as the units they live in. In the original option, that is precluded. Further, in the original option, the bulk of the south parking zone was being handled in the "West Deck" that now no longer exists. The additional parking supply that was once in the West Deck, for serving the retail/restaurant/commercial elements, is now part of the C & E Deck.

The increase in height, while somewhat driven by the additional floor, also is being necessitated because of the topography of Parcels C & E. The rear of the buildings, along Alliance condominium ranges from 4' to 10' lower than the elevation along District. This creates a Grade Plane that makes the original approved 75' height difficult to maintain.



We are also revising the limits of the North and South parking Zones to better reflect the parking distribution on site. The current demarcation split Parcels C & E, a remnant of the original Zoning. In the original Zoning, it was anticipated that C would be built early in the process and E would follow. It is now the intention to develop C & E as one unit.

These are the only significant changes to the plan.

The remainder of the application is in conformance with PCA 2005-PR-041-2 as approved by the Board of Supervisors on July 26, 2011 and those sheets unchanged have been noted on the coversheet. This application is in compliance with the Comprehensive Plan of Fairfax County and conforms to all applicable ordinances, regulations and adopted standards except those waivers and modifications approved with PCA 2005-PR-041-2.

There are no known hazardous or toxic substances, as set forth in Title 40, Code of Federal Regulations Parts 116.4, 302.4 and 355; there is no hazardous waste as set forth in Commonwealth of Virginia/Department of Waste Management Regulations; and/or petroleum products as defined in Title 40, Code of Federal Regulations Part 280; to be generalized, utilized, stored, treated and/or disposed on site.

We look forward to working with you to again, fine tune the development program at Merrifield Town Center.

Sincerely,

Esledge (E&A) LLC

A handwritten signature in black ink, appearing to read 'S. Teets', written over the typed name.

Steven F. Teets



June 7, 2012

Steven F. Teets
Edens
7200 Wisconsin Ave., Suite 400
Bethesda, MD 20814

Re: Interpretation for PCA/FDPA 2005-PR-041-2; Eskridge (E&A) LLC; Tax Maps
49-3 ((37)) C, D, F, G and J: CDPA/FDPA Tabulation Error

Dear Mr. Teets:

This is in response to your letter of May 16, 2012, requesting clarification of the Zoning District Tabulation Chart shown on Sheet 5 of the Conceptual Development Plan Amendment/ Final Development Plan Amendment (CDPA/FDPA) accepted and approved by the Board of Supervisors in conjunction with the above-referenced applications. This determination is based on your letter, which includes the approved tabulations. A copy of your letter is attached.

On October 15, 2007, the Board of Supervisors approved RZ 2005-PR-041 to rezone 7.23 acres from the I-4 District to the Planned Residential Mixed-Use (PRM) District, and 24.14 acres from I-4 and I-5 Districts to the Planned Development Commercial (PDC) District, to permit a mixed use development consisting of nine parcels (A through I) with a minimum of 500 residential units; 120,000 sq/ft theater; a minimum of 370,000 sq/ft of retail space; and optional office and hotel uses, with an overall maximum of 1,639,692 sq/ft equating to an FAR of 1.20 (1.39 including the ADU and Workforce bonus density). The approved proffers associated with this case also limited the maximum permitted gross floor area (GFA) to 610,000 for the PRM District and 1,442,712 for the PDC District. A parcel allocation chart was also proffered and included on the approved CDP/FDP, which identified the GFA ranges for each building/use in each of these parcels.

On February 8, 2011, the Board of Supervisors approved PCA 2005-PR-41 to amend a 7.42 acre portion of the Merrifield Town Center property zoned to the PDC District. A fifth option was added to Parcel A to reflect current hotel, retail and office use needs. The FAR on the 7.42 acre subject property was 1.18 and the FAR of the overall development on 31.37 acres remained 1.39 FAR including the ADU and Workforce bonus density. As part of this application, the parcel allocation chart was removed from the proffers in favor of reporting the chart on the CDPA/FDPA to help facilitate future Final Development Plan Amendments. All other previously approved proffer commitments were carried forward in this application.

Department of Planning and Zoning
12055 Government Center Parkway, Suite 801
Fairfax, Virginia 22035-5509
Phone 703 324-1290
FAX 703 324-3924
www.fairfaxcounty.gov/dpz/



On July 26, 2011, the Board of Supervisors approved PCA 2005-PR-041 to amend a 21.99 acre portion (Parcels C, D, E, F, G, H and I) of the Merrifield Town Center property zoned to the PRM and PDC Districts. The application retained the previously approved development options for Parcels C, D, E and F and replaced the approved theatre use on Parcel I with a modified range of multi-family, single family attached, retail, hotel and office uses on Parcels G, H, I and J. The maximum FAR for Parcels C, D, E, F, G, H, I and J was 1.91 or 1,831,000 gross floor area (GFA) on 21.99 acres. The FAR of the overall development on 31.37 acres remained 1.39, including bonus density associated with affordable dwelling units and workforce housing as previously approved. All previously approved proffer commitments were carried forward except for those modified in the application. In addition, the applicant carried forward the parcel allocation chart shown on the previous CDPA/FDPA and aggregated the data into the two approved Zoning Districts (PRM and PDC) and one overall site tabulation shown on Sheet 5 of the CDPA/FDPA, which is transposed and provided below.

District:	PRM	PDC	Overall Site
District Area (sqft):	314,911	1,051,499	1,366,410
Min. Retail (GFA):	60,000	310,000	370,000
Max. Retail (GFA):	92,000	615,000	675,000
Min. Office (GFA):	0	0	0
Max. Office (GFA):	<u>10,000</u>	171,000	171,000
Min. Hotel (GFA):	0	0	0
Max. Hotel (GFA):	<u>800,000</u>	364,000	364,000
Min. Res (GFA):	360,000	0	550,000
Max. Res (GFA):	550,000	754,712	1,205,112
Min. Theatre (GFA):	0	20,000	70,000
Max. Theatre (GFA):	0	65,000	120,000
District Max (GFA):	<u>936,000</u>	1,442,712	1,639,692*

*Exclusive of ADU/Workforce Housing Bonus Density

**Maximum Overall Density Inclusive of ADU/Workforce Housing Bonus
Density (sq.ft GFA) = 1,893,112

According to your letter, you indicate that in preparation and processing of the currently pending PCA/FDPA 2005-PR-041-3 application, two errors were revealed in the aggregation of the PRM District data shown in the chart above and approved on the CDPA/FDPA associated with PCA/FDPA 2005-PR-041-2. First, you indicate that the PRM District Maximum GFA of 936,000 square feet (underlined in the chart above) was inconsistent with the proffered maximum of 610,000 square feet listed in the proffers. Second, you indicate that the PRM Office and Hotel Maximum GFAs District were incorrectly aggregated and a zero accidentally switched places. The PRM Office Maximum should have been 100,000 GFA, instead of 10,000 (underlined in the chart above) and the PRM Hotel Maximum should have been 80,000 GFA, instead of 800,000 (underlined in the chart above).

Given that the approved proffers associated with this case limited the maximum permitted GFA to 610,000 for the PRM District, and that the PRM District Maximum, PRM Office Maximum and PRM Hotel Maximum could not have been implemented as depicted in the chart contained on Sheet

5 of the approved CDPA/FDPA, it is my determination that the PRM District Maximum GFA, PRM Office Maximum GFA and PRM Hotel Maximum GFA should be revised in the Chart to 610,000 GFA, 100,000 GFA, and 80,000 GFA, respectively. Such revisions shall be included on the CDPA/FDPA associated with the pending PCA/FDPA 2005-PR-041-3 application, and in any subsequent zoning applications for the property. Please note that these revisions are based upon tabulation errors and that any modification of the proffered GFA maximum would require the submission and approval of a proffered condition amendment application.

This determination has been made in my capacity as the duly authorized agent of the Zoning Administrator and only addresses those questions described and discussed in this letter. If you have any questions regarding this interpretation, please feel free to contact William O'Donnell at (703) 324-1290.

Sincerely,



Barbara C. Berlin, AICP, Director
Zoning Evaluation Division, DPZ

N:\ZED\Interpretations\Merrifield Town Center CDPA Tabulation Table\MTC_RZ 2005-PR-041_CDPA Tabulations Interpretation.doc

Attachments: A/S

cc: Linda Smyth, Supervisor, Providence District
Ken Lawrence, Planning Commissioner, Providence District
Diane Johnson-Quinn, Deputy Zoning Administrator, Permit Review Branch, ZAD, DPZ
Ken Williams, Plan Control, Land Development Services, DPWES
Kevin Guinaw, Chief, Applications Acceptance and Special Projects Branch
File: PCA/FDPA 2005-PR-041-2, PI 1205 025, Imaging

May 16, 2011

Mr. Kevin Guinaw
Fairfax County Zoning Evaluation Division
12055 Government Center Parkway, 8th Floor
Fairfax, VA 22035

Re: **REQUEST FOR INTERPRETATION**
Merrifield Town Center
PCA 2005-PR-041-2

Dear Kevin,

This letter is a Request for Interpretation on PCA 2005-PR-041-2. We are requesting that you interpret that the Density maximums for parts of the PRM Zoning District on the Conceptual Development Plan Amendment, Sheet 5 of 48, dated 6-17-11 and approved on July 26, 2011 were incorrectly reported and that those incorrect elements can be adjusted as outlined below.

As background, RZ 2005-PR-041 approved October 15, 2007, had a Combined Conceptual Development Plan and Final Development Plan, as well as a Parcel Allocation Chart within the Proffers. With our first Amendment, PCA-2005-PR-041, approved February 8, 2011, we amended the proffers to remove the Parcel Allocation Chart from the proffers so as to have all density ranges reported on the CDPA and FDPA. This change was an effort to help facilitate possible FDPA's in the future without having to amend the Proffers. In our second Amendment, PCA 2005-PR-041-2, approved July 26, 2011, we further changed the tabulations to show the two different Zoning districts (PRM and PDC) Density ranges on the CDPA and then specific ranges per Parcel on the FDPA(s).

The focus of this request is the tabulation for the PRM Zoning District on Sheet 5 of 48, titled "Conceptual Development Plan Amendment" dated June 17, 2011. The approved tabulation shows:

District Area:	314,911
Minimum Retail:	60,000
Maximum Retail:	92,000
Minimum Office:	0
Maximum Office:	10,000
Minimum Hotel:	0
Maximum Hotel:	800,000
Minimum Residential:	360,000
Maximum Residential:	550,000
Minimum Theater:	0
Maximum Theater:	0
District Maximum:	936,000

RECEIVED
Department of Planning & Zoning

MAY 17 2012

Zoning Evaluation Division

During the preparation of a pending Amendment for this property, PCA 2005-PR-041-3, we found that the District maximum shown on the CDPA of 936,000 was inconsistent with the Proffers. Proffer II. 3. Overall Maximum Floor Area Ratios and Gross Floor Areas states "a maximum of 610,000 square feet of GFA, exclusive of cellar space, shall be permitted in the PRM zone." This proffer makes the CDPA total of 936,000 square feet not possible.

With further investigation, we found that within the spreadsheet prepared for the PCA 2005-PR-041-2, the intention was to make (during a working session with the Engineer) the Office maximum 100,000 was incorrectly entered as 10,000 and the intended additional zero was instead put into the hotel maximum. This made the hotel maximum 800,000 as opposed to the desired 80,000 total.

As noted, the District maximum by proffer is 610,000 square feet. This makes the maximum hotel of 800,000 square feet, not possible. Further in the proffers, Proffer II. 5. Non-Residential Gross Floor Area states "0 to 364,000 square feet of GFA in hotel and related issues" for the entire site. Again, this makes the 800,000 total of hotel within the PRM not possible.

As it relates to the Office Use and the true intent of the PCA 2005-PR-041-2 to have the PRM maximum office be 100,000 square feet as opposed to the approved/listed 10,000 square feet, please refer to the Parcel Allocation chart on Sheet 6 of 48 of the approved PCA 2005-PR-041-2. Parcel G outlines an Office use of 0 to 100,000 square feet of possible use. Parcel G was the only parcel within the PRM that Office could be allocated. The 100,000 square foot is consistent with what we believe should be on the CDPA.

We deeply regret the error made to the CDPA in PCA 2005-PR-041-2. We do feel strongly, with the evidence within the Proffers and the FDPA tabulations, that you can interpret the intent of the CDPA Tabulation on sheet 5 of 48 was for the Office maximum to be 100,000 square feet (as opposed to 10,000), the Hotel maximum to be 80,000 (as opposed to 800,000) and the District max should match the proffers at 610,000 (as opposed to 936,000).

As always, we are available to discuss this matter with you, should you have any further questions.

Sincerely,
Eskridge (E&A) LLC

Steven F. Teets
Sr. Project Manager/Agent



County of Fairfax, Virginia

MEMORANDUM

DATE May 25, 2012

TO: Barbara Berlin, Director
Zoning Evaluation Division, DPZ

FROM: Pamela G. Nee, Chief *PAN*
Environment and Development Review Branch, DPZ

SUBJECT: **Land Use Analysis and Environmental Assessment:**
PCA/FDPA 2005-PR-041-03
Eskridge (E & A) LLC

The memorandum, prepared by Bernard Suchicital, includes citations from the Comprehensive Plan that provide guidance for the evaluation of the special exception plat as revised through May 8, 2012. The extent to which the application conforms to the applicable guidance contained in the Comprehensive Plan is noted. Possible solutions to remedy identified issues are suggested. Other solutions may be acceptable, provided that they achieve the desired degree of mitigation and are also compatible with Plan policies.

DESCRIPTION OF THE APPLICATION

The applicant, Eskridge (E&A) LLC, proposes an amendment to a rezoning approved from a mixed use development, the Mosaic District, on an approximately 31.37 acre land area in the Merrifield Town Center area of the Fairfax County Comprehensive Plan in 2007. The rezoning permits up to 1,893,112 square feet of development at a 1.2 floor area ratio (FAR), 1.39 FAR with the provision of affordable and workforce housing and related bonus units, the maximum recommended by the Comprehensive Plan. Construction of the site is currently in progress. The development will consist of residential, retail, entertainment, institutional, office, and hotel uses.

Changes to three parcels, Parcels C, E and G of the 10 designated parcels (A through J) and to approved proffers are proposed with this application. These three parcels include 4.62 acres of the 31.37 acre site. The existing zoning allows for two five-story residential buildings with ground floor retail on Parcels C and E, with below-grade parking. Parcel G was approved for one building with two development options; up to four floors of office with ground floor retail, or up to seven floors of residential or hotel with ground floor retail. Parking was provided below the building in either option.

Department of Planning and Zoning
Planning Division
12055 Government Center Parkway, Suite 730
Fairfax, Virginia 22035-5509
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The applicant proposes to continue to provide the approved uses for both parcels, but seeks approval of a proffered condition amendment and final development plan amendment to allow flexibility in the allocation of the approved residential and retail square footage in these parcels, and to provide an above grade garage option for Parcels C and E. In addition, the applicant proposes to increase the height for Parcels C and E from 75 feet to 90 feet. No change to the approved maximum FAR in the PRM District is proposed. The maximum FAR for Parcels C, E, and G is proposed to be 2.53 or 508,000 gross floor area (GFA) on 4.62 acres. The FAR of the overall development on 31.37 acres would remain 1.39 including bonus density associated with affordable dwelling units and workforce housing as previously approved.

LOCATION AND CHARACTER OF THE AREA

The Mosaic District is located in one of the two core areas of the Merrifield Suburban Center. The core areas are envisioned to be more pedestrian-oriented and urban in character as they redevelop. The property is located in the heart of the Merrifield Commercial Revitalization Area. The site is located immediately south of Lee Highway (Route 29) in between Eskridge Road to the west and Gallows Road to the east. The eastern boundary is also shared with a mixed use residential development, Vantage at Merrifield, and the Fairfax Plaza Shopping Center. South of the site is Luther Jackson Middle School and an office park. To the west are the Merrifield Post Office and industrial properties, including the Cox Communications tower. To the north across Lee Highway there is a home improvement store, and office and industrial uses.

COMPREHENSIVE PLAN CITATIONS:

Land Use

In the Fairfax County Comprehensive Plan, 2011 Edition, Area I, The Merrifield Suburban Center, Land Unit Recommendations, Land Unit F, Sub-units F1 and F2, as amended through July 27, 2010, on pages 76 through 81, the Plan states:

“LAND UNIT F

Land Unit F is comprised of approximately 107 acres and is bounded by Gallows Road on the east, Route 29 on the north, Prosperity Avenue on the west, and Land Unit G on the south. Existing development generally consists of retail uses in the eastern portion primarily along Gallows Road, industrial and office uses in the central portion, and the Merrifield Regional Post Office in the western portion of the Land Unit.

Most of Land Unit F, the portion east of the Merrifield Regional Post Office, is envisioned to redevelop as the “Town Center” for the Merrifield Suburban Center, with a mix of uses including office, retail, hotel, and residential uses. Buildings in the town center are envisioned to have retail and service uses located on the ground levels that are designed with a pedestrian orientation. Primary access points to the Town Center are envisioned to be at Merrilee Drive

extension/realignment with Eskridge Road and Route 29, Gallows Road and Strawberry Lane, and Gallows Road and “Main Street/Festival Street”.

The major circulation improvements for this land unit include the extension of Eskridge Road to Williams Drive. Since Williams Drive connects with Route 50, this will complete the link from the Metro station through the “Town Center” to Route 50. Additional circulation improvements include aligning a Merrifield Regional Post Office entrance with the Dorr Avenue Extension to Route 29; the extension of Strawberry Lane west to connect with Eskridge Road; the movie theater access road extension south to connect with Williams Drive and/or Gatehouse Road (connecting with Gatehouse Road would require crossing Luther Jackson Intermediate School property); and an east/west road that connects Prosperity Avenue with Eskridge Road or Williams Drive. Within this area, at least one new road should function as the “Festival Street” as illustrated on Figure 28. The major arterial improvements include the widening of Route 29 and Gallows Road, and the planned improvements at the intersection of the two roads.

Guidance for evaluating development proposals is provided in the Area-Wide Recommendations under Land Use, Urban Design, Transportation, and Public Facilities/Infrastructure sections, as well as in the following specific sub-unit recommendations.

Sub-Units F1 and F2 (Town Center Area):

Sub-Unit F1 is the eastern portion of the Land Unit that is oriented to Gallows Road and is planned for community-serving retail up to .35 FAR. Additional freestanding single tenant uses and “drive-through” uses, such as fast-food restaurants and car washes, are discouraged because each may disrupt pedestrian access. Drive-through uses that are low traffic generators, such as financial institutions and drug stores, may be considered provided that the drive-through facility is integrated within a multi-tenant building and is designed in a manner that does not impede pedestrian access. In any new retail center, an office component could be provided, if it does not exceed .10 FAR (or approximately 30% of the development’s gross square feet), with any office component designed as an integral part of the retail center. Furthermore, any new retail center(s) should be designed in a manner that is consistent with the town center concept.

Sub-Unit F2 is the central portion of the Land Unit that is generally between the Post Office property and Sub-Unit F1. Sub-unit F2 is planned for and developed with industrial and office uses up to a .5 FAR, except for the portion of Tax Map 49-3((1))80A that is in Sub-Unit F2.

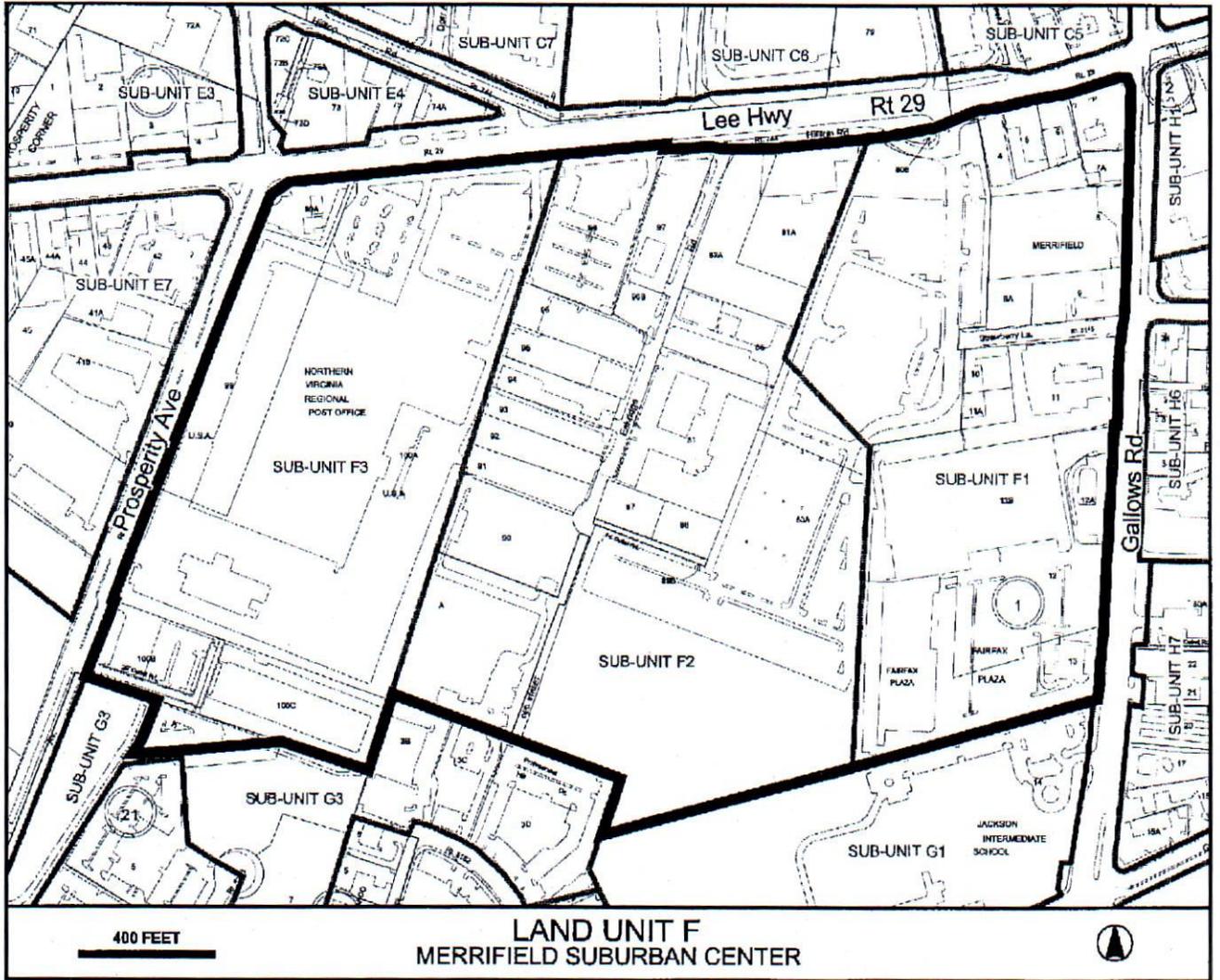


FIGURE 27

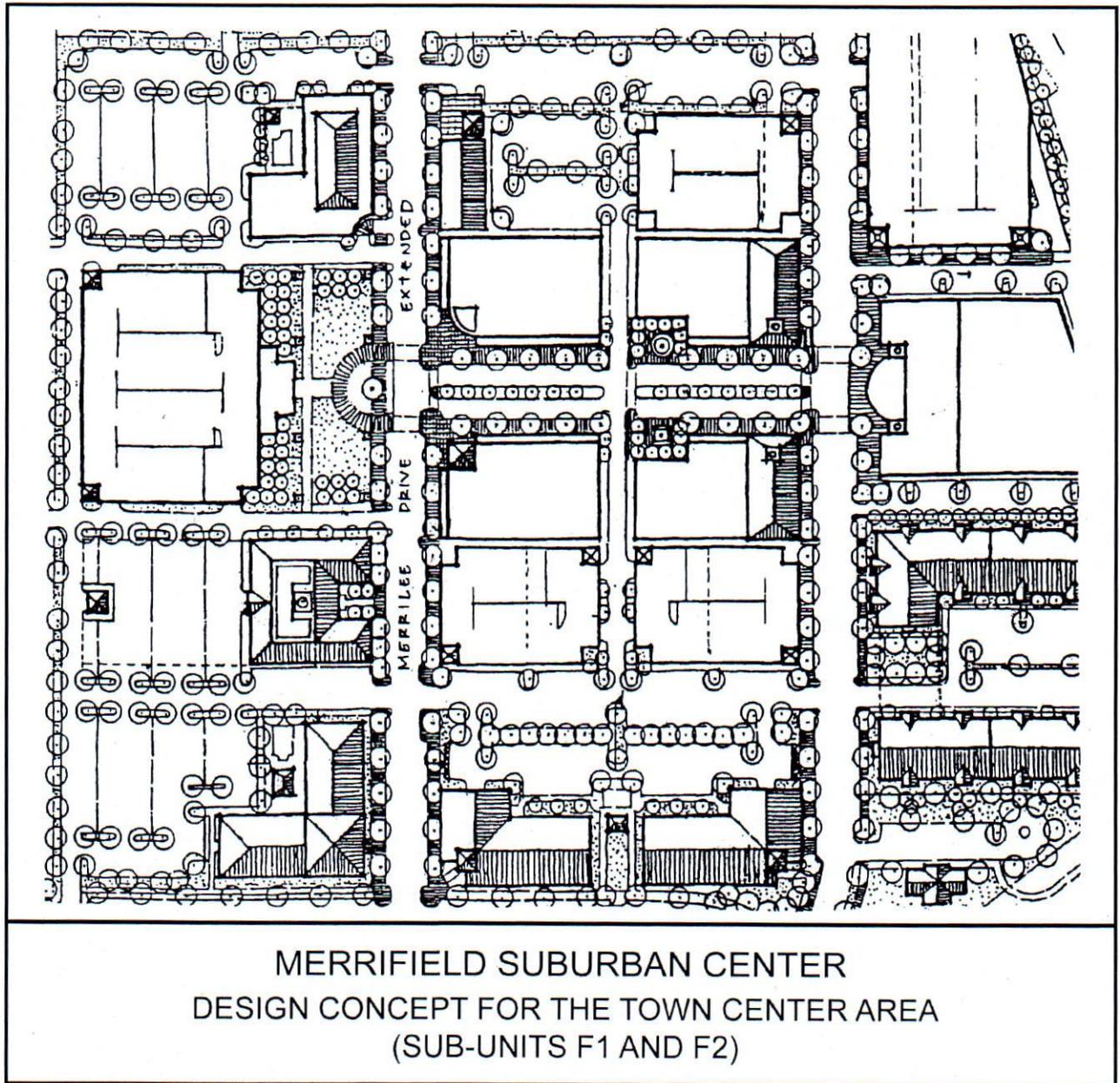


FIGURE 28

This portion of Parcel 80A could be developed with office or a new theater complex. Any new development should be designed in a manner consistent with the town center concept.

Any modification, expansion, and/or reuse of the existing buildings should be consistent with guidelines for Existing Uses and Buildings under the Area-Wide Land Use section. Any additional development in Sub-unit F1 and F2 at this base level should have consolidation or a coordinated development plan that provides for circulation improvements and streetscape improvements, as well as addresses urban design and other planning objectives which include implementing the town center concept. Also for any additional development at this base level on property in Sub-Units F1 and F2 abutting Sub-Unit G1, inter-parcel access between these sub-units should be considered and provided if needed to improve access to the school.

Option 1: As an option, in both Sub-units F1 and F2, redevelopment within these sub-units to office and retail up to .65 FAR may be appropriate if the redevelopment creates a component of the envisioned "Town Center." The retail component should comprise, at a minimum, 30% of the total development. Any development proposal under this option must address all applicable Area-Wide recommendations as well as the following guidelines.

- Consolidations of at least eight contiguous acres are encouraged. As an alternative, coordinated development plans with a combined land area of at least eight acres may be appropriate if the consolidation objectives are met. In any instance, it must be demonstrated that any unconsolidated parcels are able to develop in conformance with the Plan as described under the Land Use Guidelines in the Area-Wide Land Use section.
- Development proposals in these sub-units should provide for or contribute to road improvements as described in the Transportation Section of the Area-Wide recommendations. This area's recommended grid street system includes: the Eskridge Road extension south to Williams Drive and its realignment with Merrilee Drive to the north; the improvement of Strawberry Lane and its extension to Eskridge Road; the movie theater access road to connect with Williams Drive or Gatehouse Road. With the extension of the movie theater access road to either Williams Drive or Gatehouse Road, improvements to the intersection of Route 50/Williams Drive/Service Road should be made. Within this area, at least one road should function as the "Festival Street" that will have a concentration of retail and pedestrian activity (i.e., plazas, retail browsing areas and outdoor dining). See Figure 28 for an illustration of the grid system with the "Festival Street." Since a key transportation issue is the improvement of Eskridge Road and its realignment to Merrilee Drive, all development proposals under this option should contribute towards the Eskridge Road improvement in addition to providing other road improvements that improve circulation within this and adjacent areas as recommended in the Area-wide Transportation section.
- Development proposals should provide for inter-parcel access as well as other improvements that improve circulation within this and adjacent sub-units. For example, development proposals in Sub-Units F1 and F2 that abut Sub-Unit G1 should provide inter-parcel access to Sub-Unit G1 if needed to provide access to the school.
- Buildings should have retail and service uses located on the ground level that are designed to have a pedestrian orientation.
- Development should be designed with a pedestrian orientation, including open space amenities such as public plazas or greens as described under the Pedestrian and Transit Oriented Development Guidelines in the Urban Design section.
- Development should provide or contribute to the purchase of one to two acres of land for a

public park within Sub-Units F1 and F2. This urban park should function as a public meeting and gathering place and should have a focal point such as a pavilion and/or fountain. As an alternative, this open space amenity could be a private facility if the space has public access and is available for public activities.

- Development should be designed with parking structures behind and/or under buildings.

Option 2: As an alternative to the office and retail option, mixed-uses with residential use and/or hotel use may be appropriate up to 1.2 FAR, if the redevelopment creates a component of the envisioned "Town Center." Development proposals should be in conformance with the Area-Wide Recommendations for alternative uses (see the Area-Wide Recommendations, Land Use Guidelines), and development proposals under this option must address the previous option's guidance, all applicable Area-Wide guidelines, as well as provide for the following:

- The alternative uses appropriate in this sub-unit are limited to residential, institutional, hotel, major entertainment uses, as well as retail and service uses. Only the portions of retail and service uses that exceed 20% of the total development's square footage are considered alternative uses as described under the Alternative Use Guidelines. Retail and service uses may comprise up to 35% of the development's square feet and may include employee amenities such as health clubs, day care and food services, all of which should be an integral part of the office, hotel and/or residential buildings.
- Major entertainment uses could include a "theater complex" and/or retail entertainment centers. These uses combined with retail and service uses should not exceed 55% of the development's total square footage.
- Institutional, cultural, recreational, and/or governmental uses are encouraged within the Town Center and should be provided consistent with the Area-Wide guidance.
- If residential development is proposed, affordable dwelling units should be provided on-site or as indicated under the Land Use Guidelines in the Area-Wide Land Use Section.
- Any proposed residential development should demonstrate that it is an integral component of the Town Center through design, architecture, materials, access and parking and should create a viable living environment by providing recreation and other amenities for the residents as indicated under the Land Use Section of the Area-Wide Recommendations.

Height Limit: Under the options, maximum building height is 95 feet when development is not integrated with structured parking. In order to encourage structured parking to be located under buildings, a height bonus of up to 20 feet (or a maximum height of 115 feet) is appropriate when at least 2 levels of structured parking are provided under the building, either at or below grade. The building height bonus should be contingent on increasing the amount of open space amenities. See the Building Heights Map, Figure 16, and the Building Height Guidelines under the Area-Wide Urban Design section.

The following illustrative urban design plan shows an approach for creating a "sense of place" for the area south of Route 29 and west of Gallows Road, the new town center for the Merrifield Suburban Center (see Figure 28). The "sense of place" is provided through the creation of a "Festival Street," which could be anchored at one end by the town green and at the other by a multiple screen theater. The Festival Street has wide sidewalks and pedestrian plazas fronting retail

shopping and restaurants on the lower floors of the office buildings. It should be designed to foster both daytime and nighttime activity, reminiscent of the downtowns of earlier times and what has been achieved at other Town Centers such as the Reston Town Center. Residential areas are shown as ringing the southern boundary in this town center illustration. The purpose is to encourage more pedestrian activity by allowing people to live close to the town center's shops, restaurants, theaters, offices, and parks.

The wide variety of land uses shown in this illustration, are integrated through both landscape and architectural transitions. Buildings front and address the street with finished facades that create the feeling of a mixed-use downtown. With attractive facades, low- to mid-rise building heights, and comparable building masses, non-residential uses can face residential uses across the street with no adverse impact. Where parking decks are located along a street, they are designed to incorporate street level retail as a mask to the garage behind, providing an appropriate transition to other uses. In some locations, formally landscaped green spaces provide transitions between non-residential and residential uses."

Environment

Fairfax County Comprehensive Plan, 2011 Edition, Policy Plan, Environment, as amended through July 27, 2010, pages 19 to 21, the Plan states:

Objective 13: Design and construct buildings and associated landscapes to use energy and water resources efficiently and to minimize short- and long-term negative impacts on the environment and building occupants.

Policy a. Consistent with other Policy Plan objectives, encourage the application of energy conservation, water conservation and other green building practices in the design and construction of new development and redevelopment projects. These practices can include, but are not limited to:

- Environmentally-sensitive siting and construction of development
- Application of low impact development practices, including minimization of impervious cover (See Policy k under Objective 2 of this section of the *Policy Plan*)
- Optimization of energy performance of structures/energy-efficient design
- Use of renewable energy resources
- Use of energy efficient appliances, heating/cooling systems, lighting and/or other products
- Application of water conservation techniques such as water efficient landscaping and innovative wastewater technologies
- Reuse of existing building materials for redevelopment projects
- Recycling/salvage of non-hazardous construction, demolition, and land clearing debris
- Use of recycled and rapidly renewable building materials
- Use of building materials and products that originate from nearby sources

- Reduction of potential indoor air quality problems through measures such as increased ventilation, indoor air testing and use of low-emitting adhesives, sealants, paints/coatings, carpeting and other building materials.

Encourage commitments to implementation of green building practices through certification under established green building rating systems (e.g., the U.S. Green Building Council's Leadership in Energy and Environmental Design (LEED®) program or other comparable programs with third party certification). Encourage commitments to the attainment of the ENERGY STAR® rating where applicable and to ENERGY STAR qualification for homes. Encourage the inclusion of professionals with green building accreditation on development teams. Encourage commitments to the provision of information to owners of buildings with green building/energy efficiency measures that identifies both the benefits of these measures and their associated maintenance needs. . .

- Policy d. Promote implementation of green building practices by encouraging commitments to monetary contributions in support of the county's environmental initiatives, with such contributions to be refunded upon demonstration of attainment of certification under the applicable LEED rating system or equivalent rating system.
- Policy e. Encourage energy conservation through the provision of measures which support non-motorized transportation, such as the provision of showers and lockers for employees and the provision of bicycle parking facilities for employment, retail and multifamily residential uses.”

COMPREHENSIVE PLAN MAP: Mixed Use

LAND USE ANALYSIS

Use and Intensity

The mixed use option in the Comprehensive Plan recommends a maximum building height of 95 feet when development is not integrated with structured parking. In order to encourage structured parking to be located under buildings, a height bonus of up to 20 feet (or a maximum height of 115 feet) is appropriate when at least two levels of structured parking are provided under the building, either at or below grade. The building height bonus should be contingent on increasing the amount of open space amenities. The applicant is seeking an amendment to proffered conditions and the final development plan to allow for flexibility in the allocation of the approved square footage for residential and retail. The applicant is proposing to increase the building heights on Parcels C and E to from 75 feet to 90 feet, to accommodate an above-grade parking structure. With the last submission, the development plans show an up to eight-level, above ground parking garage with full exposure to the west. The applicant has indicated that the west side of Parcels C and E will be fronting a service alley. However, since this structure will

be easily seen from Lee Highway and the surrounding community, staff is requesting that the applicant provide a better architectural treatment to the surface. Staff is currently discussing with the applicant how to provide a better quality façade to the exposed parking structure wall facing to the west towards Eskridge Road.

The Planning Division staff finds that the proposed use is in harmony with the land use recommendations of the Comprehensive Plan.

ENVIRONMENTAL ANALYSIS

This section characterizes the environmental concerns raised by an evaluation of this site and the proposed development. Solutions are suggested to remedy the concerns that have been identified by staff. There may be other acceptable solutions.

Green Building

Consistent with the Policy Plan green building guidance, staff encourages the applicant to design and construct the buildings to Energy Star for New Homes Version 2.5 criteria and obtain certification through the National Association of Home Builders. Absent this, staff strongly encourages the applicant to identify green building measures that will be incorporated in the project.

PGN: BSS



County of Fairfax, Virginia

MEMORANDUM

DATE: May 24, 2012

TO: Barbara Berlin, Director
Zoning Evaluation Division
Department of Comprehensive Planning

FROM: Angela Kadar Rodeheaver, Chief
Site Analysis Section
Department of Transportation

FILE: 3-4 (RZ 2005-PR-041)

SUBJECT: Transportation Impact

REFERENCE: PCA/FDPA 2005-PR-041-03; Eskridge E & A, LLC
Traffic Zone: 1527
Land Identification Map: 49-3 ((37)) C

Transmitted herewith are comments from the Department of Transportation with respect to the referenced application. These comments are based on revised final Development Plan (FDP) dated May 8, 2012.

The applicant seeks to amend the approved FDP to add a second development option for Parcels C, E and G for the site. Also, the applicant seeks flexibility in a proffered condition amendment and final development plan amendment to allow a reallocation of approved residential and retail square footage and to allow an above grade garage option for parcels C and E.

This department provides the following comment;

- The applicant should carry forward the previously approved proffers, as well as the proposed proffer revisions.

AKR/ak C:FDPA 2005-PR-041Eskridge (E & A) Development

Fairfax County Department of Transportation
4050 Legato Road, Suite 400
Fairfax, Virginia 22033-2898
Phone: (703) 877-5600 TTY: 771
Fax: (703) 877 5723
www.fairfaxcounty.gov/fcdot





FAIRFAX COUNTY PARK AUTHORITY



M E M O R A N D U M

TO: Barbara Berlin, AICP, Director
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Sandy Stallman, AICP, Manager 
Park Planning Branch, PDD

DATE: May 16, 2012

SUBJECT: FDPA 2005-PR-041-3, Merrifield Town Center Parcels C and E, Revised
Tax Map Number(s): 49-3 ((37)) C

BACKGROUND

This memo replaces the comments previously provided by the Park Authority in a memo dated April 16, 2012. The Park Authority staff has reviewed the proposed Development Plan dated August 5, 2011, as revised through May 8, 2012, for the above referenced application. The Development Plan proposes an option for Parcels C and E that reflects modifications of design to residential/retail use buildings. The option includes an increase in the range for retail component with no increase to the total gross floor area.

COMPREHENSIVE PLAN GUIDANCE

The County Comprehensive Plan includes both general and specific guidance regarding parks and resources. The Policy Plan describes the need to mitigate adverse impacts to park and recreation facilities caused by growth and development; it also offers a variety of ways to offset those impacts, including contributions, land dedication, development of facilities, and others (Parks and Recreation, Objective 6, p.8). The Policy Plan also cites differing needs for more urban development and presents Urban Park Development guidance (Parks and Recreation, Park Classification System, p.10-11). The Park Authority's Urban Parks Framework provides an urban parkland standard and more detailed guidance. Resource protection is addressed in multiple objectives, focusing on protection, preservation, and sustainability of resources (Parks and Recreation Objectives 2 and 5, p.5-7).

The area-wide recommendations for the Merrifield Suburban Center specifically address the inclusion of recreational facilities which were incorporated into the development design with the original rezoning. Recommendations speak to the provision of on-site recreation with new residential development as well as additional contributions for off-site park facilities that serve the area. Pedestrian connectivity and urban parks contribute to the character envisioned for the Merrifield Suburban Area (Area I, Merrifield Suburban Center, Area-Wide Recommendations, Public Facilities/Infrastructure, Parks and Recreation Facilities, pp. 46-47).

ANALYSIS AND RECOMMENDATIONS

Onsite Facilities:

The integration of park and open space has been a key design element throughout the rezoning history of this project, based in the guidance of the Comprehensive Plan for the Merrifield Suburban Center. The value of all the public and private open space within Merrifield Town Center has factored prominently in previous plan reviews.

The proposed option to the residential building noticeably reduces the availability of private open space and amenities to the future residents. The square footage of rooftop amenity space has been reduced by 40 percent without the provision of additional open space elsewhere to balance the loss. The current proposal locates the private amenity space mid-level within the building, framed on three sides by residential units. The proposed building orientation will produce shadows that will impact the quality of the amenity area; whereas, the previous design placed the amenities on the roof top where shade was not a factor. Although the current submission reflects some minimal design of landscaped areas in the courtyards and one pool, the previously approved design reflected a higher commitment to provide for the leisure needs of future residents with plaza space, landscaping, seating areas and two pools.

In response to Park Authority concerns regarding the significant reduction of private amenities to the future residents, the Applicant has responded that additional amenities will be provided including

“a concierge service, state-of-the art fitness center and fitness lounge, cyber café, clubroom/party room, TV/theater areas, gaming center, business center and conference room. Outdoor courtyard amenities will include a pool, private seating area(s), Zen garden with water feature, gas fire pit, and gas grills for outdoor entertaining. Most indoor and outdoor areas will have WIFI internet access.”

Although the stated fitness center most directly addresses the need for physical fitness and recreation, the provision of this facility was committed to previously in Proffer XIV.1.D and does not offset the proposed reduction of facilities. Additionally, Proffer XIV.1.A commits to providing a swimming pool for *“each multi-family residential building, provided that a substantially-comparable level of amenities are provided in each building or are shared among the buildings.”* Previously, two pools were represented, one for Building C and one for Building E. The current plan reflects only one pool, the size of which has not been increased to account for the removal of one pool.

Although the stated facilities may be desirable to future residents and applicable to the P-District contribution, most do nothing to offset the need of residents for open space and recreational amenities. Ultimately the application, therefore, increases the impact to parks which must be offset. The Park Authority has previously recommended that the Applicant seek to provide equivalent opportunities for open space access and amenities within Parcels C and E that were provided in the currently approved plan as the preference is to provide the needed facilities in proximity to residents and workforce. Alternately, the Applicant may seek to offset the reduction with a cash contribution that will be utilized to enhance facilities at nearby parks.

With the Countywide Comprehensive Policy Plan as a guide (Appendix 9, #6 of the Land Use section, as well as Objective 6, Policy a, b and c of the Parks and Recreation section), the Park Authority typically requests a fair share contribution of \$893 per new resident with any residential rezoning application to offset impacts to park and recreation service levels. This

allows the Park Authority to build additional facilities needed as the population increases. The development plan amendment reflects a total of 232 residential units for Parcels C and E (109+123). At \$893 per residential unit, the base contribution value would be \$207,176. As the proposed plan change reflects a 40% reduction of space and amenities, the requested fair share contribution is \$82,870 (40% of \$207,176).

SUMMARY OF RECOMMENDATIONS

This section summarizes the recommendations included in the preceding analysis section.

- Provide a level of private open space and amenities to the residents and work force of Parcels C and E comparable to that reflected in the approved CDPA/FDPA OR
- Provide a fair share contribution of \$82,870.

Please note the Park Authority would like to review and comment on development conditions related to park and recreation issues. We request that draft and final development conditions be submitted to the assigned reviewer noted below for review and comment prior to completion of the staff report and prior to final approval.

FCPA Reviewer: Gayle Hooper
DPZ Coordinator: William O'Donnell

Copy: Cindy Walsh, Director, Resource Management Division
Andrea L. Dorlester, Planner IV, Park Planning Branch
Chron Binder
File Copy



County of Fairfax, Virginia

MEMORANDUM

DATE: May 23, 2012

TO: Barbara C. Berlin, Director, Zoning Evaluation Division
Department of Planning & Zoning

FROM: Barbara A. Byron, Director
Office of Community Revitalization (OCR)

SUBJECT: CDPA/FDPA/PCA 2003-PR-041-3; Eskridge (E&A) LLC – Merrifield
Town Center Parcels C and E

The Office of Community Revitalization (OCR) has reviewed the above referenced Conceptual Development Plan Amendment, Final Development Plan Amendment and Proffer Condition Amendment dated stamped as "Received Department of Planning and Zoning, May 8, 2012."

The applicant is seeking to add a Final Development Plan option to Parcels C & E that would reallocate retail/residential square footages to Parcels C & E with a maximum of 70,000 square feet of retail or 270,000 square feet of residential; however, the total square footage will not exceed the original approved amount of 328,000 square feet. The applicant is seeking an increase in the height limit for these parcels from 5 to 6 stories and from 75 feet to 90 feet. Additionally, the application seeks to provide the parking in a mostly above grade parking structure rather than the original planned mostly sub-grade garage under the footprints of the buildings.

The applicant is proposing architectural enhancements on the precast above grade garage (sheet 28B). These treatments are rather minimal and should be expanded to better mimic the facade treatments and materials show on other elevations for the development. The goal is to both better screen the parking garage from view and to tie it better visually with the overall architectural scheme of the commercial and residential facades.

Cc. William O'Donnell, DPZ
OCR Files



Office of Community Revitalization
12055 Government Center Parkway, Suite 1048
Fairfax, VA 22035
703-324-9300, TTY 711
www.fcrevit.org



FAIRFAX COUNTY WATER AUTHORITY
8560 Arlington Boulevard, Fairfax, Virginia 22031
www.fairfaxwater.org

**PLANNING & ENGINEERING
DIVISION**

Jamie Bain Hedges, P.E.
Director
(703) 289-6325
Fax (703) 289-6382

November 21, 2011

Ms. Barbara C. Berlin, Director
Fairfax County Department of Planning and Zoning
12055 Government Center Parkway, Suite 801
Fairfax, Virginia 22035-5505

Re: FDPA 2005-PR-041-03
Merrifield Town Center
Tax Map: 49-3

Dear Ms. Berlin:

Fairfax Water would like to reiterate the comments submitted in our letter to Ms. Regina Coyle, dated November 18, 2010, regarding the Merrifield Town Center (copy enclosed). Please note that water rates in item number three of the previous letter have changed. Fairfax Water's current rate is \$2.04 per 1,000 gallons while the City of Falls Church customers pay \$3.27 per 1,000 gallons.

If you have any questions regarding this information, please contact Dave Guerra Chief, Plan Review at (703) 289-6343.

Sincerely,

A handwritten signature in black ink that reads "Traci K. Goldberg".

Traci K. Goldberg, P.E.
Manager, Planning Department

Enclosures (as noted)

cc: Stephen Crowell, VIKA
Steven Teets, Edens & Avant

Fairfax Water

FAIRFAX COUNTY WATER AUTHORITY
8560 Arlington Boulevard, Fairfax, Virginia 22031
www.fairfaxwater.org

**PLANNING & ENGINEERING
DIVISION**

Jamie Bain Hedges, P.E.
Director
(703) 289-6325
Fax (703) 289-6382

November 18, 2010

Ms. Regina Coyle, Director
Fairfax County Department of Planning and Zoning
12055 Government Center Parkway, Suite 801
Fairfax, Virginia 22035-5505

Re: PCA/FDPA 2005-PR-041
Merrifield Town Center
Tax Map: 49-3

Dear Ms. Coyle:

Fairfax Water is uniquely able to provide high-quality water service to the Merrifield Town Center development. In the past, water service to this site has been provided by the City of Falls Church Department of Public Utilities (City); however, the site is located in Fairfax County. We believe that future water service for the proposed redevelopment should be provided by Fairfax Water instead of the City for the following reasons:

1. Fairfax Water has an existing 24-inch water main in Gallows Road approximately 500 feet from the site. In Spring 2011, in conjunction with the Virginia Department of Transportation's (VDOT's) highway improvements to the Route 29/Gallows Road intersection, Fairfax Water will be installing a new 24-inch water main along Route 29 to Eskridge Road, as shown on the attached water system map. The proposed water main is scheduled to be in service by Fall 2011 and is capable of supporting the proposed development and providing multiple supply options and increased reliability.
2. Fairfax Water has a fully integrated transmission network allowing ample flow to be routed to the site from multiple independent sources. Fairfax Water's programmed investment in transmission and distribution system development provides the Merrifield site access to service through 24-inch diameter transmission mains from pumping facilities located at either Tysons Corner or Fair Oaks. As illustrated on the attached sketch, the Merrifield site has access to water storage facilities located at Tysons Corner, Penderwood, and Fairfax Hospital. Alternative supplies are available from a variety of additional sources including pumping facilities at Fairfax Circle or Annandale. Having a variety of

supply options increases service reliability, provides for sufficient domestic and fire protection capacity, and maintains adequate delivery pressure irrespective of demand.

3. Customers served by Fairfax Water enjoy the lowest commodity rate for water in the Washington Metropolitan area. Currently Fairfax Water customers pay \$1.93 per 1,000 gallons while the City's customers pay \$3.03 per 1,000 gallons.
4. Although not currently doing so, in the past the City has charged a higher rate to its customers located in Fairfax County than to its customers located in the City.
5. Fairfax Water operates as a true enterprise fund. All water system revenues are returned to the water system to support infrastructure reinvestment and system improvements.
6. Fairfax Water is governed by a Board appointed by the Fairfax County Board of Supervisors. Citizens of Fairfax County whose water service is provided by the City have no representation in the decisions made regarding the water system that serves them.
7. Fairfax Water owns and operates two state of the art treatment facilities, sourced by two separate watersheds, the Occoquan Reservoir and the Potomac River. These plants produce superb quality water that meets and surpasses all current and anticipated regulations.

As you may know, there is no legal impediment to Fairfax Water's serving this property. All previous legal disputes between Fairfax Water and the City have now been resolved. Under a consent decree entered February 25, 2010 in the Circuit Court of Fairfax County, the City agreed that Fairfax Water may provide water service anywhere within the City's previous service area in Fairfax County, and that the City would not unreasonably interfere with the ability of any customer or developer to obtain service from Fairfax Water.

As the Merrifield area undergoes transformation and redevelopment, the increased land-use density and investment warrant public infrastructure commensurate with the high standards of Fairfax County. Accordingly, the proposed project should be served by the highest level of water service available. Again, Fairfax Water is uniquely able to provide that level of service.

Regina Coyle
November 18, 2010
Page Three

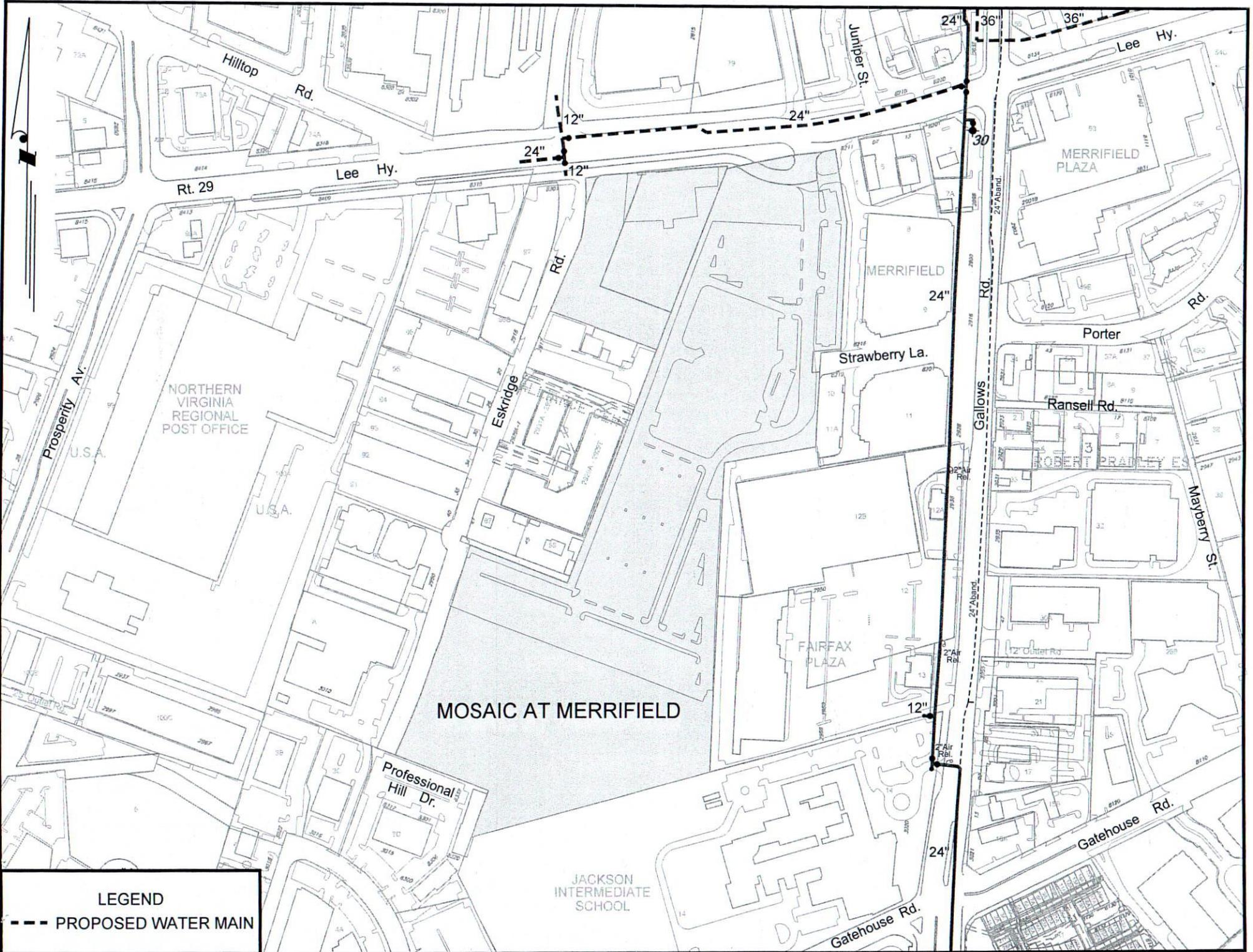
If you have any questions regarding this information, please contact Dave Guerra
Chief, Plan Review at (703) 289-6343.

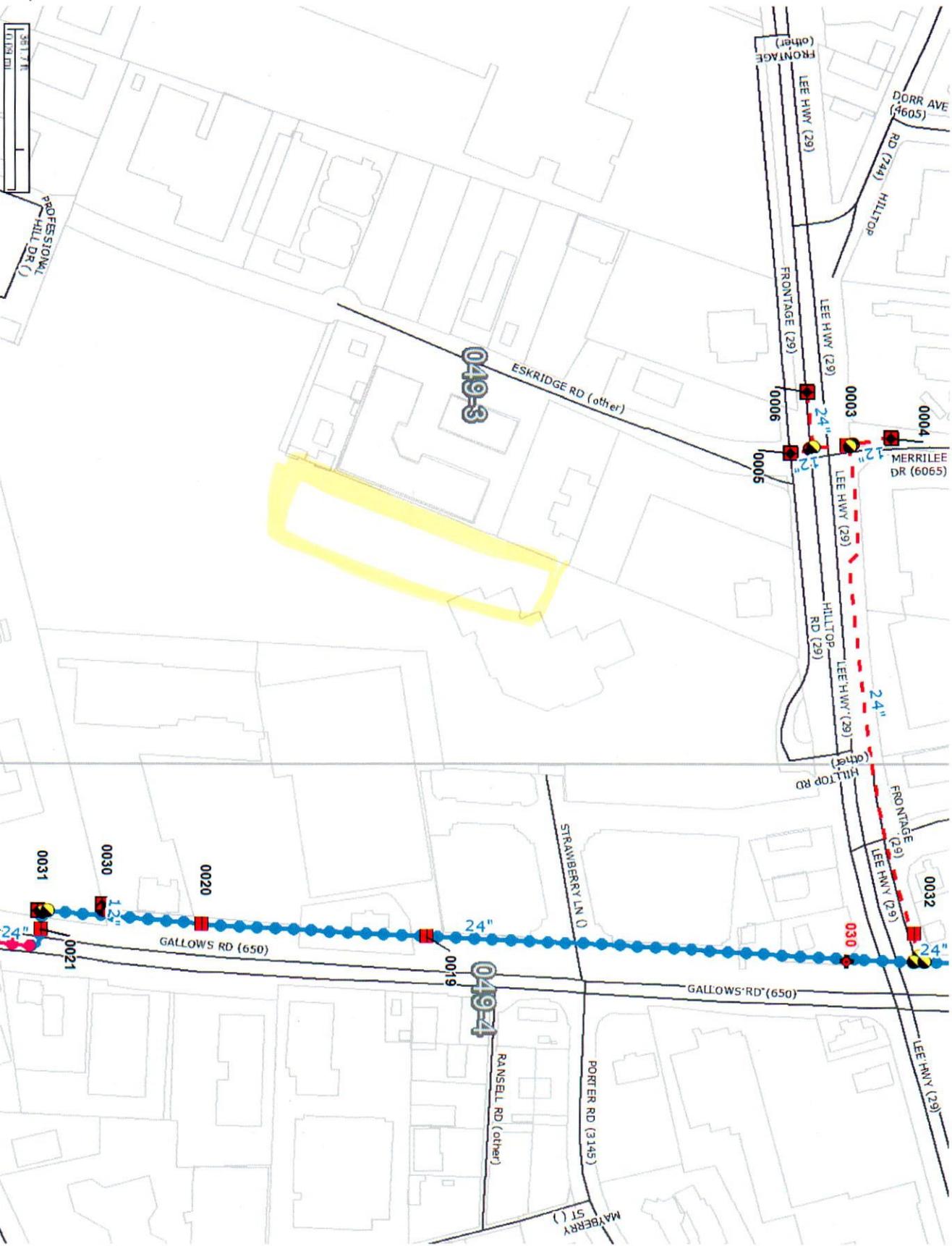
Sincerely,

A handwritten signature in cursive script that reads "Traci K. Goldberg". The signature is written in black ink and is positioned to the right of the typed name.

Traci K. Goldberg, P.E.
Manager, Planning Department

Enclosures (as noted)
cc: Philip C. Champagne, VIKA
Steven F. Teets, Edens & Avant





049-3

049-4



PROFESSIONAL HILL DR ()

DORR AVE (4605)

RD (244) HILLTOP

FRONTAGE (other)
LEE HWY (29)

FRONTAGE (29)
LEE HWY (29)

HILLTOP RD (29)
LEE HWY (29)

HILLTOP RD (other)

FRONTAGE (29)
LEE HWY (29)

LEE HWY (29)

ESKRIDGE RD (other)

STRAWBERRY LN ()

GALLOW'S RD (650)

POTTER RD (3145)
MARBERRY ST ()

RANSBELL RD (other)

GALLOW'S RD (650)

0031

0030

0020

24"

0021

0032

LEE HWY (29)

24"

24"

12"

24"

0004

12"

0003

0005

0006

MERRILEE DR (6065)



County of Fairfax, Virginia

MEMORANDUM

DATE: November 2, 2011

TO: Barbara C. Berlin, Director
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Eric Fisher, GIS Analyst III
Information Technology Section
Fire and Rescue Department

SUBJECT: Fire and Rescue Department Preliminary Analysis of Final Development Plan Amendment Application FDPA 2005-PR-041-03

The following information is submitted in response to your request for a preliminary Fire and Rescue Department analysis for the subject:

1. The application property is serviced by the Fairfax County Fire and Rescue Department Station #430, **Merrifield**
2. After construction programmed ___(n/a)___ this property will be serviced by the fire station _____(n/a)_____





**FAIRFAX COUNTY
PUBLIC SCHOOLS**

Department of Facilities and Transportation Services

Office of Facilities Planning Services
8115 Gatehouse Road, Suite 3200
Falls Church, Virginia 22042-1203

June 12, 2012

TO: Barbara Berlin, Director, Zoning Evaluation Division
Fairfax County Department of Planning and Zoning

FROM: Denise M. James, Director *DMJ*
Office of Facilities Planning Services

SUBJECT: PCA/FDPA 2005-PR-041-3, Merrifield Town Center

ACREAGE: 4.6 acres

TAX MAP: 49-3 ((37)) J pt., L and N pt.

PROPOSAL: Proffer condition and final development plan amendments for mixed use development to include townhomes and multi-family units.

COMMENTS: The applications seek to amend the previously approved FDP associated with Parcels C, E, and G on 4.62 acres of the original rezoning application. The applicant, Eskridge (E & A) LLC, proposes to 1) maintain the approved residential and retail uses for Parcels C and E; 2) retain the two approved development options for Parcel G; and 3) obtain flexibility to transfer approved residential and retail square footage within these three parcels without exceeding the maximum square footage of 610,000 currently approved for the PRM District in the proffers. The proposal would increase the approved maximum overall parcel density for Parcels C, E and G from 460,000 to 508,000 square feet, in keeping with the approved proffers. In addition, the applicant proposes to increase the height from 75 feet to 90 feet and to provide an above grade parking garage development for a portion of the development. The developer's statement of justification indicates that there is no new construction with this proposal and that no additional square footage is being requested. The FAR of the overall development of 31.37 acres which comprise Merrifield Town Center would remain 1.39 including bonus density associated with affordable dwelling units and workforce housing as previously approved.

All previous proffer commitments are proposed to be brought forward and re-affirmed with these amendment applications. The development remains within the Fairhill Elementary School, Luther Jackson Middle School, and Falls Church High School boundaries. The chart below shows the existing school capacity, enrollment, and projected enrollment.

School	Capacity	Enrollment (9/30/11)	2012-2013 Projected Enrollment	Capacity Balance 2012-2013	2017-18 Projected Enrollment	Capacity Balance 2017-19
Fairhill ES	590	627	663	-73	772	-182
Jackson MS	1146	1153	1161	-15	1505	-359
Falls Church HS	1930	1567	1681	249	2020	-90

Capacity and enrollment are based on the March 2012 projections update for FY 2014-18.

The school capacity chart above shows a snapshot in time for student enrollments and school capacity balances. Student enrollment projections are done on a six year timeframe, currently through school year 2017-18 and are updated annually. At this time, if development occurs within the next six years, all of the impacted schools are anticipated to have some level of capacity deficit and future student yields would be anticipated to exacerbate this deficit. Since the number and type of residential units are not proposed to change significantly, the charts below provided an analysis of the number of anticipated students by school level based on the current countywide student yield ratio which have not changed since the previous review in March 2011.

Anticipated student yields for proposed townhomes

School Level	Townhome Ratio	Proposed Units	Student Yield
Elementary	0.204	120	24
Middle	0.057	120	7
High	0.118	120	14

45 total

Anticipated student yields for proposed multi-family units

School Level	Mid-rise MF Ratio	Units (based on 185,000 sqft gfa.)	Student Yield	Mid-rise MF Ratio	Units (based on 800,000 sqft. gfa.)	Student Yield
Elementary	0.047	168	8	0.047	727	34
Middle	0.013	168	2	0.013	727	9
High	0.027	168	5	0.027	727	20

15 total

63 total

SUMMARY:

Suggested Proffer Contribution

Staff understands that the total number of units is dependent on the range of residential square footage which may vary from that provided in the table above. The application is anticipated to yield between 60 to 108 new students. Based on the approved proffer formula guidelines, the students generated would justify a proffer contribution between \$562,680 (60 students x \$9,378) and \$1,012,824 (108 students x \$9,378). The actual proffer amount will be calculated at the time of site plan and will be based on the actual total number of units to be constructed. It should be noted that proffer contributions in the amount of approximately \$833,000 have been received to date and applied to capital school improvement projects at all three impacted schools based on previously approved site plans for other portions of this development. A turf field at Jackson Middle School has been completed pursuant to a separate proffer commitment with the initial rezoning approval.

FCPS recommends that the applicant reaffirm the previously approved proffer commitments and encourages the applicant to provide the suggested proffer amount or the prevailing contribution based on the formula at the time the proffer is triggered, whichever is greater. Further, FCPS requests notification when site plan approval and building permits are issued for the residential portion of this development in order to anticipate when new students from this development may be anticipated.

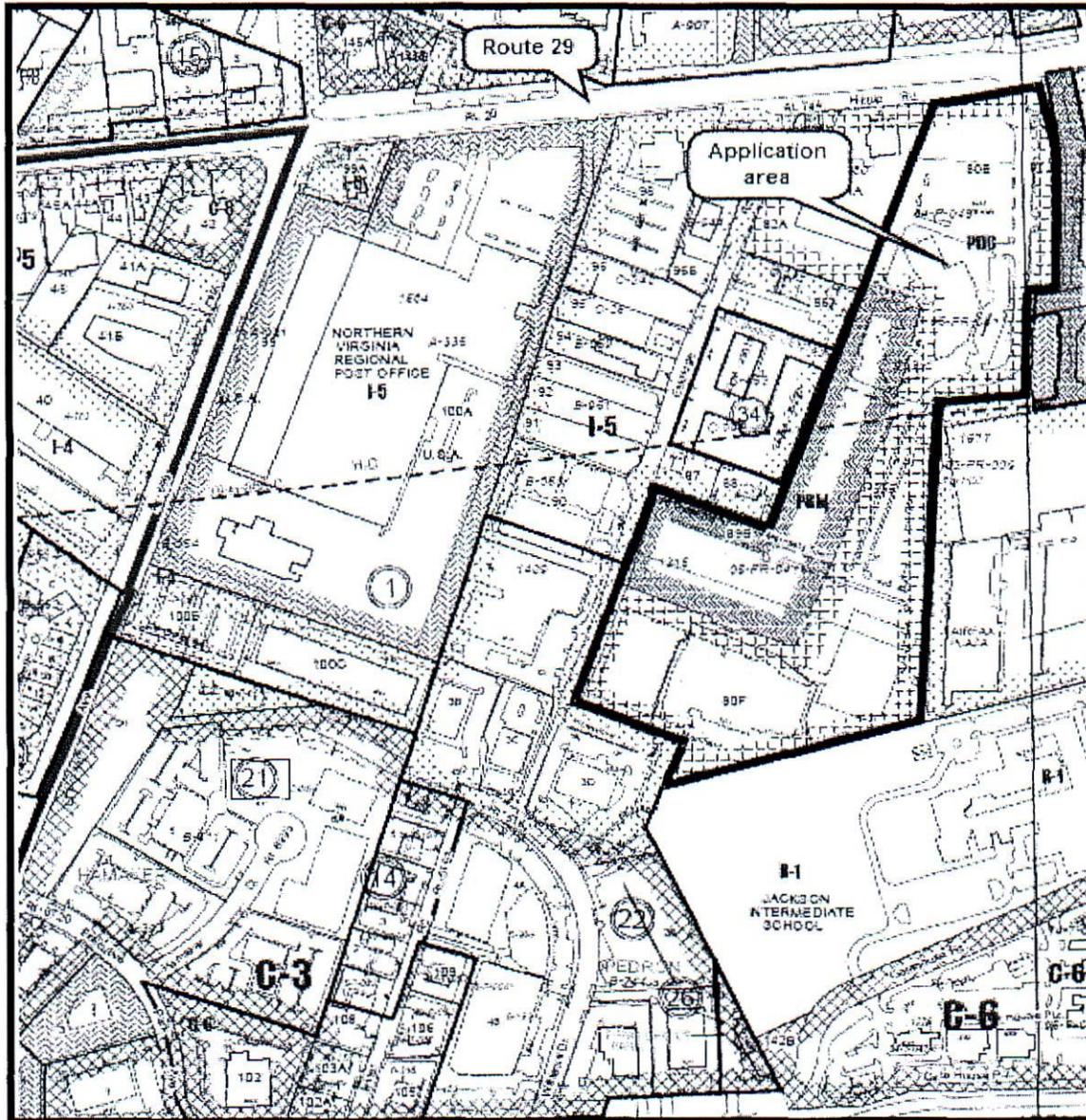
Thank you for the opportunity to provide comment on this application.

Attachment: Locator Map

cc: Patricia S. Reed, School Board, Providence District
 Ilryong Moon, School Board, At-Large
 Ted Velkoff, School Board, At-Large
 Ryan McElveen, School Board, At-Large
 Dean Tistadt, Chief Operating Officer

Jim Kacur, Cluster II, Assistant Superintendent
Pamela E. Claiborne-Morgan, Principal, Fairhill Elementary School
Louise H. Porter, Principal, Jackson Middle School
Cathy Benner, Principal, Falls Church High School

Fairfax County Public Schools
Office of Facilities Planning Services





County of Fairfax, Virginia

MEMORANDUM

DATE: December 6, 2011

TO: Billy O'Donnell
Zoning Evaluation Division
Department of Planning & Zoning

FROM: Lana Tran (Tel: 703 324-5008)
Wastewater Planning & Monitoring Division
Department of Public Works & Environmental Services

SUBJECT: Sanitary Sewer Analysis Report

REFERENCE: Application No. FDPA2005-PR-041-03
Tax Map No. 049-3- /37/ / C

The following information is submitted in response to your request for a sanitary sewer analysis for above referenced application:

1. The application property is located in the Accotink Creek (M2) watershed. It would be sewered into the Noman M. Cole Pollution Control Plant (NMCCPCP).
2. Based upon current and committed flow, there is excess capacity in the NMCCPCP. For purposes of this report, committed flow shall be deemed that for which fees have been paid, building permits have been issued, or priority reservations have been established by the Board of Supervisors. No commitment can be made, however, as to the availability of treatment capacity for the development of the subject property. Availability of treatment capacity will depend upon the current rate of construction and the timing for development of this site.
3. An existing 8" inch line located in the street is adequate for the proposed use at this time.
4. The following table indicates the condition of all related sewer facilities and the total effect of this application.

Sewer Network	Existing Use +Application		Existing Use + Application Previous Rezonings		Existing Use + Application + Comp Plan	
	Adeq.	Inadeq.	Adeq.	Inadeq.	Adeq.	Inadeq.
Collector	<u>X</u>	—	<u>X</u>	—	<u>X</u>	—
Submain	<u>X</u>	—	<u>X</u>	—	<u>X</u>	—
Main/Trunk	<u>X</u>	—	<u>X</u>	—	<u>X</u>	—
Interceptor	—	—	—	—	—	—
Outfall	—	—	—	—	—	—

5. Other pertinent information or comments:

Department of Public Works and Environmental Services
Wastewater Planning & Monitoring Division
12000 Government Center Parkway, Suite 358
Fairfax, VA 22035-0052
Phone: 703-324-5030, Fax: 703-324-3946



ARTICLE 16

DEVELOPMENT PLANS

PART 1 **16-100 STANDARDS FOR ALL PLANNED DEVELOPMENTS**

16-101 General Standards

A rezoning application or development plan amendment application may only be approved for a planned development under the provisions of Article 6 if the planned development satisfies the following general standards:

1. The planned development shall substantially conform to the adopted comprehensive plan with respect to type, character, intensity of use and public facilities. Planned developments shall not exceed the density or intensity permitted by the adopted comprehensive plan, except as expressly permitted under the applicable density or intensity bonus provisions.
2. The planned development shall be of such design that it will result in a development achieving the stated purpose and intent of the planned development district more than would development under a conventional zoning district.
3. The planned development shall efficiently utilize the available land, and shall protect and preserve to the extent possible all scenic assets and natural features such as trees, streams and topographic features.
4. The planned development shall be designed to prevent substantial injury to the use and value of existing surrounding development, and shall not hinder, deter or impede development of surrounding undeveloped properties in accordance with the adopted comprehensive plan.
5. The planned development shall be located in an area in which transportation, police and fire protection, other public facilities and public utilities, including sewerage, are or will be available and adequate for the uses proposed; provided, however, that the applicant may make provision for such facilities or utilities which are not presently available.
6. The planned development shall provide coordinated linkages among internal facilities and services as well as connections to major external facilities and services at a scale appropriate to the development.

16-102 Design Standards

Whereas it is the intent to allow flexibility in the design of all planned developments, it is deemed necessary to establish design standards by which to review rezoning applications, development plans, conceptual development plans, final development plans, PRC plans, site plans and subdivision plans. Therefore, the following design standards shall apply:

1. In order to complement development on adjacent properties, at all peripheral boundaries of the PDH, PRM, PDC, PRC Districts the bulk regulations and landscaping and screening provisions shall generally conform to the provisions of that conventional

FAIRFAX COUNTY ZONING ORDINANCE

zoning district which most closely characterizes the particular type of development under consideration. In the PTC District, such provisions shall only have general applicability and only at the periphery of the Tysons Corner Urban Center, as designated in the adopted comprehensive plan.

2. Other than those regulations specifically set forth in Article 6 for a particular P district, the open space, off-street parking, loading, sign and all other similar regulations set forth in this Ordinance shall have general application in all planned developments.
3. Streets and driveways shall be designed to generally conform to the provisions set forth in this Ordinance and all other County ordinances and regulations controlling same, and where applicable, street systems shall be designed to afford convenient access to mass transportation facilities. In addition, a network of trails and sidewalks shall be coordinated to provide access to recreational amenities, open space, public facilities, vehicular access routes, and mass transportation facilities.

GLOSSARY

This Glossary is provided to assist the public in understanding the staff evaluation and analysis of development proposals. It should not be construed as representing legal definitions. Refer to the Fairfax County Zoning Ordinance, Comprehensive Plan or Public Facilities Manual for additional information.

ABANDONMENT: Refers to road or street abandonment, an action taken by the Board of Supervisors, usually through the public hearing process, to abolish the public's right-of-passage over a road or road right-of way. Upon abandonment, the right-of-way automatically reverts to the underlying fee owners. If the fee to the owner is unknown, Virginia law presumes that fee to the roadbed rests with the adjacent property owners if there is no evidence to the contrary.

ACCESSORY DWELLING UNIT (OR APARTMENT): A secondary dwelling unit established in conjunction with and clearly subordinate to a single family detached dwelling unit. An accessory dwelling unit may be allowed if a special permit is granted by the Board of Zoning Appeals (BZA). Refer to Sect. 8-918 of the Zoning Ordinance.

AFFORDABLE DWELLING UNIT (ADU) DEVELOPMENT: Residential development to assist in the provision of affordable housing for persons of low and moderate income in accordance with the affordable dwelling unit program and in accordance with Zoning Ordinance regulations. Residential development which provides affordable dwelling units may result in a density bonus (see below) permitting the construction of additional housing units. See Part 8 of Article 2 of the Zoning Ordinance.

AGRICULTURAL AND FORESTAL DISTRICTS: A land use classification created under Chapter 114 or 115 of the Fairfax County Code for the purpose of qualifying landowners who wish to retain their property for agricultural or forestal use for use/value taxation pursuant to Chapter 58 of the Fairfax County Code.

BARRIER: A wall, fence, earthen berm, or plant materials which may be used to provide a physical separation between land uses. Refer to Article 13 of the Zoning Ordinance for specific barrier requirements.

BEST MANAGEMENT PRACTICES (BMPs): Stormwater management techniques or land use practices that are determined to be the most effective, practicable means of preventing and/or reducing the amount of pollution generated by nonpoint sources in order to improve water quality.

BUFFER: Graduated mix of land uses, building heights or intensities designed to mitigate potential conflicts between different types or intensities of land uses; may also provide for a transition between uses. A landscaped buffer may be an area of open, undeveloped land and may include a combination of fences, walls, berms, open space and/or landscape plantings. A buffer is not necessarily coincident with transitional screening.

CHESAPEAKE BAY PRESERVATION ORDINANCE: Regulations which the State has mandated must be adopted to protect the Chesapeake Bay and its tributaries. These regulations must be incorporated into the comprehensive plans, zoning ordinances and subdivision ordinances of the affected localities. Refer to Chesapeake Bay Preservation Act, Va. Code Section 10.1-2100 et seq and VR 173-02-01, Chesapeake Bay Preservation Area Designation and Management Regulations.

CLUSTER DEVELOPMENT: Residential development in which the lots are clustered on a portion of a site so that significant environmental/historical/cultural resources may be preserved or recreational amenities provided. While smaller lot sizes are permitted in a cluster subdivision to preserve open space, the overall density cannot exceed that permitted by the applicable zoning district. See Sect. 2-421 and Sect. 9-615 of the Zoning Ordinance.

COUNTY 2232 REVIEW PROCESS: A public hearing process pursuant to Sect. 15.2-2232 (Formerly Sect. 15.1-456) of the Virginia Code which is used to determine if a proposed public facility not shown on the adopted Comprehensive Plan is in substantial accord with the plan. Specifically, this process is used to determine if the general or approximate location, character and extent of a proposed facility is in substantial accord with the Plan.

dBA: The momentary magnitude of sound weighted to approximate the sensitivity of the human ear to certain frequencies; the dBA value describes a sound at a given instant, a maximum sound level or a steady state value. See also Ldn.

DENSITY: Number of dwelling units (du) divided by the gross acreage (ac) of a site being developed in residential use; or, the number of dwelling units per acre (du/ac) except in the PRC District when density refers to the number of persons per acre.

DENSITY BONUS: An increase in the density otherwise allowed in a given zoning district which may be granted under specific provisions of the Zoning Ordinance when a developer provides excess open space, recreation facilities, or affordable dwelling units (ADUs), etc.

DEVELOPMENT CONDITIONS: Terms or conditions imposed on a development by the Board of Supervisors (BOS) or the Board of Zoning Appeals (BZA) in connection with approval of a special exception, special permit or variance application or rezoning application in a "P" district. Conditions may be imposed to mitigate adverse impacts associated with a development as well as secure compliance with the Zoning Ordinance and/or conformance with the Comprehensive Plan. For example, development conditions may regulate hours of operation, number of employees, height of buildings, and intensity of development.

DEVELOPMENT PLAN: A graphic representation which depicts the nature and character of the development proposed for a specific land area; information such as topography, location and size of proposed structures, location of streets trails, utilities, and storm drainage are generally included on a development plan. A development plan is a submission requirement for rezoning to the PRC District. A GENERALIZED DEVELOPMENT PLAN (GDP) is a submission requirement for a rezoning application for all conventional zoning districts other than a P District. A development plan submitted in connection with a special exception (SE) or special permit (SP) is generally referred to as an SE or SP plat. A CONCEPTUAL DEVELOPMENT PLAN (CDP) is a submission requirement when filing a rezoning application for a P District other than the PRC District; a CDP characterizes in a general way the planned development of the site. A FINAL DEVELOPMENT PLAN (FDP) is a submission requirement following the approval of a conceptual development plan and rezoning application for a P District other than the PRC District; an FDP further details the planned development of the site. See Article 16 of the Zoning Ordinance.

EASEMENT: A right to or interest in property owned by another for a specific and limited purpose. Examples: access easement, utility easement, construction easement, etc. Easements may be for public or private purposes.

ENVIRONMENTAL QUALITY CORRIDORS (EQCs): An open space system designed to link and preserve natural resource areas, provide passive recreation and protect wildlife habitat. The system includes stream valleys, steep slopes and wetlands. For a complete definition of EQCs, refer to the Environmental section of the Policy Plan for Fairfax County contained in Vol. 1 of the Comprehensive Plan.

ERODIBLE SOILS: Soils that wash away easily, especially under conditions where stormwater runoff is inadequately controlled. Silt and sediment are washed into nearby streams, thereby degrading water quality.

FLOODPLAIN: Those land areas in and adjacent to streams and watercourses subject to periodic flooding; usually associated with environmental quality corridors. The 100 year floodplain drains 70 acres or more of land and has a one percent chance of flood occurrence in any given year.

FLOOR AREA RATIO (FAR): An expression of the amount of development intensity (typically, non-residential uses) on a specific parcel of land. FAR is determined by dividing the total square footage of gross floor area of buildings on a site by the total square footage of the site itself.

FUNCTIONAL CLASSIFICATION: A system for classifying roads in terms of the character of service that individual facilities are providing or are intended to provide, ranging from travel mobility to land access. Roadway system functional classification elements include Freeways or Expressways which are limited access highways, Other Principal (or Major) Arterials, Minor Arterials, Collector Streets, and Local Streets. Principal arterials are designed to accommodate travel; access to adjacent properties is discouraged. Minor arterials are designed to serve both through traffic and local trips. Collector roads and streets link local streets and properties with the arterial network. Local streets provide access to adjacent properties.

GEOTECHNICAL REVIEW: An engineering study of the geology and soils of a site which is submitted to determine the suitability of a site for development and recommends construction techniques designed to overcome development on problem soils, e.g., marine clay soils.

HYDROCARBON RUNOFF: Petroleum products, such as motor oil, gasoline or transmission fluid deposited by motor vehicles which are carried into the local storm sewer system with the stormwater runoff, and ultimately, into receiving streams; a major source of non-point source pollution. An oil-grit separator is a common hydrocarbon runoff reduction method.

IMPERVIOUS SURFACE: Any land area covered by buildings or paved with a hard surface such that water cannot seep through the surface into the ground.

INFILL: Development on vacant or underutilized sites within an area which is already mostly developed in an established development pattern or neighborhood.

INTENSITY: The magnitude of development usually measured in such terms as density, floor area ratio, building height, percentage of impervious surface, traffic generation, etc. Intensity is also based on a comparison of the development proposal against environmental constraints or other conditions which determine the carrying capacity of a specific land area to accommodate development without adverse impacts.

Ldn: Day night average sound level. It is the twenty-four hour average sound level expressed in A-weighted decibels; the measurement assigns a "penalty" to night time noise to account for night time sensitivity. Ldn represents the total noise environment which varies over time and correlates with the effects of noise on the public health, safety and welfare.

LEVEL OF SERVICE (LOS): An estimate of the effectiveness of a roadway to carry traffic, usually under anticipated peak traffic conditions. Level of Service efficiency is generally characterized by the letters A through F, with LOS-A describing free flow traffic conditions and LOS-F describing jammed or grid-lock conditions.

MARINE CLAY SOILS: Soils that occur in widespread areas of the County generally east of Interstate 95. Because of the abundance of shrink-swell clays in these soils, they tend to be highly unstable. Many areas of slope failure are evident on natural slopes. Construction on these soils may initiate or accelerate slope movement or slope failure. The shrink-swell soils can cause movement in structures, even in areas of flat topography, from dry to wet seasons resulting in cracked foundations, etc. Also known as slippage soils.

OPEN SPACE: That portion of a site which generally is not covered by buildings, streets, or parking areas. Open space is intended to provide light and air; open space may function as a buffer between land uses or for scenic, environmental, or recreational purposes.

OPEN SPACE EASEMENT: An easement usually granted to the Board of Supervisors which preserves a tract of land in open space for some public benefit in perpetuity or for a specified period of time. Open space easements may be accepted by the Board of Supervisors, upon request of the land owner, after evaluation under criteria established by the Board. See Open Space Land Act, Code of Virginia, Sections 10.1-1700, et seq.

P DISTRICT: A "P" district refers to land that is planned and/or developed as a Planned Development Housing (PDH) District, a Planned Development Commercial (PDC) District or a Planned Residential Community (PRC) District. The PDH, PDC and PRC Zoning Districts are established to encourage innovative and creative design for land development; to provide ample and efficient use of open space; to promote a balance in the mix of land uses, housing types, and intensity of development; and to allow maximum flexibility in order to achieve excellence in physical, social and economic planning and development of a site. Refer to Articles 6 and 16 of the Zoning Ordinance.

PROFFER: A written condition, which, when offered voluntarily by a property owner and accepted by the Board of Supervisors in a rezoning action, becomes a legally binding condition which is in addition to the zoning district regulations applicable to a specific property. Proffers are submitted and signed by an owner prior to the Board of Supervisors public hearing on a rezoning application and run with the land. Once accepted by the Board, proffers may be modified only by a proffered condition amendment (PCA) application or other zoning action of the Board and the hearing process required for a rezoning application applies. See Sect. 15.2-2303 (formerly 15.1-491) of the Code of Virginia.

PUBLIC FACILITIES MANUAL (PFM): A technical text approved by the Board of Supervisors containing guidelines and standards which govern the design and construction of site improvements incorporating applicable Federal, State and County Codes, specific standards of the Virginia Department of Transportation and the County's Department of Public Works and Environmental Services.

RESOURCE MANAGEMENT AREA (RMA): That component of the Chesapeake Bay Preservation Area comprised of lands that, if improperly used or developed, have a potential for causing significant water quality degradation or for diminishing the functional value of the Resource Protection Area. See Fairfax County Code, Ch. 118, Chesapeake Bay Preservation Ordinance.

RESOURCE PROTECTION AREA (RPA): That component of the Chesapeake Bay Preservation Area comprised of lands at or near the shoreline or water's edge that have an intrinsic water quality value due to the ecological and biological processes they perform or are sensitive to impacts which may result in significant degradation of the quality of state waters. In their natural condition, these lands provide for the removal, reduction or assimilation of sediments from runoff entering the Bay and its tributaries, and minimize the adverse effects of human activities on state waters and aquatic resources. New development is generally discouraged in an RPA. See Fairfax County Code, Ch. 118, Chesapeake Bay Preservation Ordinance.

SITE PLAN: A detailed engineering plan, to scale, depicting the development of a parcel of land and containing all information required by Article 17 of the Zoning Ordinance. Generally, submission of a site plan to DPWES for review and approval is required for all residential, commercial and industrial development except for development of single family detached dwellings. The site plan is required to assure that development complies with the Zoning Ordinance.

SPECIAL EXCEPTION (SE) / SPECIAL PERMIT (SP): Uses, which by their nature, can have an undue impact upon or can be incompatible with other land uses and therefore need a site specific review. After review, such uses may be allowed to locate within given designated zoning districts if appropriate and only under special controls, limitations, and regulations. A special exception is subject to public hearings by the Planning Commission and Board of Supervisors with approval by the Board of Supervisors; a special permit requires a public hearing and approval by the Board of Zoning Appeals. Unlike proffers which are voluntary, the Board of Supervisors or BZA may impose reasonable conditions to assure, for example, compatibility and safety. See Article 8, Special Permits and Article 9, Special Exceptions, of the Zoning Ordinance.

STORMWATER MANAGEMENT: Engineering practices that are incorporated into the design of a development in order to mitigate or abate adverse water quantity and water quality impacts resulting from development. Stormwater management systems are designed to slow down or retain runoff to re-create, as nearly as possible, the pre-development flow conditions.

SUBDIVISION PLAT: The engineering plan for a subdivision of land submitted to DPWES for review and approved pursuant to Chapter 101 of the County Code.

TRANSPORTATION DEMAND MANAGEMENT (TDM): Actions taken to reduce single occupant vehicle automobile trips or actions taken to manage or reduce overall transportation demand in a particular area.

TRANSPORTATION SYSTEM MANAGEMENT (TSM) PROGRAMS: This term is used to describe a full spectrum of actions that may be applied to improve the overall efficiency of the transportation network. TSM programs usually consist of low-cost alternatives to major capital expenditures, and may include parking management measures, ridesharing programs, flexible or staggered work hours, transit promotion or operational improvements to the existing roadway system. TSM includes Transportation Demand Management (TDM) measures as well as H.O.V. use and other strategies associated with the operation of the street and transit systems.

URBAN DESIGN: An aspect of urban or suburban planning that focuses on creating a desirable environment in which to live, work and play. A well-designed urban or suburban environment demonstrates the four generally accepted principles of design: clearly identifiable function for the area; easily understood order; distinctive identity; and visual appeal.

VACATION: Refers to vacation of street or road as an action taken by the Board of Supervisors in order to abolish the public's right-of-passage over a road or road right-of-way dedicated by a plat of subdivision. Upon vacation, title to the road right-of-way transfers by operation of law to the owner(s) of the adjacent properties within the subdivision from whence the road/road right-of-way originated.

VARIANCE: An application to the Board of Zoning Appeals which seeks relief from a specific zoning regulation such as lot width, building height, or minimum yard requirements, among others. A variance may only be granted by the Board of Zoning Appeals through the public hearing process and upon a finding by the BZA that the variance application meets the required Standards for a Variance set forth in Sect. 18-404 of the Zoning Ordinance.

WETLANDS: Land characterized by wetness for a portion of the growing season. Wetlands are generally delineated on the basis of physical characteristics such as soil properties indicative of wetness, the presence of vegetation with an affinity for water, and the presence or evidence of surface wetness or soil saturation. Wetland environments provide water quality improvement benefits and are ecologically valuable. Development activity in wetlands is subject to permitting processes administered by the U.S. Army Corps of Engineers

TIDAL WETLANDS: Vegetated and nonvegetated wetlands as defined in Chapter 116 Wetlands Ordinance of the Fairfax County Code; includes tidal shores and tidally influenced embayments, creeks, and tributaries to the Occoquan and Potomac Rivers. Development activity in tidal wetlands may require approval from the Fairfax County Wetlands Board.

Abbreviations Commonly Used in Staff Reports

A&F	Agricultural & Forestal District	PDH	Planned Development Housing
ADU	Affordable Dwelling Unit	PFM	Public Facilities Manual
ARB	Architectural Review Board	PRC	Planned Residential Community
BMP	Best Management Practices	RC	Residential-Conservation
BOS	Board of Supervisors	RE	Residential Estate
BZA	Board of Zoning Appeals	RMA	Resource Management Area
COG	Council of Governments	RPA	Resource Protection Area
CBC	Community Business Center	RUP	Residential Use Permit
CDP	Conceptual Development Plan	RZ	Rezoning
CRD	Commercial Revitalization District	SE	Special Exception
DOT	Department of Transportation	SEA	Special Exception Amendment
DP	Development Plan	SP	Special Permit
DPWES	Department of Public Works and Environmental Services	TDM	Transportation Demand Management
DPZ	Department of Planning and Zoning	TMA	Transportation Management Association
DU/AC	Dwelling Units Per Acre	TSA	Transit Station Area
EQC	Environmental Quality Corridor	TSM	Transportation System Management
FAR	Floor Area Ratio	UP & DD	Utilities Planning and Design Division, DPWES
FDP	Final Development Plan	VC	Variance
GDP	Generalized Development Plan	VDOT	Virginia Dept. of Transportation
GFA	Gross Floor Area	VPD	Vehicles Per Day
HC	Highway Corridor Overlay District	VPH	Vehicles per Hour
HCD	Housing and Community Development	WMATA	Washington Metropolitan Area Transit Authority
LOS	Level of Service	WS	Water Supply Protection Overlay District
Non-RUP	Non-Residential Use Permit	ZAD	Zoning Administration Division, DPZ
OSDS	Office of Site Development Services, DPWES	ZED	Zoning Evaluation Division, DPZ
PCA	Proffered Condition Amendment	ZPRB	Zoning Permit Review Branch
PD	Planning Division		
PDC	Planned Development Commercial		