



**APPLICATIONS ACCEPTED:** March 28, 2012  
**PLANNING COMMISSION:** July 26, 2012  
**BOARD OF SUPERVISORS:** July 31, 2012  
@ 3:30 PM

# County of Fairfax, Virginia

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**July 12, 2012**

## **STAFF REPORT**

### **APPLICATIONS PCA/FDPA 2008-MD-003**

#### **LEE DISTRICT**

**APPLICANT:** WRI Hilltop Village, LLC

**ZONING:** PDC (Planned Development Commercial)  
NR (Natural Resource Overlay District)

**PARCELS:** 100-1 ((1)) 9A, 11A, 11A1, 14, 15

**ACREAGE:** 31.87 acres

**FAR:** 0.27

**OPEN SPACE:** 20%

**PLAN MAP:** Mixed Use

**PROPOSAL:** Permit the modification of the proffers and development plan to allow the addition of 15,000 square feet within an approved building, modify the permitted and secondary uses within the buildings and modify the approved landscape plan.

#### **STAFF RECOMMENDATIONS:**

Staff recommends approval of PCA 2008-MD-003 and associated Conceptual Development Plan Amendment (CDPA), subject to the execution of proffers consistent with those contained in Appendix 1 of the staff report.

William Mayland, AICP

Staff recommends approval of FDPA 2008-MD-003, subject to the proposed Final Development Plan Amendment conditions contained in Appendix 2 of the staff report and the Board of Supervisors approval of PCA 2008-MD-003 and associated Conceptual Development Plan Amendment.

Staff recommends approval of a Planned District variance in accordance with the provisions of Section 16-401 (8) of the Zoning Ordinance to allow the proposed secondary uses in Hilltop Village Center to exceed 25 percent of the proposed principal uses and allow up to 243,000 square feet of secondary uses.

Staff recommends approval of a reaffirmation of the transitional screening and barrier requirements along all boundaries in favor of the landscaping shown on the Conceptual/Final Development Plan Amendment.

Staff recommends approval of a reaffirmation of a waiver of the required loading spaces for the two approved drive-in financial institutions and a modification of the loading spaces for the uses as shown on the Conceptual/Final Development Plan Amendment.

Staff recommends approval of a reaffirmation to construct the proposed Hilltop Village Center Development on the closed landfill sooner than 20 years after closure of the landfill, pursuant to Section 9-205 (9) of the Zoning Ordinance.

It should be noted that it is not the intent of the staff to recommend that the Board, in adopting any conditions, relieve the applicants/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards; and that, should this application be approved, such approval does not interfere with, abrogate or annul any easements, 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 TTY 711 (Virginia Relay Center).

O:\Bmayla\RZPCA\PCA 2008-MD-003 Hilltop



# Proffered Condition Amendment

## PCA 2008-MD-003

# Final Development Plan Amendment

## FDPA 2008-MD-003

Applicant: WRI HILLTOP VILLAGE, LLC  
 Accepted: 03/28/2012  
 Proposed: TO AMEND RZ 2008-MD-003 PREVIOUSLY APPROVED FOR MIXED USE DEVELOPMENT TO PERMIT ADDITIONAL USES AND SITE MODIFICATIONS

Area: 31.87 AC OF LAND; DISTRICT - LEE  
 ZIP - 22315

Located: NORTHEAST QUADRANT OF THE INTERSECTION OF BEULAH STREET AND TELEGRAPH ROAD

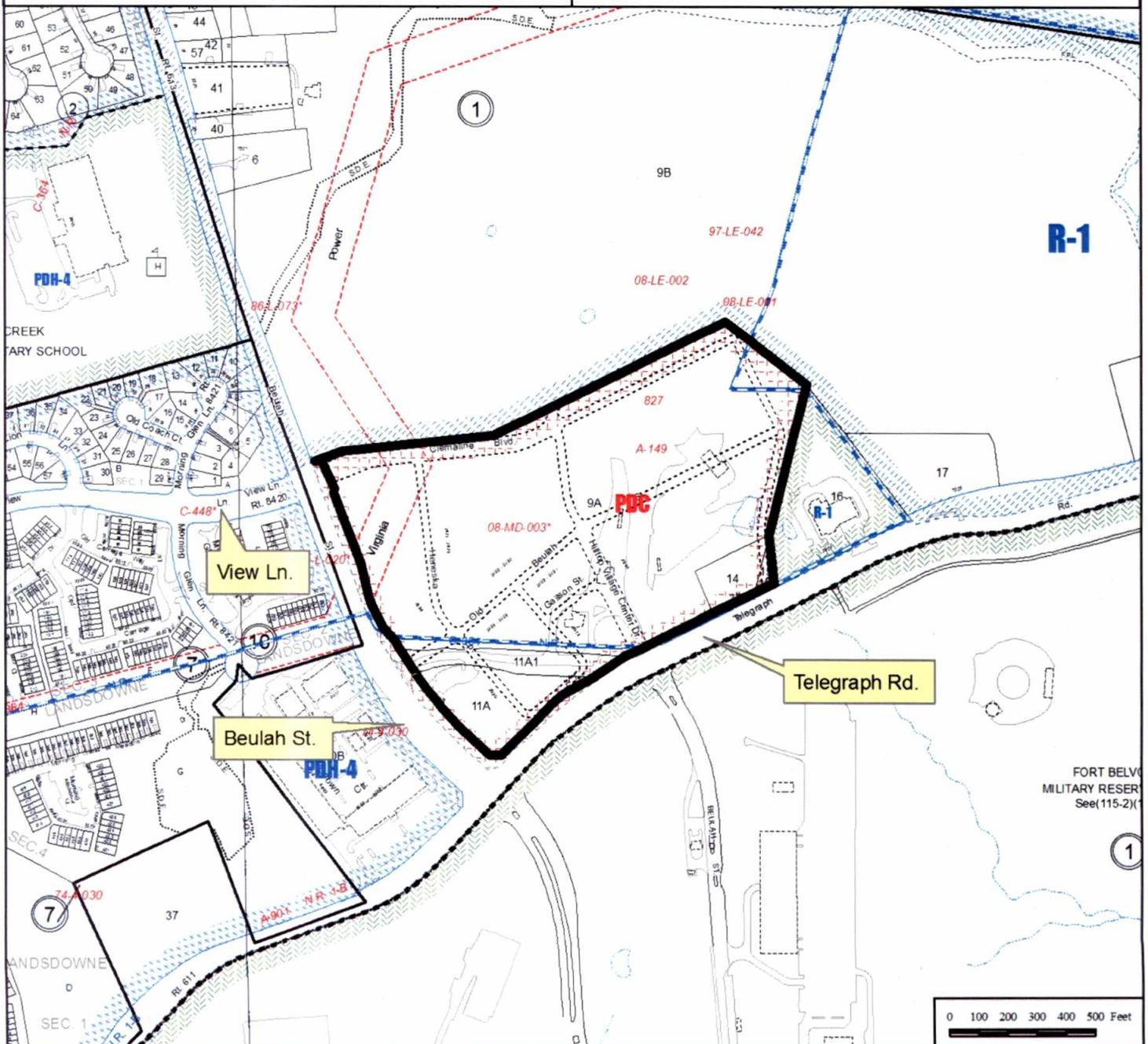
Zoning: PDC  
 Overlay Dist: NR  
 Map Ref Num: 100-1- /01/ /0009A /01/ /0011A /01/ /0011A1 /01/ /0014 /01/ /0015

Applicant: WRI HILLTOP VILLAGE, LLC  
 Accepted: 03/28/2012  
 Proposed: TO AMEND RZ 2008-MD-003 PREVIOUSLY APPROVED FOR MIXED USE DEVELOPMENT TO PERMIT ADDITIONAL USES AND SITE MODIFICATIONS

Area: 31.87 AC OF LAND; DISTRICT - LEE  
 ZIP - 22315

Located: NORTHEAST QUADRANT OF THE INTERSECTION OF BEULAH STREET AND TELEGRAPH ROAD

Zoning: PDC  
 Overlay Dist: NR  
 Map Ref Num: 100-1- /01/ /0009A /01/ /0011A /01/ /0011A1 /01/ /0014 /01/ /0015

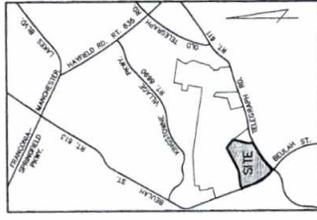




# HILLTOP VILLAGE CENTER

Lee District      Fairfax County, Virginia

Conceptual Development Plan Amendment /  
 Final Development Plan Amendment  
 CDDPA / FDPA



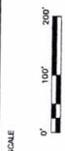
VICINITY MAP  
 SCALE: 1" = 2,000'

**Applicant:**  
 WRI Hilltop Village, LLC  
 9420 Forum Drive, Suite 101  
 Raleigh, NC 27615

**Sheet Index**

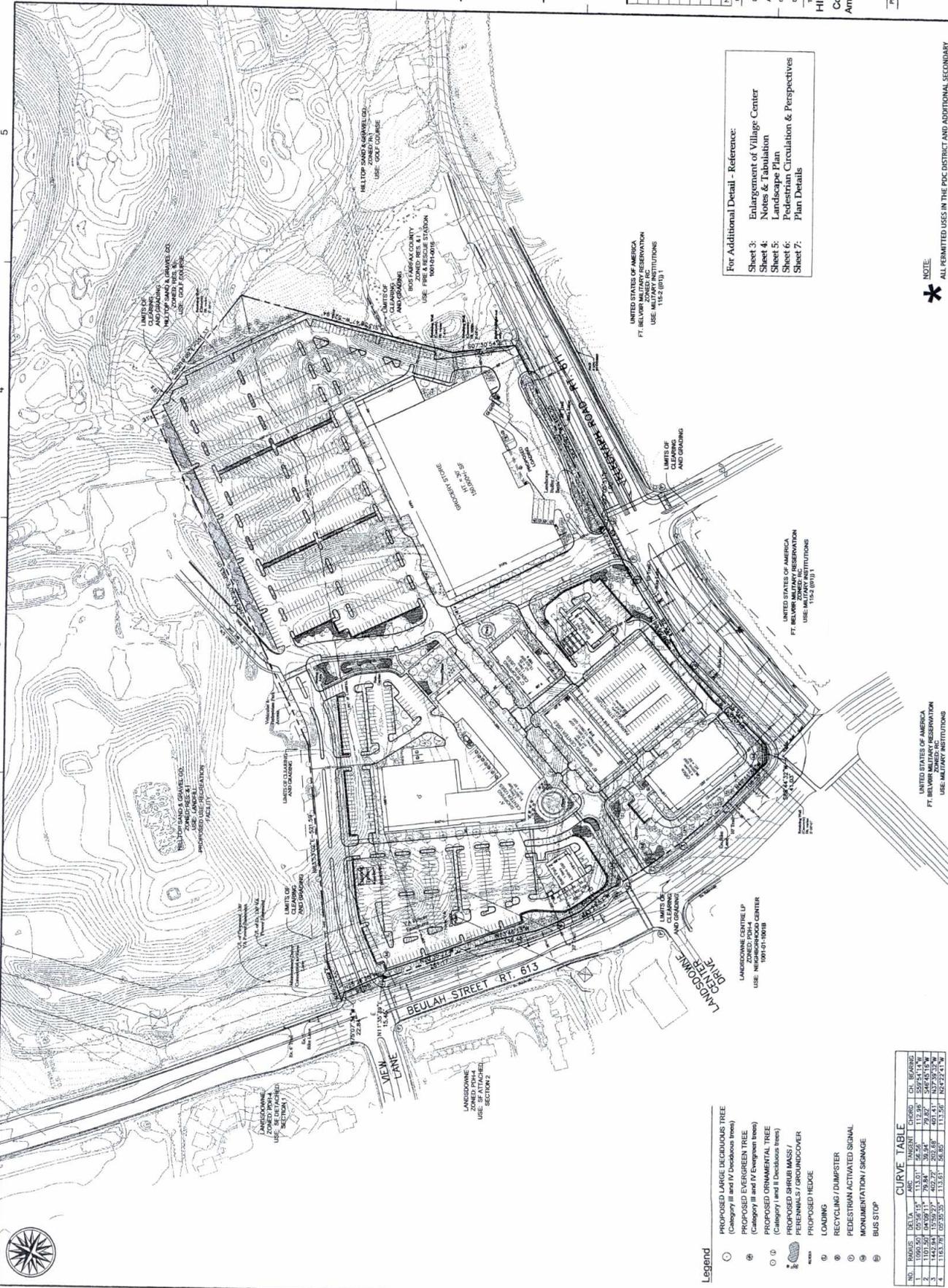
1. COVER SHEET
2. CDPA / FDPA
3. CDPA / FDPA ENLARGEMENT
4. NOTES AND TABULATION
5. LANDSCAPE PLAN
6. PEDESTRIAN CIRCULATION & PERSPECTIVES
7. STORMWATER MANAGEMENT
8. STORMWATER MANAGEMENT
9. STORMWATER MANAGEMENT
10. STORMWATER MANAGEMENT
11. STORMWATER MANAGEMENT
12. STORMWATER MANAGEMENT
13. EXISTING VEGETATION MAP

**HILLTOP VILLAGE CENTER**  
 Conceptual Development Plan Amendment /  
 Final Development Plan Amendment  
 CDDPA / FDPA



NO.	DATE	BY	DESCRIPTION
1	03.13.12	ARC	Issue for Review
2	06.01.12	DMC	Issue for Review

DRAWN BY: ARC  
 CHECKED BY: DMC  
 DATE: February 17, 2012  
 TITLE: HILLTOP VILLAGE CENTER  
 Conceptual Development Plan  
 Amendment / Final Development  
 Plan Amendment  
 CDPA / FDPA



**For Additional Detail - Reference:**  
 Sheet 3: Enlargement of Village Center  
 Sheet 4: Notes & Tabulation  
 Sheet 5: Landscape Plan  
 Sheet 6: Pedestrian Circulation & Perspectives  
 Sheet 7: Plan Details

**NOTE**  
 ALL PERMITTED USES IN THE PDC DISTRICT AND ADDITIONAL SECONDARY USES AS IDENTIFIED IN NOTE 3C.

**Legend**

- PROPOSED LARGE DECIDUOUS TREE (Category III and IV deciduous trees)
- ⊕ PROPOSED EVERGREEN TREE (Category III and IV evergreen trees)
- ○ PROPOSED ORNAMENTAL TREE (Category I and II trees)
- ⊕ PROPOSED PALM TREE (Category I trees)
- ⊕ PROPOSED TREES / GROUNDCOVER
- ⊕ PROPOSED HEDGE
- ⊕ LOADING
- ⊕ RECYCLING / DUMPSTER
- ⊕ PEDESTRIAN ACTIVATED SIGNAL MONUMENTATION / SIGNAGE
- ⊕ BUS STOP

**CURVE TABLE**

NO.	RADIUS	DELTA	ARC	TANGENT	CHORD	CHL BEARING
1	1103.50'	09°00'11"	38.84'	70.32'	70.32'	S82°51'14"W
2	1442.84'	15°59'27"	622.72'	252.83'	401.41'	N27°59'32"W
3	1163.91'	09°35'35"	113.91'	58.85'	113.91'	N24°25'41"W













KEY PLAN

SCALE

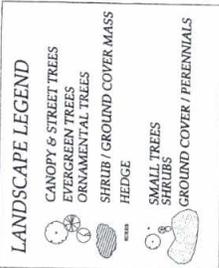
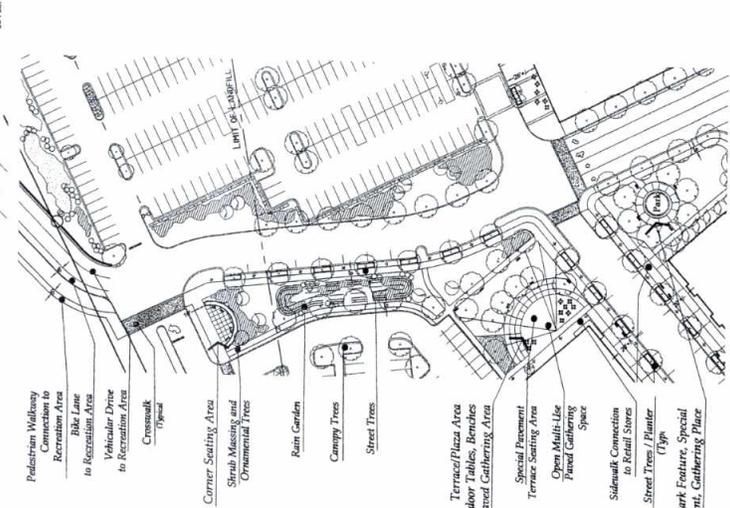
NO.	DATE	BY	DESCRIPTION
1	03.13.12	ARC	REVISED
2	06.05.12	DMC	REVISED DETAIL A

DESIGNED BY: ARC  
 CHECKED BY: DMC  
 DATE: February 17, 2012

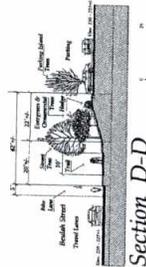
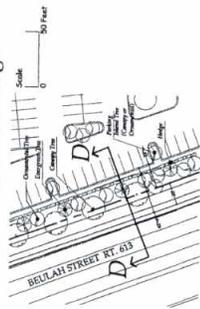
HILLTOP VILLAGE CENTER  
 Conceptual Development Plan  
 Amendment / Final Development  
 Plan Details  
 PROJECT NO. \_\_\_\_\_



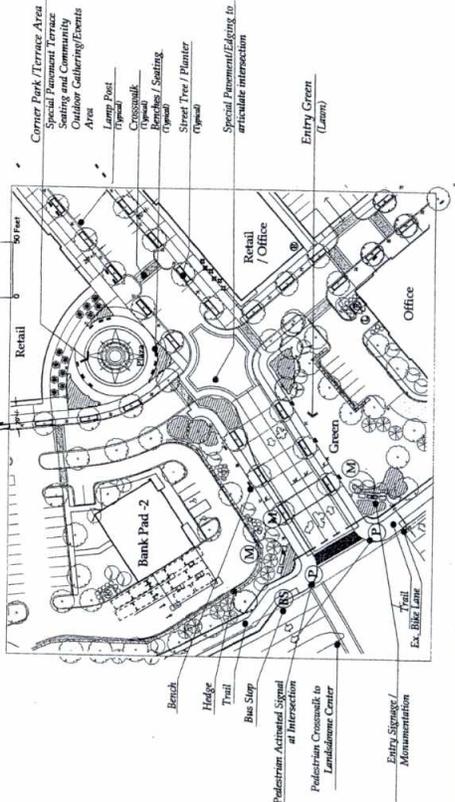
Detail B: Park, Terrace, Greenway to Recreation Entry



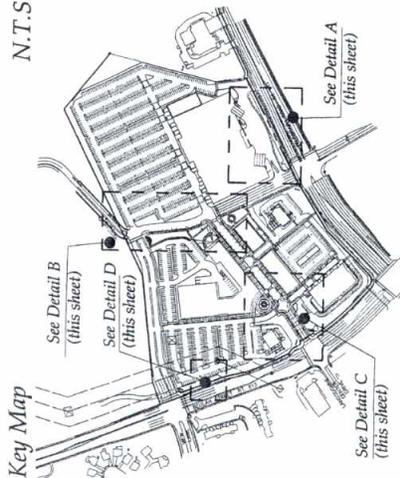
Detail D: Landscape Edge at Parking Beulah Street Frontage



Detail C: Corner Plaza Area

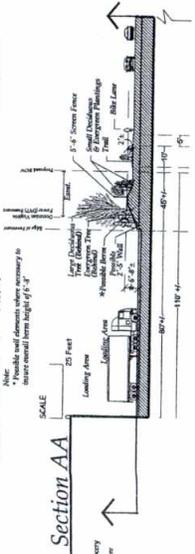
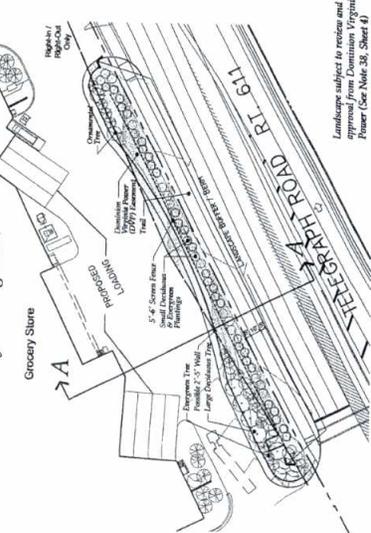


N.T.S.



NOTE:  
 Detail Plans reflect development/design intent. Specific pavement patterns, textures and placement of plant material, street furniture and streetscape elements subject to coordination with final engineering and architectural design.

Detail A: Berm at Telegraph Road (Grocery Loading Area)











SEAL

REF PLAN

No.	DATE	BY	DESCRIPTION
1	03.13.12	AKC	NO CHANGE - THIS SHEET
2	10.06.12	AKC	NO CHANGE - THIS SHEET

DESIGNED BY: AKC  
 APPROVED BY: DMG  
 CHECKED BY: DMG  
 DATE: February 17, 2012

TITLE: HILLTOP VILLAGE CENTER  
 Conceptual Development Plan  
 Amendment / Final Development  
 Plan Amendment  
 Stormwater Management

PROJECT NO.



SEAL

REF PLAN

No.	DATE	BY	DESCRIPTION
1	03.13.12	AKC	NO CHANGE - THIS SHEET
2	10.06.12	AKC	NO CHANGE - THIS SHEET

DESIGNED BY: AKC  
 APPROVED BY: DMG  
 CHECKED BY: DMG  
 DATE: February 20, 2012

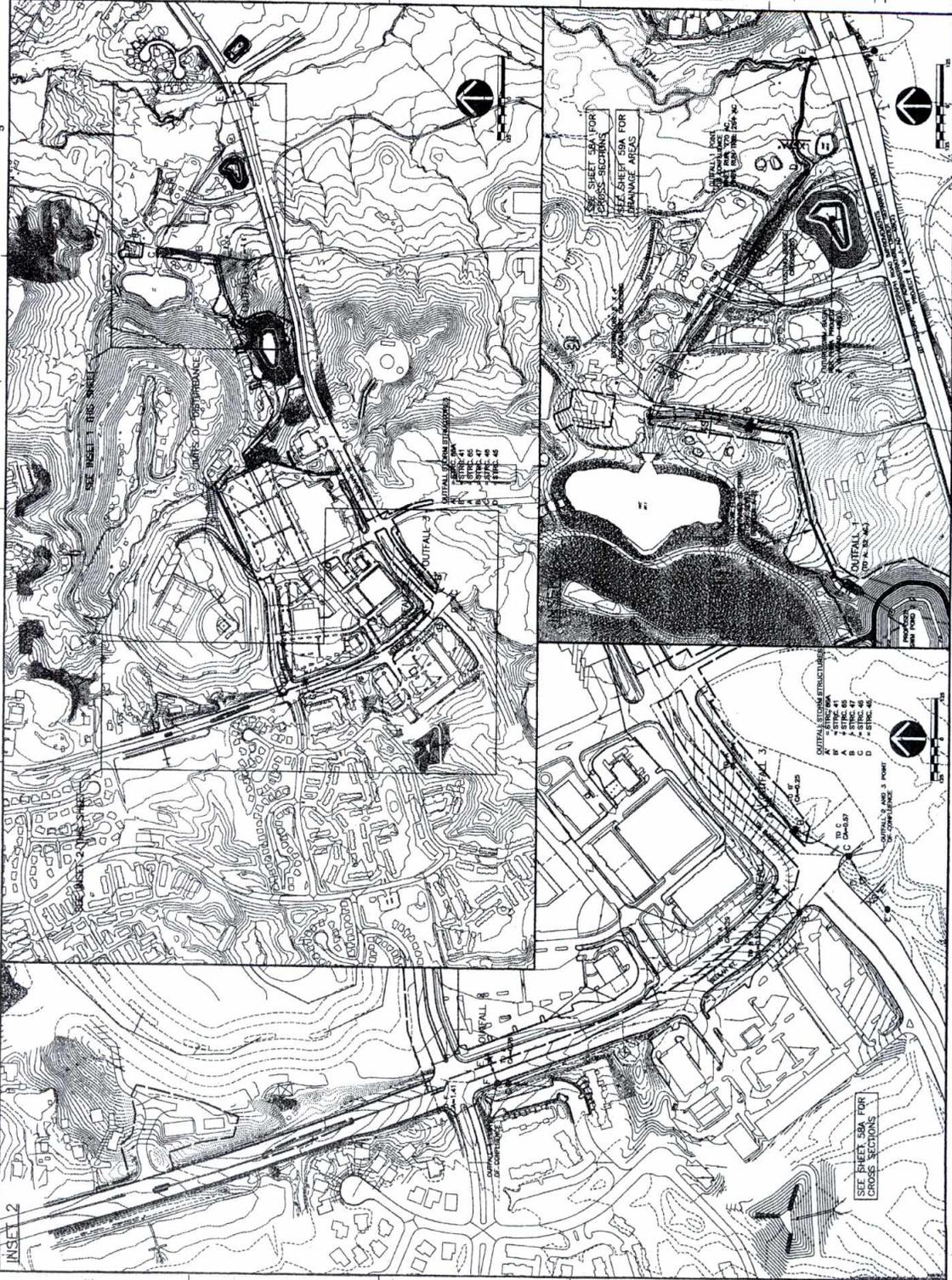
TITLE: HILLTOP VILLAGE CENTER  
 Conceptual Development Plan  
 Amendment / Final Development  
 Plan Amendment  
 Stormwater Management

PROJECT NO.

SHEET NO. 58 OF 112

NOTE

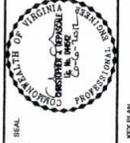
\* THE STORMWATER MANAGEMENT INFORMATION SHOWN HEREON, INCLUDING THE DETENTION, BMP, AND OUTFALL DATA, WAS APPROVED BY THE FAIRFAX COUNTY ENGINEER FOR THE PURPOSES OF THE CONCEPTUAL DEVELOPMENT PLAN AMENDMENT / FINAL DEVELOPMENT PLAN AMENDMENT. THIS INFORMATION IS FOR INFORMATION ONLY.



AS SHOWN

1 2 3 4 5

A B C D E



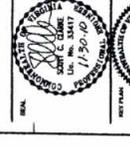
KEY PLAN

SCALE

NO.	DATE	BY	DESCRIPTION
1	03.13.12	ARC	NO CHANGE - NEW SHEET
2	08.06.12	ARC	NO CHANGE - NEW SHEET

DESIGNED BY: ARC  
 APPROVED BY: DMC  
 CHECKED BY: DMC  
 DATE: February 17, 2012

TITLE: HILLTOP VILLAGE CENTER  
 Conceptual Development Plan  
 Amendment / Final Development  
 Stormwater Management



KEY PLAN

AS SHOWN

NO.	DATE	BY	DESCRIPTION
1	03.13.12	ARC	NO CHANGE - NEW SHEET
2	08.06.12	ARC	NO CHANGE - NEW SHEET

DESIGNED BY: ARC  
 APPROVED BY: DMC  
 CHECKED BY: DMC  
 DATE: February 17, 2012

TITLE: HILLTOP VILLAGE CENTER  
 Conceptual Development Plan  
 Amendment / Final Development  
 Stormwater Management

SHEET NO. 58A OF 112  
 8/2/12

NOTE:

THE STORMWATER MANAGEMENT INFORMATION SHOWN HEREON, INCLUDING THE DESIGN, CONSTRUCTION, AND DRAINAGE DATA, WAS APPROVED BY THE FAYETTE COUNTY BOARD OF SUPERVISORS FOR THE PROJECT. ANY IMPROVEMENTS AND IS PROVIDED IN THIS APPLICATION FOR INFORMATION ONLY.

EXISTING SWM POND 1 - ASSUMED RATING CURVE



PROPOSED SWM POND 1 - ASSUMED RATING CURVE

Discharge (cfs)	Water Surface Elevation (ft)
100	98.10
200	98.20
300	98.30
400	98.40
500	98.50
600	98.60
700	98.70
800	98.80
900	98.90
1000	99.00

PROPOSED SWM POND 1 - STAGE VS. STORAGE

Water Surface Elevation (ft)	Storage (cu ft)
98.10	1000
98.20	2000
98.30	3000
98.40	4000
98.50	5000
98.60	6000
98.70	7000
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EXISTING SWM POND 1 - STAGE VS. STORAGE



PROPOSED SWM POND 1 - STAGE VS. STORAGE

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99.00	10000

Dewberry & Davis LLC  
 10000 WOODBURN ROAD  
 FARMVALE, VA 22031  
 TEL: 703.961.0100  
 WWW.DEBERRY.COM

HILLTOP VILLAGE CENTER  
 CONCEPTUAL DEVELOPMENT PLAN  
 AMENDMENT / FINAL DEVELOPMENT  
 CPFA / FDPA  
 LEES DISTRICT  
 FARMVALE COUNTY, VIRGINIA



KEY PLAN

SCALE

NO.	DATE	BY	DESCRIPTION
1	03.13.12	ARC	No Change - This Sheet
2	06.05.12	ARC	No Change - This Sheet

DESIGNED BY: ARC  
 APPROVED BY: DMC  
 CHECKED BY: DMC  
 DATE: February 17, 2012

HILLTOP VILLAGE CENTER  
 Conceptual Development Plan  
 Amendment / Final Development  
 Existing Vegetation Map \*  
 PROJECT NO.: 3365-SP-008-3

Dewberry & Davis LLC  
 10000 WOODBURN ROAD  
 FARMVALE, VA 22031  
 TEL: 703.961.0100  
 WWW.DEBERRY.COM

HILLTOP VILLAGE CENTER  
 LEES DISTRICT  
 FARMVALE COUNTY, VIRGINIA



KEY PLAN

SCALE  
 140 70 0 140  
 SCALE IN FEET

NO.	DATE	BY	DESCRIPTION
1	03.13.12	ARC	No Change - This Sheet
2	06.05.12	ARC	No Change - This Sheet

DESIGNED BY: ARC  
 APPROVED BY: DMC  
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 DATE: February 17, 2012

HILLTOP VILLAGE CENTER  
 Conceptual Development Plan  
 Amendment / Final Development  
 Existing Vegetation Map \*  
 PROJECT NO.: 3365-SP-008-3

DEVIATION REQUEST LETTER

Dear Mr. Jackson:

As a developer, you have been required to submit a Deviation Request Letter (DRL) to the Planning Commission (PC) for approval of the proposed development. The PC has reviewed your DRL and has determined that the proposed development is in compliance with the requirements of the Comprehensive Zoning Ordinance (CZO) and the Subdivision Map Act (SMA). The PC has also determined that the proposed development is in compliance with the requirements of the Hilltop Village Center Conceptual Development Plan (CDP) and the Hilltop Village Center Final Development Plan (FDP). The PC has approved your DRL and has authorized the proposed development to proceed.

URBAN FOREST MANAGEMENT - POLICY ON LANDSCAPE IMPLEMENTATION

The purpose of this policy is to provide guidance for the implementation of the Urban Forest Management Plan (UFMP) in the Hilltop Village Center. The UFMP is a long-term plan that outlines the goals and objectives for the management and maintenance of the urban forest in the Hilltop Village Center. This policy provides guidance for the implementation of the UFMP in the Hilltop Village Center, including the requirements for the preservation and enhancement of the urban forest.

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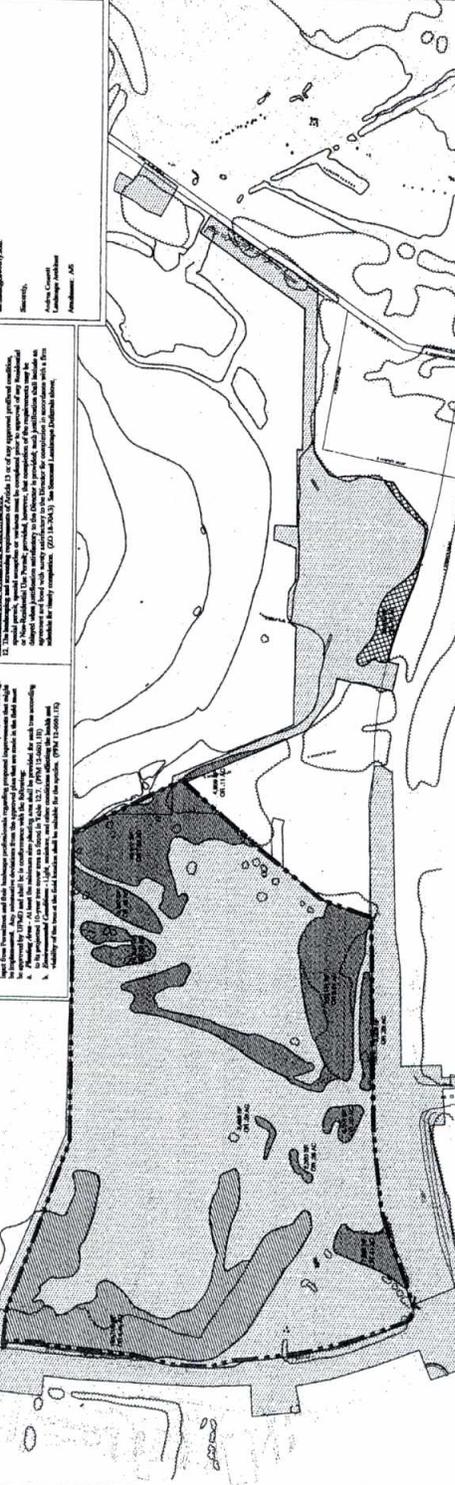


TABLE 12.3 TREE PRESERVATION TARGET CALCULATION

REQUIREMENTS	RESULTS
A. PRE-DEVELOPMENT AREA OF EXISTING TREE CANOPY FROM EXISTING VEGETATION MAP =	481,724 SF OR 11.09 AC
B. PERCENTAGE OF EXISTING TREE CANOPY COVERED BY EXISTING TREE CANOPY =	28.9%
C. PERCENTAGE OF 10-YEAR TREE CANOPY REQUIRED FOR SITE =	10% OF 11.09 AC = 1.109 AC
D. PERCENTAGE OF 10-YEAR TREE CANOPY REQUIREMENT THAT SHOULD BE MET THROUGH TREE PRESERVATION =	28.9%
E. PROPOSED PERCENTAGE OF CANOPY REQUIREMENT THAT WILL BE MET THROUGH TREE PRESERVATION =	11.09 AC / 1.109 AC = 100%
F. HAS THE TREE PRESERVATION TARGET MINIMUM BEEN MET?	NO
G. IF NO FOR LINE F, THEN REQUEST A SUBSTITUTE FROM THE TREE PRESERVATION TARGET SHALL BE PROVIDED ON THE PLAN THAT STATES ONE OF MORE OF THE SUBSTITUTIONS LISTED IN 15.6-0272 ALONG WITH AN APPROPRIATE THAT PROVIDES A SITE SPECIFIC EXPLANATION OF WHY THE TREE PRESERVATION TARGET CANNOT BE MET. THE DEVOLUTION REQUEST IS LOCATED.	THIS SHEET
H. IF STEP G REQUIRES A SUBSTITUTE, IT SHALL BE PREPARED IN ACCORDANCE WITH 15.6-0274	
I. PLACE THE INFORMATION PRIOR TO THE 10-YEAR TREE CANOPY CALCULATIONS AS PER INSTRUCTIONS IN TABLE 15.1E	

EXISTING VEGETATION INVENTORY

KEY	COVER TYPE	PRIMARY SPECIES	SUCCESSIONAL STAGES	COMMENTS	ACREAGE
[Symbol]	MATURED OVERLAND	NA	NA	EXISTING OPEN COURSE LAND	828.94 AC
[Symbol]	EARLY SUCCESSIONAL FOREST	CELENA, POTENTIAL	BARCLANK	MARKED LANDSCAPE JARNS	13.76 AC
[Symbol]	MATURED FOREST	BARCLANK	BARCLANK		4.82 AC
[Symbol]					47.88 AC
TOTAL					955.40 AC

31.87 AC THAT IS SUBJECT OF THE PROPOSED FDPA

NOTE: \*

THE EXISTING VEGETATION INFORMATION SHOWN HEREON, INCLUDING THE EXISTING VEGETATION INVENTORY AND THE TREE PRESERVATION TARGET CALCULATION, WAS APPROVED WITH SITE PLAN 3365-SP-008 FOR THE HILLTOP VILLAGE CENTER IMPROVEMENTS AND IS PROVIDED IN THIS APPLICATION FOR INFORMATION ONLY.

## **DESCRIPTION OF THE APPLICATION**

The applicant, WRI Hilltop Village Center, LLC, requests to amend the proffers and development plan for the approved 367,000 square foot mixed use shopping center. The applicant is proposing to add 15,000 square feet as a mezzanine level within an approved building. The additional square footage is accommodated within the approved footprint and height of the building. The applicant requests to modify the permitted uses to allow any principal PDC (Planned Development Commercial) use and additional secondary uses to include drive-in financial institutions (previously approved), large retail sales establishment (previously approved), health clubs, child care centers, colleges/universities, fast food restaurants, private school of special education, quick service food store and veterinary hospital. Finally, the applicant requests to modify the landscaping between the grocery store and Telegraph Road. The reduction in landscaping is required due to the location of Virginia Power easements and their restrictions on landscaping.

A reduced copy of the proposed Conceptual/Final Development Plan Amendment (CDPA/FDPA) is included in the front of this report. The applicants' draft proffers and staff's proposed Final Development Plan Amendment (FDPA) conditions are included as Appendix 1 and 2, respectively. The applicant's statement of justification and affidavit are included in Appendices 3 and 4, respectively.

### Waivers and Modifications

The applicant requests approval of a Planned District variance in accordance with the provisions of Section 16-401 (8) of the Zoning Ordinance to allow the proposed secondary uses in Hilltop Village Center to exceed 25% of the proposed principal uses.

The applicant requests reaffirmation of the transitional screening and barrier requirements along all boundaries in favor of the landscaping shown on the Conceptual/Final Development Plan Amendment.

The applicant requests reaffirmation of a waiver of the required loading spaces for the two approved drive-in financial institutions and a modification of the loading spaces for the retail uses as shown on the Conceptual/Final Development Plan Amendment.

The applicant requests reaffirmation of the approval to construct the proposed Hilltop Village Center Development on the closed landfill sooner than 20 years after closure of the landfill, pursuant to Section 9-205 (9) of the Zoning Ordinance.

## **LOCATION AND CHARACTER**

The application property is located in the northwest corner of the intersection of Beulah Street and Telegraph Road. The site was the location of the Hilltop Sand and Gravel landfill and is currently under construction to develop the approved Hilltop Village Center.



**North:** Hilltop Golf Course and Hilltop Landfill (R-1);  
Planned: Private Recreation

**South:** Fort Belvoir (R-C);  
Planned: Government/Institutional

**West:** Landsdowne Shopping Center and single family dwellings (PDH-4),  
Planned: Residential 3-4 du/ac

**East:** Hilltop Golf Course and Kingstowne Fire Station (R-1),  
Planned: Private Recreation

## BACKGROUND

On March 9, 2009, the Board of Supervisors approved RZ/FDP 2008-MD-003 for the Hilltop Village Center to rezone the site from the R-1 (Residential, One dwelling Unit Per Acre) and I-3 (Light Intensity Industrial) Districts to the PDC District for up to 367,000 square feet comprised of 254,000 square feet of retail uses (including secondary uses) and 113,000 square feet of office uses. The site was previously the location of a portion of a gravel mining operation and a landfill. The landfill was approved with SE 78-L-074 in 1978 and subsequently amended four times to facilitate expansion of the facility through 1989. The landfill was last amended in 1998 to reduce the size of the facility to allow for a golf course. With the approval of the rezoning for Hilltop Village Center the landfill was no longer to be a permitted use on the site. The area to the north is allowed to remain as a landfill until April 1, 2013, after which it will be redeveloped into a recreation area. Copies of the approved development plan and proffers for Hilltop Village Center are contained in Appendix 5.

## COMPREHENSIVE PLAN PROVISIONS

In the Fairfax County Comprehensive Plan, 2011 Edition, Area IV, Rose Hill Planning District, Leigh Community Planning Sector (RH4), as amended through March 6, 2012, on Page 70 the Plan states:

"47. As an option to the guidance found in recommendations 45 and 46, retail and office use up to .30 FAR may be appropriate on a total site area of approximately 33 acres that

includes approximately 29 acres of parcel 100-1 ((1)) 9pt, and parcels 100-1 ((1)) 11A, 11A1, 14, and 15, if all parcels are consolidated and the site design creates a cohesive and walkable environment. To achieve this goal, high-quality architecture should be provided. In addition, buildings should be oriented to streets and sidewalks, and sufficient open space should be interspersed with retail and office uses to provide usable public gathering areas. Also, the following conditions should be met:

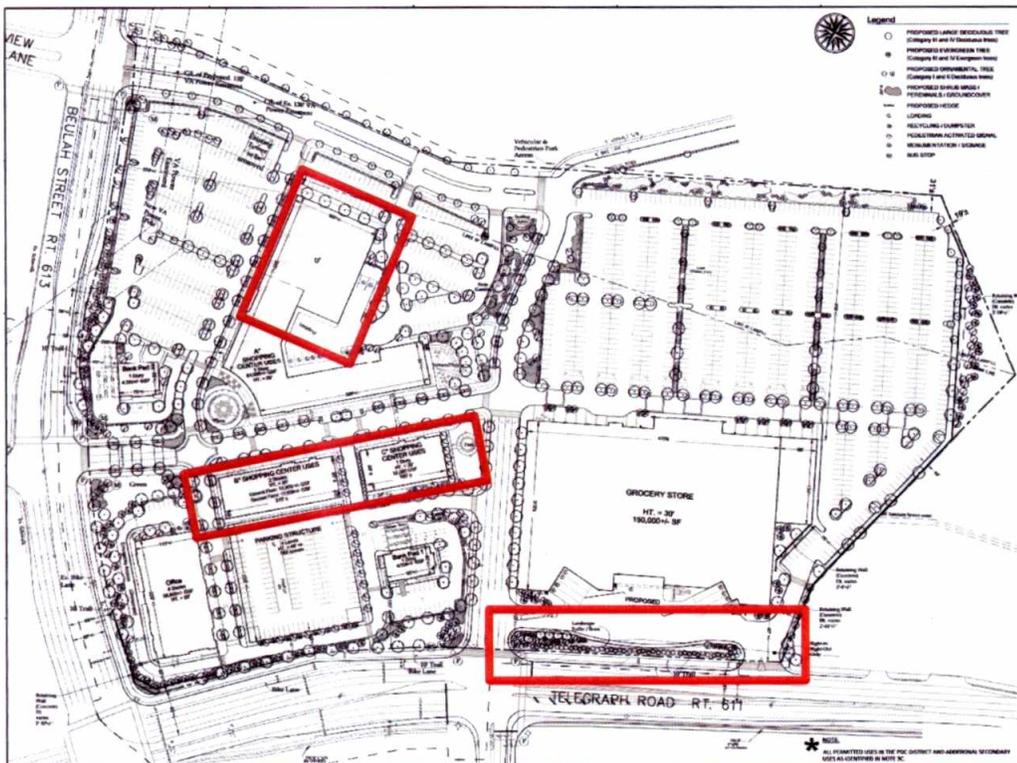
- Taller structures should be located at a sufficient distance from Telegraph Road to avoid conflict with Fort Belvoir security standards. Coordination on any development in the affected area should be made with the Fort Belvoir Director of Plans, Training, Mobilization, and Security. Building tapering, vegetative buffering and screening should be provided as needed on the periphery to create a transition to the surrounding areas. Lighting and sound from any development should be designed so that it is not intrusive to adjacent residential development.
- Any freestanding office building(s) is encouraged to meet at least U.S. Green Building Council's Leadership in Energy and Environmental Design (LEED) silver standards or other comparable programs with third party certification. Retail users are encouraged to meet applicable U.S. Green Building Council's LEED standards, or other comparable programs, in design and construction to promote sustainable development. The impervious nature of hard surfaces should be offset through approaches such as providing vegetated planting strips in surface parking lots;
- A grocery store use is appropriate on the eastern portion of the property. An outdoor café or seating area is desirable as a technique to help integrate this use with the other retail uses proposed on the remainder of the site;
- Multi-story office buildings should include ground-floor retail use and other services where possible;
- Internal roadways, trails, sidewalks and street crossings should connect buildings and open spaces, and link the site to adjoining communities, Fort Belvoir and the Lansdowne Shopping Center. Streetscape treatments should include trees, landscaping, sidewalks, bicycle facilities, street furniture, and various paving textures, to the extent possible;
- If the existing ball field located at the corner of Beulah Street and Telegraph Road is removed as a result of the proposed development, new recreational facilities such as fields, tot lots and pavilions should be provided at some other location on the Hilltop Sand and Gravel property, or a commitment made to make improvements to nearby park/recreation facilities;
- Occupancy is phased to transportation improvements so that an Approach Level of Service D is maintained at relevant intersections. If such improvements are not possible, intensity should be reduced accordingly;

- The portion of Telegraph Road adjacent to the proposed development should be considered for additional right-of-way to accommodate turn lanes. A turning movement analysis should be conducted to ensure that queues do not spill back into the through lanes of Telegraph Road; and
- Bus transit stops and accompanying shelters should be provided along Telegraph Road and Beulah Street.”

**DESCRIPTION OF THE CONCEPTUAL/FINAL DEVELOPMENT PLAN AMENDMENT (CDPA/FDPA)** (copy included at the front of the report.

The CDPA/FDPA titled: “Hilltop Village Center” was submitted by Dewberry and Davis, LLC. consisting of thirteen sheets dated February 17, 2012, as revised through June 6, 2012, is reviewed below.

The proposed amendment to the Conceptual/Final Development Plan is predominately the same as that from the approved plans. The proposed buildings, parking, streets and open space remain in the same location. The applicant proposes to add an additional 15,000 square feet, modify the list of permitted uses and modify the landscape treatment along Telegraph Road. The proposed 15,000 square feet added to Building D (northern building highlighted) is accommodated within the approved building height and footprint shown on the previously approved plans. The additional square footage does require additional parking; however, the site had previously provided parking beyond the requirement of the Zoning

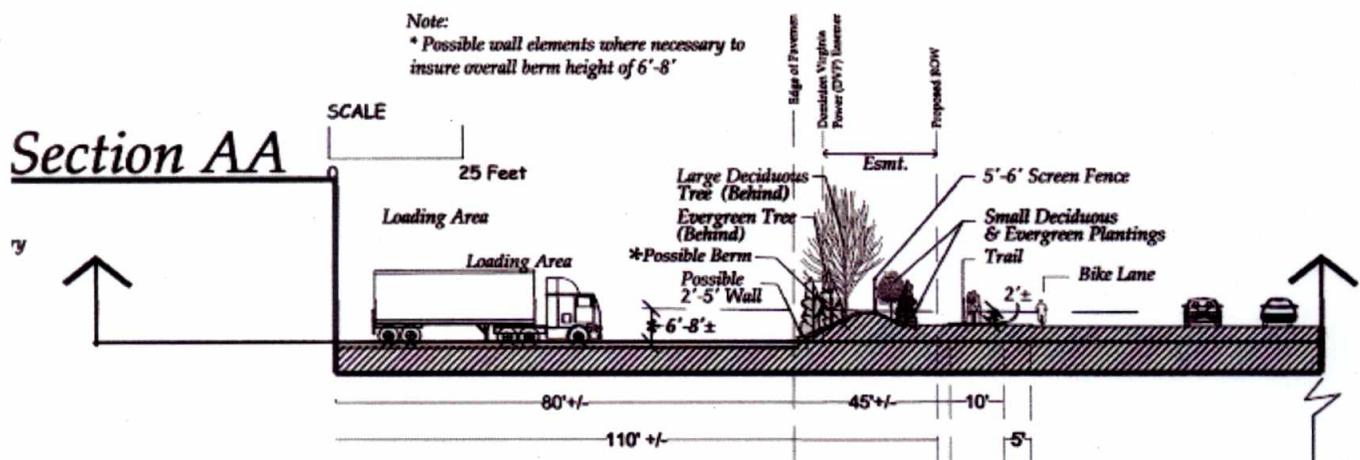


Ordinance and no additional parking is being added with the new plans. The open space remains at 20% of the site. The site continues to propose a 150,000 square foot grocery store on the eastern portion of the site with surface parking. The southwestern portion continues to provide for a 96,000 square foot four story office building, drive-in bank, a 34,000 square foot two story retail building B and a 12,000 square foot retail building C. The retail buildings B and C (southern highlighted buildings) are now proposed to allow additional principal and secondary uses that are permitted in the PDC District. The northwest portion of the site depicts the previously approved drive-in bank and an 81,000 square foot one story retail building (A and D).

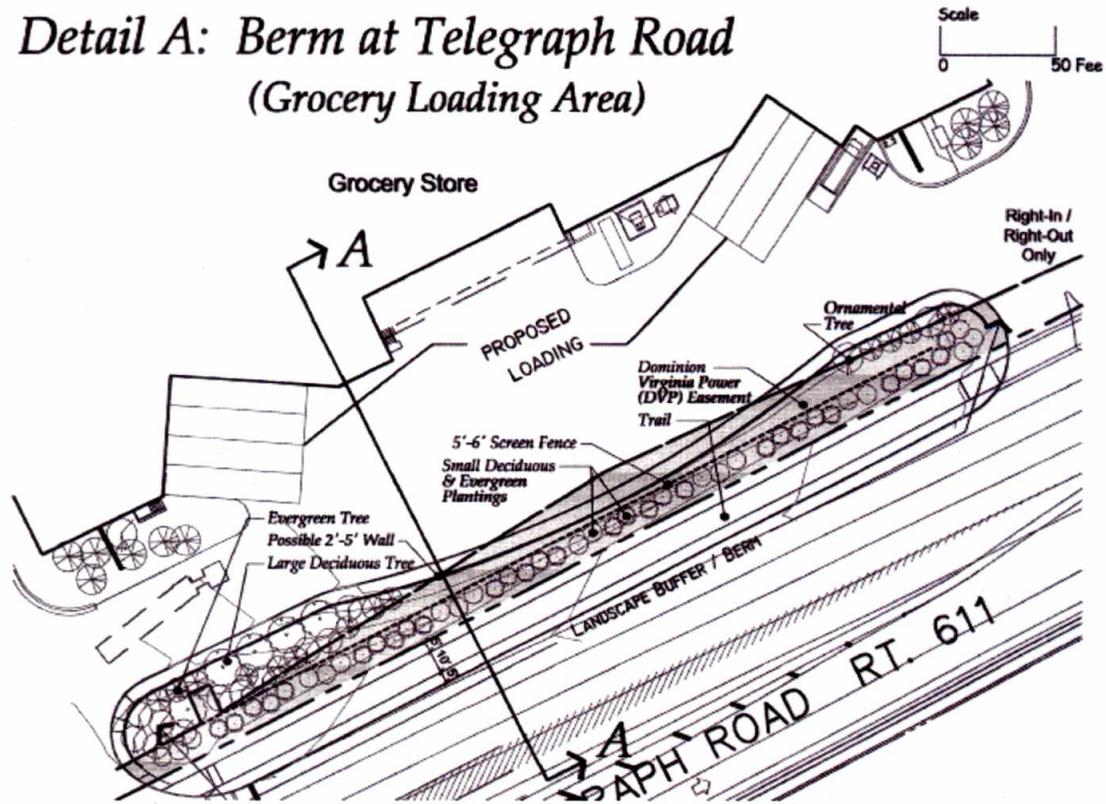
The following uses shown on the combined CDPA/FDPA:

Retail Establishment – Large	150,000 square feet
Retail/Office/Shopping Center Uses	127,000 square feet (Buildings A, B, C and D)
Office Building	96,000 square feet
Drive In Banks	<u>9,000 square feet</u> (4,500 square feet each)
	382,000 square feet

The only other change being proposed is the landscaping along Telegraph Road. The revised plans will reduce the double row of trees along the frontage of the grocery store to provide for only a single row of trees. The revision is due to the location of a twenty foot wide Dominion Virginia Power easement that restricts landscaping. The landscape area will remain at 30 feet with a six to eight foot tall berm and five to six foot tall fence. Below is the proposed cross section and plan view for the revised landscaping along Telegraph Road. The landscape area will include a berm, fence and landscaping to screen the loading area from Telegraph Road.



### Detail A: Berm at Telegraph Road (Grocery Loading Area)



### ANALYSIS

#### Comprehensive Plan/Land Use and Environmental Analysis (Appendix 6)

The proposed addition of 15,000 square feet to the mezzanine of Building D does not affect the proposed footprint of this building or overall site layout. The resulting FAR would increase from 0.25 to 0.27. The proposed development at 0.27 FAR falls below the maximum 0.30 FAR recommended by the Comprehensive Plan. The applicant is also seeking to amend previous limitations on the permitted and secondary uses to include all uses permitted in the PDC zoning district. The approved plans only listed retail and office as principal uses. This approval would expand the approved principal uses to include all permitted by the PDC District to include business service establishments, eating establishments, financial institutions, garment cleaning establishments, personal service establishment and repair service establishments. The additional secondary uses of a health club, child care center, college, fast food restaurant, private school of special education, quick service food store and veterinary hospital could be located in the first or second floor of all the buildings along with retail uses; whereas, previously the second floor of Building B was limited to office uses. None of the proposed additional uses raise any significant concerns for staff in terms of compatibility, intensity or traffic generation. Finally, the applicant is seeking to

modify the landscape buffer along a portion of Telegraph Road. This modification is requested due to the presence of a Dominion Virginia Power easement in this area, which severely limits the ability of the applicant to plant this area. The proposed modification to the landscape buffer along a portion of Telegraph Road is seen as reasonable given the limitation imposed by the utility easement in this area. Staff concludes that the proposal is in conformance with the land use recommendations of the Comprehensive Plan. There are no significant environmental concerns raised with the proposed revisions.

#### **Transportation Analysis** (Appendix 7)

The Department of Transportation reviewed the application and determined that the proposed changes had no adverse impacts on the transportation network. The applicant carried forward the previously approved transportation proffers. The applicant also made revisions to the proffers related to road improvements at the request of the Department of Transportation.

#### **Urban Forestry Management Analysis** (Appendix 8)

The only revision to the landscape plan is for the screening of the loading dock for the grocery store along Telegraph Road. The landscaping was revised due to the location of a required utility easement. The applicant has depicted the power utility easement along Telegraph Road, which varies in width from 12 to 30 feet. The proposed landscaping provided within the easement has been reviewed with the utility provider and is being provided to the greatest extent acceptable to the Dominion Power. At the suggestion of the Urban Forester, the applicant added a proffer to provide an additional Category IV tree adjacent to the loading dock for the grocery store.

### **ZONING ORDINANCE PROVISIONS** (Appendix 9)

#### Standards for all Planned Developments (Sect. 16-100)

Section 16-101 contains six general standards that must be met by a planned development. Section 16-102 contains three design standards to which all Conceptual and Final Development Plans are subject. The standards are summarized below and included in Appendix 9.

#### General Standards (Sect. 16-101)

The general standards require that the planned development conform with the Comprehensive Plan, achieve the purpose and intent of the planned development, address the efficient use of available land and protect environmental features, prevent

injury to the use and value of adjacent properties, have adequate public facilities and provide linkages between internal and external facilities.

The proposed application is making minor modifications to the approved development. The revisions are for additional square footage and uses and minor reduction in landscaping. The development at 0.27 FAR is still conforms to the Comprehensive Plan guidance for intensity of 0.30 FAR and office/retail uses. The proposed revision does not change the location of the streets, structures or open space and in staff's opinion continues to meet the purpose and intent of a planned district. The site was the location of a former landfill and due to the extensive grading and fill required no natural resources were expected to be preserved. The adjacent uses are recreation uses, fire station, shopping center, and Fort Belvoir. The nearest residence is across a four lane road and continues to be screened with a 25 foot wide landscape buffer. The site has adequate public facilities. The development continues to propose trails and pedestrian pathways along and internal to the site. In staff's opinion, the proposed additional square footage does not negatively impact the transportation network. Based on the previous approval and minor revisions staff believes that the application continues to meet the general standards for planned districts.

#### Design Standards (Sect. 16-102)

The design standards specify that the peripheral yards should generally conform to the setbacks for the most similar conventional district, provide for adequate parking, and street system.

The most similar conventional district would be the C-6 (Community Retail Commercial) District allowing 0.4 FAR. The proposed development maintains the same setbacks originally approved and the setbacks continue to be similar to the conventional district. The 20% open space continues to exceed the 15% requirement and the site will continue to provide for the required parking spaces. The street network and pedestrian trails continue to be adequate for the proposed use. In staff's opinion, the minor changes to the application do not adversely change the design of the planned district and the development continues to meet the design standards of the Zoning Ordinance.

#### Natural Resource Overlay District (Sect. 7-300)

Because the site contained sand and gravel, it is site is located in a Natural Resource Overlay District. The district imposes additional requirements related to excavation; however, since the application does not pertain to excavation and the gravel and sand on the site have already been extracted the overlay district requirements are not applicable.

### Additional Standards for Automobile-Oriented Uses (Sect 9-505)

The additional standards require that the uses have the same architectural features or compatible with the development, coordinated vehicular/pedestrian circulation, minimize turning movement conflicts, lot size is large enough to not adversely impact adjacent properties.

The proposed drive-in banks have not been modified from the previous approval and in staff's opinion the applicant continues to provide for coordinated pedestrian/vehicular network and the lot is large enough to contain the drive-in uses without adversely impacting adjacent properties. The proffers require the drive-in banks to use similar building materials to create an architecturally compatible development.

### **Modifications/Waivers**

#### Secondary Uses

The applicant requests approval of a Planned District variance in accordance with the provisions of Section 16-401 (8) of the Zoning Ordinance to allow the proposed secondary uses in Hilltop Village Center to exceed 25 percent of the proposed principal uses.

The original development was approved with a modification to allow for 207,000 square feet of secondary uses. The applicant requests flexibility for additional secondary uses in place of the second floor office and some of the retail uses. The applicant requests to be allowed 243,000 square feet as secondary uses (Wegmans - 150,000 SF, health club - 45,000 SF, drive-in banks - 9,000 SF, private school of special education - 9,000 sf, fast food establishments - 4,600 sf and miscellaneous secondary uses - 25,400 SF). The stated mix of uses is an estimate of uses and not a maximum per use.

The Board of Supervisors may approve a variance of the PDC standards if the strict application would inhibit or frustrate the purpose and intent of establishing the zoning district and approval of the variance would promote and comply with the submission requirements.

The Hilltop Village Center is a mixed use development with retail and office uses. The major secondary use is the 150,000 square foot Wegmans. The grocery store would be considered a principal use except that at over 80,000 square feet the Zoning Ordinance defines it as a large retail sales establishment and a secondary use. The Board of Supervisors has already approved Wegmans for the site and the store design is not changing with the minor exception of landscaping along Telegraph Road. The other proposed secondary uses include the health club, child care centers, colleges/universities, fast food restaurants, private school of special education, quick service food store and veterinary hospital. In staff's opinion, these secondary uses are

typically found in a shopping center. As described above, staff has concluded that the Hilltop Village Center proposal is consistent with the purpose and intent for a PDC District and meets or exceeds the standards for all Planned Districts. Staff supports the proposed variation.

#### Transitional Screening and Barrier

The applicant requests reaffirmation of the transitional screening and barrier requirements along all boundaries in favor of the landscaping shown on the Conceptual/Final Development Plan Amendment. A Barrier D, E or F (chain link, wood or block wall) is required to the west where residential is located across Beulah Street. The site was approved with a modification to allow for a Barrier C (hedge) in this location. The same location requires a Transitional Screening Type 2 (35 foot wide landscape area) and the application was previously approved with a modification to 25 feet wide. The basis of approval was Section 13-305 (3) of the Zoning Ordinance allowing modifications of the requirement when land between the uses has been designed to minimize adverse impacts. The adjacent Lansdowne community has a 45 foot wide landscape buffer and the applicant has a 25 foot landscape buffer and the two uses are separated by a four lane divided roadway. The proposed changes do not impact the landscaping along the western boundary. Staff supports the reaffirmation of the modification.

#### Loading Spaces

The applicant requests reaffirmation of a waiver of the required loading spaces for the two approved drive-in financial institutions and a modification of the loading spaces for the retail uses as shown on the Conceptual/Final Development Plan Amendment. Section 11-203 requires one loading space for each financial institution. The requirement was previously waived under Section 11-202 (3) of the Zoning Ordinance because other spaces were available within the parking lot. The retail loading space requirement was modified for Building B. The location of the parking garage limited the ability to provide loading behind the building. The requirement was modified to allow for loading to be provided from the adjacent building and travel aisle behind the building. Staff supports the reaffirmation of the modification and waiver of the loading spaces in accordance with the CDPA/FDPA.

#### Landfill

The applicant requests reaffirmation of the approval to construct the proposed Hilltop Village Center Development on the closed landfill sooner than 20 years after closure of the landfill, pursuant to Section 9-205 (9) of the Zoning Ordinance. The Board may waive this requirement when the applicant demonstrates that no residual post-construction settlement will affect the appearance or integrity of the development and that the nature and extent of corrosion producing properties, generation and escape of combustible gases and state of decomposition will not create an unsafe hazardous condition. The applicant proffered to a geotechnical study of the property, which has

been submitted and approved by the County. As part of the previous application the Virginia Department of Environmental Quality (VaDEQ) reviewed and approved the closure plan for the landfill. The former landfill area is limited to the location approved for surface parking and travel aisles. During the closure review VaDEQ deemed the proposed uses to be in conformance with applicable state and local standards for redevelopment of landfill areas. None of the proposed retail or office buildings are being constructed on the any portion of the former landfill. The proposed changes have no impact on the landfill portion and do change the previous findings and waiver. Staff supports the reaffirmation of the waiver.

## **CONCLUSIONS AND RECOMMENDATIONS**

### **Staff Conclusions**

The applicant is proposing minor changes to the approved development by adding 15,000 square feet within an approved building, modifying the permitted principal and secondary uses and modifying the landscape along Telegraph Road. In staff's opinion, the proposed changes do not negatively impact traffic or the adjacent development. With the revisions staff still believes that the applicant meets the general and design standards of a Planned District. The proposed variation creates additional flexibility for the applicant in leasing the spaces for uses typically found in a shopping center.

### **Recommendations**

Staff recommends approval of PCA 2008-MD-003 and the associated Conceptual Development Plan Amendment (CDPA), subject to the execution of proffers consistent with those contained in Appendix 1 of the staff report.

Staff recommends approval of FDPA 2008-MD-003, subject to the proposed Final Development Plan Amendment conditions contained in Appendix 2 of the staff report and the Board of Supervisors approval of PCA 2008-MD-003 and associated Conceptual Development Plan Amendment.

Staff recommends approval of a Planned District variance in accordance with the provisions of Section 16-401 (8) to allow the proposed secondary uses in Hilltop Village Center to exceed 25 percent of the proposed principal uses to permit up to 243,000 square feet of secondary uses.

Staff recommends approval of a reaffirmation of the transitional screening and barrier requirements along all boundaries in favor of the landscaping shown on the Conceptual/Final Development Plan Amendment.

Staff recommends approval of a reaffirmation of a waiver of the required loading spaces for the two approved drive-in financial institutions and a modification of the loading spaces for the uses as shown on the Conceptual/Final Development Plan Amendment.

Staff recommends the reaffirmation of the approval to construct the proposed Hilltop Village Center Development on the closed landfill sooner than 20 years after closure of the landfill, pursuant to Section 9-205 (9) of the Zoning Ordinance.

It should be noted that it is not the intent of the staff to recommend that the Board, in adopting any conditions, relieve the applicants/owner from compliance with the provisions of any applicable ordinances, regulations, or adopted standards; and that, should this application be approved, such approval does not interfere with, abrogate or annul any easements, 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 recommendations of staff; it does not reflect the position of the Board of Supervisors.

## **APPENDICES**

1. Proffers
2. Development Conditions
3. Statements of Justification
4. Affidavit
5. RZ/FDP 2008-MD-003 Proffers and Development Plan
6. Comprehensive Plan/Land Use and Environmental Analysis
7. Transportation Analysis
8. Urban Forestry Management Analysis
9. Applicable Zoning Ordinance Provisions
10. Glossary of Terms

**PROFFERS**

**WRI Hilltop Village, LLC**

**PCA 2008-MD-003**

**June 27, 2012**

Pursuant to Section 15.2-2303(a) Code of Virginia, 1950, as amended, WRI Hilltop Village, LLC (hereinafter referred to as the "Applicant"), for itself, successors and assigns in RZ 2008-MD-003, filed for property identified as Tax Map 100-1 ((1)) 9A, 11A, 11A1, 14, and 15 (hereinafter referred to as the "Application Property") hereby proffers the following, provided that the Board of Supervisors approves a proffered condition amendment of the Application Property in conjunction with a Conceptual Development Plan Amendment/Final Development Plan Amendment (CDPA/FDPA) for mixed-use development. These proffers shall replace and supersede all previous proffers approved on the Application Property.

1. CONCEPTUAL/FINAL DEVELOPMENT PLAN

- a. Subject to the provisions of 16-204 of the Fairfax County Zoning Ordinance (hereinafter referred to as the "Zoning Ordinance"), development of the Application Property shall be in substantial conformance with the CDPA/FDPA, consisting of thirteen (13) sheets prepared by Dewberry & Davis LLC, dated February 17, 2012 and revised through June 6, 2012.
- b. Pursuant to Paragraph 4 of Section 16-403 of the Zoning Ordinance, minor modifications from the CPDA/FDPA may be permitted as determined by the Zoning Administrator. The Applicant reserves the right to make minor modifications to the building footprints shown on the CDPA/FDPA and make other modifications provided that such modifications are in substantial conformance with the CDPA/FDPA as determined by the Zoning Administrator, and do not increase building height nor decrease the amount and location of open space, limits of clearing and grading, landscaping, or distances to peripheral lot lines as dimensioned on the CDPA/FDPA.
- c. Notwithstanding that the CDPA/FDPA is presented on thirteen (13) sheets and said CDPA/FDPA is the subject of Proffer 1.a. above, it shall be understood that the CDPA shall be limited to the location and amount of open space, limits of clearing and grading, internal street network and the maximum square footage of office and retail development. The Applicant has the option to request Final Development Plan Amendments ("FDPAs") for elements other than CDPA elements from the Planning

Commission for all of, or a portion of, the CDPA/FDPA in accordance with the provisions set forth in Section 16-402 of the Zoning Ordinance.

- d. Any of the buildings shown on the CDPA/FDPA may be the subject of a partial and separate Proffered Condition Amendment (PCA) and/or FDPA without joinder and/or consent of the other building owners as determined by the Zoning Administrator pursuant to Paragraph 6 of Section 18-204 of the Zoning Ordinance. Previously approved proffered conditions applicable to buildings that are not the subject of such a PCA or FDPA shall otherwise remain in full force and effect.

## 2. USES

- a. As shown on the CDPA/FDPA, the Application Property shall be developed with a maximum of 382,000 square feet of gross floor area (GFA).
- b. As shown on the CDPA/FDPA uses shall include the following:
  - All uses permitted in the PDC District.
  - Secondary uses may include the following:
    - Drive-in financial institutions
    - Health clubs
    - Child care centers and nursery schools
    - Colleges/universities
    - Fast food restaurants
    - Private schools of special education
    - Retail sales establishment-large (grocery store)
    - Quick service food stores
    - Veterinary hospitals
- c. Any additional Secondary uses specified in the PDC District and not specifically listed in Proffer 2b may be permitted with the approval of a Final Development Plan Amendment and/or Special Exception application or Special Permit application, as applicable. A Proffered Condition Amendment ("PCA") application shall not be required, so long as the layout is in substantial conformance with the CDPA.
- d. The Applicant shall submit a FDPA for any proposed child care center or nursery school demonstrating location and amount of outdoor recreation space.
- e. Construction of all uses may be phased.

- f. Prior to public occupancy of the grocery store shown on the CDPA/FDPA, the landfill operated on property identified as 100-1 ((1)) 9A and 9B shall cease accepting construction and demolition debris.

3. TRANSPORTATION

a. Right-of-way Dedications

- i. Fee simple dedication has been made to the Board of Supervisors of additional right-of-way on Telegraph Road as shown on the CDPA/FDPA to accommodate the proffered road widening and installation of turn lanes, to include easements and/or rights-of-way for signal poles and other similar facilities required for the proffered improvements between Beulah Street and the existing Aerospace Data Facility East (hereinafter referred to as "Aerospace"), formerly the Defense Communications Electronics Evaluation Testing Agency, entrance/Hilltop entrance.
- ii. Fee simple dedication has been made to the Board of Supervisors of additional right-of-way on Telegraph Road to accommodate the additional through lane, turn lane, bike lane, and shared use trail along the Application Property's Telegraph Road frontage as shown on the CDPA/FDPA between the Aerospace entrance and the off-site Parcel identified as Fairfax County tax map reference 100-1 ((1)) 16.
- iii. Fee simple dedication has been made to the Board of Supervisors, of right-of-way up to 59 1/2 feet from the October 2008 proposed centerline along the Telegraph Road frontage of the off-site parcels identified as Fairfax County tax map reference 100-1 ((1)) 9A, 17 and 23A. Dedication based on the VDOT October 2008 Public Information Hearing Plans shown for the Telegraph Road improvement (designated as the "Southern Segment") as part of VDOT Plan 0611-029-303, P102, R202, C502.
- iv. Fee simple dedication has been made to the Board of Supervisors of additional right-of-way on Beulah Street as shown on the CDPA/FDPA to accommodate the proffered road widening and installation of turn lanes, to include easements and/or rights-of-way for signal poles and other similar facilities required for the proffered improvements.
- v. The Applicant reserves density credit as may be permitted by the provisions of Paragraph 4 of Section 2-308 of the Zoning Ordinance for all dedications described herein or as may be

reasonably required by Fairfax County or VDOT whether such dedications occur prior to or at time of site plan approval.

- b. Telegraph Road Improvements: Prior to the issuance of any non-residential use permit (hereinafter referred to as "Non-RUP") for the Application Property unless incorporated into the improvements for Telegraph Road to be completed by VDOT or the United States Government, and as further conditioned below, the Applicant has bonded, and shall construct the following improvements as shown on the CDPA/FDPA on Telegraph Road:
  - i. A third southbound lane along the site frontage that will align with the existing right turn lane at Landsdowne Shopping Center;
  - ii. A separate southbound right turn lane to northbound Beulah Street;
  - iii. Relocation of the existing traffic pole at Beulah Street in the northeast quadrant;
  - iv. An in-road bike lane in the southbound direction from Tax Map 100-1 ((1)) 16 to Beulah Street;
  - v. A shared use ten (10) foot wide asphalt trail along the site frontage;
  - vi. Modification of the median at the Aerospace entrance to permit dual left turn lanes from northbound Telegraph Road into the site;
  - vii. Reconstruction of the existing traffic signal at the site entrance/Aerospace driveway;
  - viii. A right turn deceleration lane of approximately 300 feet in length adjacent to Tax Map 100-1 ((1)) 16 and restriction of the easternmost site entrance to a right in/out access. If said improvements cannot be constructed off-site as demonstrated to DPWES at time of site plan, the Applicant shall bond the improvements with Department of Public Works and Environmental Services (DPWES) as part of the site plan approval; and
  - ix. A separate northbound turn lane approximately 200 feet in length with a 100 foot taper exiting the Aerospace entrance which shall be subject to receipt of all necessary easements and/or letters of permission from Fort Belvoir. Should said easements and/or letters of permission not be granted to the Applicant at no cost, there shall be no further obligations under this proffer.

- c. Beulah Street Improvements: Prior to the issuance of any Non-RUP for the Application Property, the Applicant has bonded, and shall construct the following improvements on Beulah Street:
  - i. A separate northbound right turn lane of approximately 250 feet in length at the View Lane intersection, including replacement of the existing bike lane;
  - ii. Lengthening of the existing southbound left turn lane by approximately 120 feet in length at the View Lane intersection;
  - iii. A separate northbound right turn lane of approximately 250 feet in length at the existing Old Beulah intersection, including replacement of the existing bike lane;
  - iv. Modification of the existing traffic signal at Old Beulah Street; and
  - v. Replacement of the existing six (6) foot wide shared use trail with a ten (10) foot wide asphalt trail between Telegraph Road and View Lane.
- d. The improvements described in proffers 3b. and 3c. herein shall be constructed concurrent with site development and shall be either open for traffic or operational, as applicable. However, upon demonstration by the Applicant that in spite of diligent efforts to complete the proffered improvement(s), the improvement(s) has or should be delayed, the Zoning Administrator may agree to a later date for the completion of the improvements(s).
- e. Subject to VDOT warrants and approval, the Applicant shall install a traffic signal within existing Beulah Street right-of-way at the Application Property's access to View Lane. Said traffic signal shall be installed within six (6) months of the issuance of the first Non-RUP for the Application Property. The warrant study has been submitted to VDOT.
- f. The northernmost entrance to the construction and demolition debris landfill located on Beulah Street on the property identified as Fairfax County tax map reference 100-1 ((1)) 9B shall have a temporary median opening which shall remain open in order to accommodate the closure of the existing construction and demolition debris landfill located adjacent to the Application Property. Upon completion of closure requirements as determined by the Virginia Department of Environmental Quality, the median shall be restored to its original dimensions. The curb cut entrance on Beulah Street shall remain for landfill post-closure care.

- g. Plans to widen Telegraph Road to a four lane section from the Fort Belvoir Humfreys Center entrance (north of the programmed Mulligan Road improvements at Fort Belvoir and approximately 2,100 linear feet south of Hayfield Road) to the intersection of Hayfield Road have been designed. Said plans shall be taken to a level of completion consistent with the FI ("Furnish Field Inspection Plans") plan stage. Prior to the issuance of the first Non-RUP for the Application Property, FI plans will be delivered to VDOT for its subsequent use administering and/or completing the engineering design process for said improvements. The Applicant shall coordinate such plans with Fairfax County Public Schools and VDOT to minimize off-site right-of-way requirements and to implement the proposed roadway and bike lane improvements, within the limits indicated herein associated with the "Northern Segment" of Telegraph Road in VDOT Plan 0611-029-303, P106, R206, C506. If funding is available for design or construction by others, the Applicant shall contribute the design costs up to two hundred thousand dollars (\$200,000.00) to Fairfax County for use in the Telegraph Road Corridor, including road and stormwater management improvements at the time of the initial Non-RUP for the Application Property.
- h. The Applicant shall construct two (2) bus shelters on the Application Property as shown on the CDPA/FDPA. Bus shelters shall be installed prior to the issuance of the first Non-RUP for the Application Property.
- i. A Non-RUP for the freestanding office building shown on the CDPA/FDPA shall not be issued prior to January 1, 2014, unless improvements to Telegraph Road consistent with VDOT Plan 0611-029-303 between Beulah Street and Hayfield Road are fully funded for construction as verified in writing by VDOT, Fairfax County Department of Transportation (FCDOT) or the Federal Government. Verification of full construction funding for this improvement shall release the restriction on the issuance of a Non-RUP at time of verification.
- j. Prior to the issuance of a Non-RUP for the freestanding office building shown on the CDPA/FDPA, the Applicant shall contribute the sum of one hundred thousand dollars (\$100,000.00) to Fairfax County for use in the Telegraph Road Corridor, including road and stormwater management improvements, associated with the "Northern Segment" of Telegraph Road in VDOT Plan 0611-029-303, P106, R206, C506 and the "Southern Segment" of Telegraph Road in VDOT Plan 0611-029-303, P102, R202, C502.
- k. In the event that the Applicant is unable to acquire the necessary approvals from the U.S. Government for off-site improvements to be constructed on the Fort Belvoir property, in spite of diligent efforts to complete the improvements, there shall be no further obligation under these proffers.

Evidence of attempts to acquire said approvals shall be provided to the Zoning Administrator at time of the site plan application required in connection with the approval of PCA 2008-MD-003 for the Application Property.

4. GEOTECHNICAL

A geotechnical study of the Application Property prepared in accordance with the provisions of the Public Facilities Manual have been submitted to and approved by the Geotechnical Review Board through DPWES. The recommendations of the Geotechnical Review Board shall be implemented during construction.

5. STORMWATER MANAGEMENT/BEST MANAGEMENT PRACTICES

- a. Stormwater management (SWM) and Best Management Practices (BMP) in locations as generally shown on the CDPA/FDPA and as located on property identified among the Fairfax County tax map records as 100-1 ((1)) 9B have been submitted. Said facilities have been designed in accordance with the requirements of the Public Facilities Manual and Chesapeake Preservation Ordinance, unless modified by DPWES. To the extent feasible and in accordance with DPWES policies regarding planting within and around SWM facilities, the Applicant shall use natural plantings to vegetate the pond located on property identified among the Fairfax County tax map records as 100-1 ((1)) 9B. In the event that the stormwater management or BMPs are modified by DPWES, modification of the SWM/BMP ponds shown on the CDPA/FDPA shall not require the approval of a proffered condition amendment or amendment to the CDPA/FDPA as determined by the Department of Planning and Zoning (DPZ).
- b. The Applicant shall implement low impact development techniques on the Application Property to the extent feasible. Such techniques may include, but not be limited to, bioretention, vegetated swales, filter strips, permeable pavers, rain barrels, and tree box filters.
- c. The proposed stormwater management facility located on the property identified as Fairfax County tax map 100-1 ((1)) 9B, including the toe of the embankment, shall be setback a minimum of fifty (50) feet from any residential property line.
- d. A portion of the water collected in the proposed stormwater management facility located on property identified as Fairfax County tax map 100-1 ((1)) 9B shall be used to supplement the water source used to irrigate the adjacent golf course facilities.

6. LANDSCAPING AND OPEN SPACE

- a. The Applicant shall provide landscaping on the Application Property as generally shown on the CDPA/FDPA. Deciduous trees shall have a minimum of two and a half (2 ½) to three (3) inch caliper and evergreens shall have a minimum height of six (6) to eight (8) feet at time of planting. The Applicant will use appropriate and acceptable standard industry measures to prevent tree root penetration for trees planted above the landfill cap.
- b. Notwithstanding what is shown on the CDPA/FDPA, the Applicant shall provide one Category IV deciduous tree in each parking island directly adjacent to the loading dock for the grocery store, subject to final engineering and design of the grocery store.
- c. All landscaping shall be maintained in good health by the Applicant. Any items that should die shall be promptly replaced by the Applicant.
- d. A detailed landscape plan has been submitted and approved by Urban Forest Management. The Applicant shall utilize native species as coordinated with Urban Forest Management.
- e. To screen parking in proximity to Beulah Street and as modified by proffer 9.m., the Applicant shall install a hedge adjacent to Beulah Street as shown on the CDPA/FDPA.
- f. With coordination from Urban Forest Management (UFM) of DPWES, a selection of a minimum of twenty-four (24) existing mature evergreen trees, with a minimum three (3) inch caliper, from the Application Property, that would otherwise be removed, have been transplanted to the Lansdowne community in proximity to Beulah Street. The size and health of the trees were considered in the selection process to maximize the opportunity for survival.
- g. The Applicant shall provide landscaping and a screen fence along Telegraph Road in the rear of the grocery store as generally shown on the CDPA/FDPA. Minor modifications to the proposed screening shall be permitted based upon review and approval from Dominion Virginia Power so long as the screening is in substantial conformance with the CDPA/FDPA.

7. GREEN BUILDING PRACTICES

- a. The Applicant shall include a U.S. Green Building Council Leadership in Energy and Environmental Design ("LEED") accredited professional as a member of the design team. The LEED accredited professional shall work

with the team to incorporate LEED design elements into the project. At time of site plan submission, the Applicant shall provide documentation to the Environment and Development Review Branch of DPZ demonstrating compliance with the commitment to engage such a professional.

- b. The Applicant shall include, as part of the site plan submission and building plan submission, a list of green building practices that have been incorporated into the project.
- c. To the extent feasible, the Applicant shall incorporate energy efficient practices and techniques in all buildings, including the grocery store that is identified on the CDPA/FDPA.
- d. Green building practices and techniques incorporated by the proposed grocery store shall include the following:
  - i. Throughout the grocery store, operating procedure shall include, but not be limited to, the use of Glycol refrigerant, use of LED lights in medium temperature and frozen food display cases, use of high-efficiency light fixtures and bulbs, and use of recycled products and products that have low indoor air quality emissions; and
  - ii. The installation of a white roof.
- e. Prior to the issuance of a building permit for the freestanding office building (the "Submitted Building"), the Applicant shall provide a LEED Silver Scorecard (the "Scorecard") that lists the anticipated credits within the version of the U.S. Green Building Council's Leadership in Energy and Environmental Design that is applicable at the time of the approval of this zoning application. The Scorecard shall meet, at least, the minimum number of credits necessary to attain LEED Silver Certification of the Submitted Building.
- f. Within one (1) year of issuance of the Non-RUP for the Submitted Building, the Applicant shall obtain LEED Silver Certification for the Submitted Building from the U.S. Green Building Council unless the Applicant provides documentation to the Environment and Development Review Branch of DPZ that U.S. Green Building Council review of the LEED Silver Certification has been delayed through no fault of the Applicant.
- g. Within one (1) year of the issuance of a Non-RUP for the Submitted Building, the Applicant shall provide to the Environment and Development Review Branch of DPZ a letter from a LEED-accredited professional stating that: a LEED building maintenance reference manual

(the "Manual") has been prepared for use by future building owner's and/or tenants; the Manual has been written by a LEED-accredited professional; copies of the Manual shall be provided to all future building occupants; and, the Manual, at a minimum, provides the following:

- i. A narrative description of LEED components, including a description of the environmental benefits of that component and information regarding the importance of maintenance and operation in retaining the attributes of the Submitted Building;
  - ii. Product manufacturer's manuals or other instructions, where applicable, regarding operations and maintenance needs for applicable LEED components, including operational practices that can enhance energy and water conservation;
  - iii. A maintenance staff notification process for improperly functioning equipment and/or a list of local service providers that offer regularly scheduled service and maintenance contracts to assure proper performance of LEED building-related equipment and the Submitted Building, to include, where applicable, the HVAC system, water heating equipment, water conservation features, sealants, and caulks;
  - iv. Contact information that the Submitted Building's occupants can use to obtain further guidance on each LEED component that is applicable to the Submitted Building. Submission of this letter, as described above, shall satisfy this proffer; and
  - v. In addition to the letter specified above, and also within one (1) year of the issuance of a Non-RUP for the Submitted Building, the Applicant shall provide an electronic copy of the Manual in PDF format (or other electronic format as determined acceptable by the County) to the Environment and Development Review Branch of the DPZ. This electronic version of the manual shall be edited to exclude information pertaining to security systems or maintenance of systems in classified and secure areas.
- h. All references to the U.S. Green Building Council shall apply to similar certifying agencies presently in place, or that are created subsequent to approval of this rezoning application, provided that the alternative certifying agency is acceptable to Fairfax County and the Applicant.

## 8. PARKS AND RECREATION

- a. Pursuant to Paragraph 2 of Section 16-404 of the Zoning Ordinance regarding developed recreational facilities, the Applicant shall construct

recreation facilities that will include an adult soccer field, youth baseball field, pavilion, playground, open play area, and associated parking on that property identified among the Fairfax County tax map records as 100-1 ((1)) 9B. The soccer field shall include an irrigation system.

- b. The Applicant shall provide a public access easement on the Application Property that will include access to the future recreation facilities located on the property identified among the Fairfax County tax map records as 100-1 ((1)) 9B.
- c. Once the construction and demolition debris landfill on property identified as Fairfax County tax map 100-1 ((1)) 9A and 9B reaches the final fill volume of up to 8.95 million cubic yards, or when the Applicant ceases accepting construction and demolition debris, whichever occurs first, the Applicant shall diligently pursue capping of the landfill in accordance with the Closure Plan as approved by the Department of Environmental Quality ("DEQ"). The Applicant shall submit a site plan for the recreation facilities to DPWES no later than six (6) months from commencement of landfill capping. Construction of the recreational facilities shall commence, weather permitting, within thirty (30) days after the Applicant receives written notification from DEQ that closure is satisfactory, or site plan approval, whichever is later, unless delayed through no fault of the Applicant. If delays are a result of weather, construction shall commence as soon as practical. Once construction has commenced, the work shall be completed within nine (9) months. Should commencement of construction be delayed, for reasons other than weather, documentation shall be provided to DPZ to demonstrate prompt submission of materials to DEQ and Fairfax County, and construction shall commence as soon as possible.

## 9. DESIGN AND OPERATION

- a. The Applicant shall provide streetscape improvements and plantings as generally shown on Sheets 5 and 7 of the CDPA/FDPA.
- b. The Applicant shall construct plazas, pedestrian trails, sidewalks and crosswalks as generally shown on Sheets 6 and 7 of the CDPA/FDPA. The plazas shall include decorative pavers and serve as focal point features to define the development.
- c. The Applicant shall use similar building materials for all uses on the Application Property, including the drive-in financial institutions, to create a unified design theme. All buildings shall be architecturally compatible.
- d. Prior to the issuance of a Non-RUP for either of the two one-story shopping center buildings as identified on the CDPA/FDPA as Buildings A/D and C, the Applicant, in coordination with the Heritage Resource

Division, shall establish a seating area on the Application Property that includes sign(s) describing historical events in the area.

- e. Prior to the issuance of a Non-RUP for either of the two one-story shopping center buildings as identified on the CDPA/FDPA as Buildings A/D and C, the Applicant shall provide an outdoor seating area in proximity to the northwest corner of the grocery store.
- f. Prior to the issuance of any sign permits for the Application Property, the Applicant shall obtain approval of a Comprehensive Sign Plan. Signage for the Application Property shall be provided in accordance with CSP 2008-MD-003, or as may be permitted in accordance with Article 12 of the Zoning Ordinance. All signage may be modified with the approval of an amendment to CSP 2008-MD-003.
- g. The Planning Commission has reviewed and approved the garage as being in conformance with these proffers. As part of the site plan approval process, the building plans for the parking garage, including the proposed vertical circulation, stairs and elevators, has been submitted to the Director of DPZ for review and approval.
- h. The two (2) buildings shown on the CDPA/FDPA as one-story bank pads shall not exceed twenty-five (25) feet in height, exclusive of any architectural features.
- i. The proposed grocery store shall be designed as follows:
  - i. The architecture and design of the proposed grocery store shall be generally in character with the photograph attached hereto. Building materials shall be of earthtone colors and shall be limited to face brick or architectural concrete block, architectural metal panels, architectural pre-cast concrete, stone, exterior insulation and finish system (E.I.F.S.) and reflective and non-reflective glass;
  - ii. The facade of the grocery store adjacent to Telegraph Road shall be in general conformance with the "Rear Elevation" exhibit attached hereto. The architectural elements of the Telegraph Road façade shall be compatible with the architectural elements used for the remaining three (3) sides of the grocery store. All rooftop mechanical equipment shall be screened. The building materials for the rear facade, exclusive of doors, shall be of the same earthtone colors used on the front façade. Doors shall be earthtone colors, but may be different colors than those used on the front and rear facades.

- iii. The pavement elevation of the loading dock for the grocery store as shown on the CDPA/FDPA shall be four (4) feet below the finished floor elevation. There shall be no outdoor storage associated with the retail uses on the Application Property except for the proposed grocery store. The area in front of the grocery store may be used for the outdoor display of goods for sale. There shall be no outdoor storage between the rear façade of the grocery store and Telegraph Road, with the exception of parked vehicles and/or trailers; and
- iv. Architectural drawings have been submitted and approved by the Lee District Supervisor and Planning Commissioner as being in compliance with these proffers.
- j. The possible one (1) to two (2) foot retaining wall facing Telegraph Road shall be constructed of materials that are compatible with the materials used for the grocery store.
- k. The freestanding office building shown on the CDPA/FDPA shall be constructed with fixed windows and without balconies adjacent to Telegraph Road.
- l. Architectural drawings of the freestanding parking garage have been provided to the Base Commander of Fort Belvoir by certified mail or hand delivery with a copy to the Lee District Supervisor's office, and suggestions associated with security received from the Base Commander of Fort Belvoir have been incorporated.
- m. Notwithstanding that shown on the CDPA/FDPA, a four (4) foot high wall shall be installed in lieu of a portion of the hedge shown parallel to Beulah Street. The wall shall extend from View Lane south to the terminus of the head-in parking, which is approximately four hundred (400) feet in length. The wall shall be constructed of masonry materials that will be compatible with the building materials utilized on the Application Property.
- n. All outdoor trash receptacles shall conform to the standards set forth in the Public Facilities Manual for placement throughout the development and screening of such receptacles. The Applicant shall provide at least one (1) trash receptacle in the vicinity of each plaza and seating area; shall provide for the removal of the trash at least one (1) time per week from each area; and shall regularly clean and clear the outdoor plaza and seating areas of trash.
- o. The hours of operation for retail uses, other than the grocery store, eating establishments, and ATM machines, shall be no earlier than 5:00 a.m. and no later than 12:00 a.m. (midnight).

- p. The Applicant shall provide a point of contact for the development to the Lee District Supervisor's office to ensure that concerns regarding appearance and operation, including hours of operation, are promptly addressed.
- q. The operator of the grocery store shall regularly monitor its parking lot (at least twice a day) to collect grocery carts.

10. LIGHTING AND NOISE

- a. To prevent lighting from adversely impacting adjacent properties, exterior building lighting shall be shielded in a manner that prevents light spillage. All exterior lighting fixtures shall be equipped with "cut-off" luminaries. All lighting standards shall comply with Zoning Ordinance Article 14, Part 9, Outdoor Lighting Standards.
- b. Outdoor speakers that may be utilized by the drive-in financial institutions shall not be used between the hours of 9:00 p.m. and 7:00 a.m.

11. TRANSPORTATION DEMAND MANAGEMENT STRATEGIES

- a. The Applicant shall implement the following transportation demand management (TDM) strategies to reduce peak hour vehicle trips from the Application Property during the AM and PM peak periods. Unless specified below, the TDM strategies shall be implemented prior to issuance of the first Non-RUP for the Application Property. Strategies shall include the following:
  - i. Metro maps, schedules and forms, ridesharing and other relevant transit option information shall be available to tenants and employees through either a common website or newsletter to be published at least twice a year;
  - ii. The Applicant shall provide at least ten (10) reserved parking spaces for the office building for carpools/vanpools prior to the issuance of the first Non-RUP for the office building;
  - iii. Transportation coordination duties shall be assigned to an office/retail property manager, who will implement the TDM strategies as follows:
    - 1. Coordinate with FCDOT or any agency designated by FCDOT to promote opportunities to enhance participation in TDM programs;



RUP for the Application Property for a period of five (5) years. Upon the expiration of the five (5) year period, and subject to the Circulator servicing the Application Property, the Applicant shall negotiate with Fairfax County and FCDOT an annual pro-rata payment based on percentage of use by employees, tenants and patrons of the Application Property, but not to exceed five thousand dollars (\$5,000.00) per year.

12. SUCCESSOR AND ASSIGNS

These proffers shall bind and inure to the benefit of the Applicant and its successors or assigns.

13. COUNTERPARTS

These proffers may be executed in one or more counterparts, each of which when so executed and delivered shall be deemed an original document and all of which taken together shall constitute but one and the same instrument.

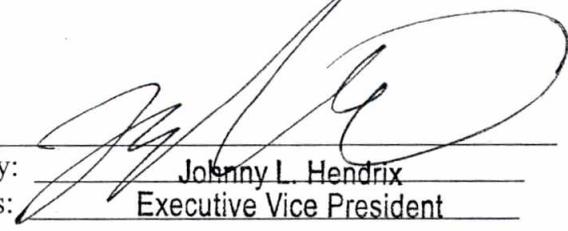
{A0524274.DOC / 1 Proffers - 6-27-12 (cln) 003062 000011}

[SIGNATURE BEGINS ON THE FOLLOWING PAGE]

APPLICANT/TITLE OWNER

WRI HILLTOP VILLAGE, LLC, a Delaware Limited Liability Company

By: Weingarten Realty Investors, a Texas real estate investment trust, its Managing Member

  
By: Johnny L. Hendrix  
Its: Executive Vice President

  
WMC  
Legal  
WMC

[SIGNATURE ENDS]

**PROPOSED FINAL DEVELOPMENT PLAN AMENDMENT CONDITIONS**

**FDPA 2008-MD-003**

**July 12, 2012**

If it is the intent of the Planning Commission to approve FDPA 2008-MD-003 for a retail shopping center/office development at Tax Maps 100-1 ((1)) 9A, 11A, 11A1, 14, 15, staff recommends that the Planning Commission condition the approval by requiring conformance with the following development conditions.

1. Development of the property shall be in substantial conformance with the CDP/FDP entitled "Hilltop Village Center" submitted by Dewberry and Davis, LLC. consisting of thirteen sheets dated February 17, 2012, as revised through June 6, 2012.

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



WALSH COLUCCI  
LUBELEY EMRICH  
& WALSH PC

Lynne J. Strobel  
(703) 528-4700 Ext. 5418  
lstrobel@arl.thelandlawyers.com

March 14, 2012

RECEIVED  
Department of Planning & Zoning

MAR 15 2012

Zoning Evaluation Division

**Via Hand Delivery**

Barbara C. Berlin, Director  
Fairfax County Department of Planning & Zoning  
Zoning Evaluation Division  
12055 Government Center Parkway, Suite 801  
Fairfax, Virginia 22035

Re: Proposed Proffered Condition Amendment/Conceptual Development Plan  
Amendment/Final Development Plan Amendment  
Applicant: WRI Hilltop Village, LLC

Dear Ms. Berlin:

Please accept this letter as a statement of justification for a proffered condition amendment/conceptual development plan amendment/final development plan amendment ("PCA/FDPA") on property identified as Fairfax County tax map reference 100-1 ((1)) 9A, 11A, 11A1, 14, and 15 (the "Subject Property").

The Subject Property is located in the northeast quadrant of the intersection of Beulah Street (Route 613) and Telegraph Road (Route 611). The majority of the approximately thirty-two (32) acre property is in the Lee Magisterial District. Please note that this land area reflects street dedication that has occurred since the rezoning of the Subject Property. The Subject Property is also within the Natural Resources Overlay District. On March 9, 2009, the Board of Supervisors (the "Board") approved RZ 2008-MD-003 to rezone the Subject Property to the PDC District to allow development of a mixed-use center of up to 367,000 square feet comprised of up to 113,000 square feet of office use and 254,000 square feet of retail use – including a retail sales establishment-large of 150,000 square feet and two (2) drive-in financial institutions.

The approved mixed-use center, known as Hilltop Village Center (the "Center"), permits development of a high-quality activity center that features urban streetscape features such as a central main street, attractively landscaped sidewalks, and strategically placed open areas. Site Plan 3365-SP-008 has been approved for the Subject Property and site development has begun on the grocery store (retail sales establishment-large) planned for the eastern portion of the Subject Property. In order to ensure a quality mix of tenants and allow for future flexibility, the Applicant proposes a PCA/FDPA to modify the previously approved proffers and development plan. The Applicant proposes to add approximately 15,000 square feet to what is identified as Building D on the FDPA. The addition of approximately 15,000 square feet will accommodate a mezzanine in Building D without increasing the mass, height, or footprint of the building. The

additional floor area will increase the overall FAR on the Subject Property to 0.266, below the 1.5 FAR permitted in the PDC District and below the 0.30 FAR identified in the Fairfax County Comprehensive Plan for the Subject Property as described below. The Applicant is confirming that all permitted uses in the PDC District will be allowed and proposes the following specific secondary uses:

- Drive-in Financial Institutions (previously approved)
- Health Clubs
- Child Care Centers and Nursery Schools
- Colleges/Universities
- Fast Food Restaurants
- Private Schools of Special Education
- Quick Service Food Stores
- Veterinary Hospitals

In addition, the Applicant proposes to modify the uses permitted on the first and second floors of Building B as well as in Buildings A, C, and D to allow all permitted uses in the PDC District and the secondary uses enumerated above. In addition to the modifications to floor area and uses, the Applicant proposes to modify the landscape buffer along Telegraph Road, behind the retail sales establishment-large, to reflect easements associated with the widening of Telegraph Road. Due to the requirement that all utilities be located off of Fort Belvoir's property on the opposite side of Telegraph Road, the Subject Property must accommodate additional utilities at the rear of the retail sales establishment-large. The Applicant has modified the proposed landscaping to accommodate such utilities. Other than the three (3) identified modifications, the Applicant proposes no other changes to the approved development.

The Subject Property is located in Area IV, Rose Hill Planning District, within the Lehigh Community Planning Sector (RH-4) in the Fairfax County Comprehensive Plan (the "Plan"). On December 8, 2008, the Board adopted an Out-of-Turn Plan Amendment that addresses development of the Subject Property. Specifically, the Plan states that, as an option, the Subject Property may be developed with retail and office use up to 0.30 FAR if all parcels that comprise the Subject Property are consolidated and the site design creates a cohesive and walkable environment. The Plan further states that high-quality architecture should be provided, buildings should be oriented to streets and sidewalks, and sufficient open space should be interspersed with retail and office uses to provide usable public gathering areas. A number of conditions were outlined in the Plan text. Described below are the enumerated conditions and a discussion of how both the previous approval and current proposal comply with the conditions:

- Taller structures should be located at a sufficient distance from Telegraph Road to avoid conflict with Fort Belvoir security standards. Coordination on any development in the affected area should be made with the Fort Belvoir Director of Plans, Training, Mobilization, and Security. Building tapering, vegetative buffering and screening should be provided as needed on the periphery to create a

transition to the surrounding areas. Lighting and sound from any development should be designed so that it is not intrusive to adjacent residential development.

*The Applicant has located taller structures in a manner that avoids conflict with Fort Belvoir security standards. Additionally, the Applicant intends to reaffirm its proffered commitment to construct the proposed office building with fixed windows and without balconies adjacent to Telegraph Road. The Applicant coordinated the approved site plan with the Fort Belvoir Base Commander as outlined in the approved proffers.*

- Any freestanding office building(s) is encouraged to meet at least U.S. Green Building Council's Leadership in Energy and Environmental Design (LEED) silver standards or other comparable programs with third party certification. Retail users are encouraged to meet applicable U.S. Green Building Council's LEED standards, or other comparable programs, in design and construction to promote sustainable development. The impervious nature of hard surfaces should be offset through approaches such as providing vegetated planting strips in surface parking lots;

*The Applicant will reaffirm the previous proffer to certify the freestanding office building to meet the requirements for LEED Silver certification. The Applicant will also reaffirm the proffer to incorporate green building practices in the proposed grocery store (retail sales establishment-large). The FDPA identifies a rain garden on the Subject Property and the proffers also commit to incorporate low impact development techniques to the extent feasible.*

- A grocery store use is appropriate on the eastern portion of the property. An outdoor café or seating area is desirable as a technique to help integrate this use with the other retail uses proposed on the remainder of the site;

*The proposed grocery store (retail sales establishment-large) is located on the eastern portion of the Subject Property. The Applicant has provided a number of attractive outdoor gathering areas as shown on Sheet 7 of the FDPA.*

- Multi-story office buildings should include ground-floor retail use and other services where possible;

*Building B has been designed to accommodate both office and retail uses. With this application, the Applicant proposes to expand the possible uses to include all permitted uses in the PDC District and additional secondary uses to provide for a quality mix of tenants in the Center.*

- Internal roadways, trails, sidewalks and street crossings should connect buildings and open spaces, and link the site to adjoining communities, Fort Belvoir and the Lansdowne Shopping Center. Streetscape treatments should include trees,

landscaping, sidewalks, bicycle facilities, street furniture, and various paving textures, to the extent possible;

*The FDPA carries forward all previously approved internal roadways, trails, sidewalks, and street crossings that connect buildings and open spaces and link the Subject Property to adjoining communities, Fort Belvoir, and the Lansdowne Shopping Center. Specific streetscape treatments are depicted on Sheets 6 and 7 of the FDPA.*

- If the existing ball field located at the corner of Beulah Street and Telegraph Road is removed as a result of the proposed development, new recreational facilities such as fields, tot lots and pavilions should be provided at some other location on the Hilltop Sand and Gravel property, or a commitment made to make improvements to nearby park/recreation facilities;

*In conjunction with the prior approval, the Applicant proposed a recreation complex on property identified as Fairfax County Tax Map Reference 100-1 ((1)) 9B that satisfies this condition.*

- Occupancy is phased to transportation improvements so that an Approach Level of Service D is maintained at relevant intersections. If such improvements are not possible, intensity should be reduced accordingly;

*The Applicant proposes to reaffirm all proffered transportation commitments. The traffic impact analysis as approved in 2009 with RZ 2008-MD-003, based upon the proposed development and transportation improvements, concluded that this condition will be satisfied. The trip generation comparison prepared with this application updates site trips and concludes that impacts associated with the PCA/FDPA are negligible.*

- The portion of Telegraph Road adjacent to the proposed development should be considered for additional right-of-way to accommodate turn lanes. A turning movement analysis should be conducted to ensure that queues do not spill back into the through lanes of Telegraph Road; and

*The Applicant has dedicated right of way on Telegraph Road in order to accommodate the proffered road widening and installation of turn lanes to satisfy this condition. Additionally, as part of RZ 2008-MD-003, an analysis of the Telegraph Road and Beulah Street queues was addressed in January 2009 to satisfy the Plan requirement.*

- Bus transit stops and accompanying shelters should be provided along Telegraph Road and Beulah Street.

*The Applicant will reaffirm its commitment to construct two (2) bus shelters – one on Telegraph Road and one on Beulah Street as shown on Sheet 6 of the FDPA.*

The proposed development consolidates a number of parcels in order to provide a Center that creates a cohesive and walkable environment with high quality architecture and buildings oriented to streets. Open space areas have been incorporated into the project as shown on the enclosed FDPA. The proposed development complies with the Plan text and all enumerated conditions, therefore, the proposed PCA/FDPA is in harmony with the Plan's recommendations.

The Applicant continues to propose a high quality, vibrant, pedestrian-friendly, mixed-use development. The proposed modification to Building D will allow for the addition of a mezzanine space to an approved building, without increasing the mass, height, or footprint of the building. The ability to allow all permitted PDC uses and additional secondary uses will accommodate greater tenant flexibility to ensure a quality mix of community-serving uses in the future. Finally, the proposed modifications to the landscape buffer at the rear of the grocery store simply reflect the requirement to locate utilities on the Subject Property and accommodate easements to allow for the widening of Telegraph Road. In sum, the Applicant proposes minor modifications that do not change the overall quality of an attractive, convenient, community-serving development.

Should you have any questions, or require additional information, please do not hesitate to contact me.

Very truly yours,

WALSH, COLUCCI, LUBELEY, EMRICH & WALSH, P.C.



Lynne J. Strobel

LJS/SVM

cc: Michael Kaney  
Michael Gailliot  
J. Brent Clarke, III  
Dennis Couture  
Doug Kennedy  
Sara V. Mariska  
Martin D. Walsh

**REZONING AFFIDAVIT**

DATE: June 12, 2012  
 (enter date affidavit is notarized)

I, Sara V. Mariska, attorney/agent, 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      1156506

in Application No.(s): PCA/FDPA 2008-MD-003  
 (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.)

<b>NAME</b> (enter first name, middle initial, and last name)	<b>ADDRESS</b> (enter number, street, city, state, and zip code)	<b>RELATIONSHIP(S)</b> (enter applicable relationships listed in <b>BOLD</b> above)
WRI Hilltop Village, LLC	2600 Citadel Plaza, Suite 125 Houston, TX 77008	Applicant/Title Owner of Tax Map 100-1 ((1)) 9A, 11A, 11A1, 14, 15
Agents:		
J. Brent Clarke, III		
Michael C. Gailliot		
Michael D. Kaney		
William M. Crook		
Marc A. Kasner		
Joe D. Shafer		
Mark D. Stout		
Robert C. Smith		
Johnny Hendrix (nmi)		
Stephen C. Richter		

(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: June 12, 2012  
 (enter date affidavit is notarized)

1156506

for Application No. (s): PCA/FDPA 2008-MD-003  
 (enter County-assigned application number (s))

**(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.

<b>NAME</b> (enter first name, middle initial, and last name)	<b>ADDRESS</b> (enter number, street, city, state, and zip code)	<b>RELATIONSHIP(S)</b> (enter applicable relationships listed in <b>BOLD</b> above)
Walsh, Colucci, Lubeley, Emrich & Walsh, P.C.  Agents: Martin D. Walsh Lynne J. Strobel Timothy S. Sampson M. Catharine Puskar Sara V. Mariska G. Evan Pritchard Jonathan D. Puvak Elizabeth D. Baker Inda E. Stagg Elizabeth A. McKeeby	2200 Clarendon Boulevard 13th Floor Arlington, Virginia 22201	Attorneys/Planners/Agent
Dewberry & Davis LLC  Agents: Dennis M. Couture Cody A. Pennetti Christopher J. dePascale Andrea R. Crossett	8401 Arlington Boulevard Fairfax, Virginia 22031	Engineers/Planners/Agent
Patton Harris Rust & Associates, Inc.  Agents: Douglas R. Kennedy George R. Phillips	14532 Lee Road Chantilly, Virginia 20151	Transportation Engineers/Agent
Rounds VanDuzer Architects, P.C.  Agent: Mark E. McAfee	467A North Washington Street Falls Church, Virginia 22046	Architect/Agent

(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: June 12, 2012  
(enter date affidavit is notarized)

1156506

for Application No. (s): PCA/FDPA 2008-MD-003  
(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)  
WRI Hilltop Village, LLC  
2600 Citadel Plaza, Suite 125  
Houston, TX 77008

**DESCRIPTION OF CORPORATION:** (check one statement)

- 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)  
Weingarten Realty Investors, Managing Member  
Hilltop Village Center, LLC, Member

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

(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 Attachment to Par. 1(b)**

DATE: June 12, 2012  
(enter date affidavit is notarized)

1156506

for Application No. (s): PCA/FDPA 2008-MD-003  
(enter County-assigned application number (s))

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

Weingarten Realty Investors  
2600 Citadel Plaza, Suite 125  
Houston, TX 77008

**DESCRIPTION OF CORPORATION:** (check one statement)

- 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 THE SHAREHOLDER:** (enter first name, middle initial, and last name)

A real estate investment trust which is publicly traded on the NYSE.

Committee of the Board of Trust Managers: Stanford J. Alexander, Andrew M. Alexander, Robert J. Cruikshank

**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g.

**President, Vice-President, Secretary, Treasurer, etc.)**

Andrew M. Alexander, President/CEO; Stanford J. Alexander, Chairman; Stephen C. Richter, EVP/CFO; Johnny Hendrix (nmi), EVP/COO; Jeffrey A. Tucker, Former SVP/General Counsel; M. Candace DuFour, SVP/Secretary; Joe D. Shafer, SVP/CAO/Secretary; William M. Crook, VP/Associate General Counsel; Marc A. Kasner, VP/Asst Secretary; Mark D. Stout, VP/General Counsel

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

Hilltop Village Center, LLC  
8245-D2 Backlick Road  
Lorton, VA 22079

**DESCRIPTION OF CORPORATION:** (check one statement)

- 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 THE SHAREHOLDERS:** (enter first name, middle initial, and last name)

J. Brent Clarke, III, Member  
Hilltop Sand & Gravel Company, Inc., Managing Member

**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g.

**President, Vice-President, Secretary, Treasurer, etc.)**

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

**Rezoning Attachment to Par. 1(b)**

DATE: June 12, 2012  
(enter date affidavit is notarized)

1156506

for Application No. (s): PCA/FDPA 2008-MD-003  
(enter County-assigned application number (s))

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

Hilltop Sand & Gravel Company, Inc.  
8245-D2 Backlick Road  
Lorton, VA 22079

**DESCRIPTION OF CORPORATION:** (check one statement)

- 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 THE SHAREHOLDER:** (enter first name, middle initial, and last name)

Clemens S. Gailliot Sr. Trust f/b/o Thomas H. Gailliot, Sr.; Clemens S. Gailliot Sr. Trust f/b/o Clemens S. Gailliot, Jr.; Martin A. Gailliot, Sr. By-Pass Trust f/b/o Theresa A. Gailliot; Martin A. Gailliot, Sr., Wife's Exempt Trust f/b/o Theresa A. Gailliot; Martin A. Gailliot, Sr., Wife's Non-Exempt Trust f/b/o Theresa A. Gailliot; Elizabeth M. Gailliot-Hilltop Inheritance Trust f/b/o Elizabeth M. Gailliot; Robert V. Gailliot, III (minor); Greta J. Gailliot (minor)

**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g.

**President, Vice-President, Secretary, Treasurer, etc.)**

Michael C. Gailliot, President; Clemens S. Gailliot, Jr., VP; G. Michael Whitfield, VP; Elizabeth M. Gailliot, VP; Thomas H. Gailliot, Sr., VP; Theresa A. Gailliot, VP  
Directors: Clemens S. Gailliot, Jr., William A. Fritz, Jr., Theresa A. Gailliot, Thomas H. Gailliot, Sr., Elizabeth M. Gailliot

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

Walsh, Colucci, Lubeley, Emrich & Walsh, P.C.  
2200 Clarendon Boulevard, 13th Floor  
Arlington, Virginia 22201

**DESCRIPTION OF CORPORATION:** (check one statement)

- 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 THE SHAREHOLDERS:** (enter first name, middle initial, and last name)

David J. Bomgardner, E. Andrew Burcher, Thomas J. Colucci, Peter M. Dolan, Jr., Jay du Von, William A. Fogarty, John H. Foote, H. Mark Goetzman, Bryan H. Guidash, Michael D. Lubeley, J. Randall Minchew, M. Catharine Puskar, John E. Rinaldi, Lynne J. Strobel, Garth M. Wainman, Nan E. Walsh, Martin D. Walsh

**NAMES OF OFFICERS & DIRECTORS:** (enter first name, middle initial, last name, and title, e.g.

**President, Vice-President, Secretary, Treasurer, etc.)**

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

**Rezoning Attachment to Par. 1(b)**

DATE: June 12, 2012  
(enter date affidavit is notarized)

1156506

for Application No. (s): PCA/FDPA 2008-MD-003  
(enter County-assigned application number (s))

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

Dewberry & Davis LLC  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

**DESCRIPTION OF CORPORATION:** (check one statement)

- 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 THE SHAREHOLDER:** (enter first name, middle initial, and last name)

The Dewberry Companies LC, Member  
James L. Beight, Member  
Dennis M. Couture, Member

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

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

The Dewberry Companies LC  
8401 Arlington Boulevard  
Fairfax, Virginia 22031

**DESCRIPTION OF CORPORATION:** (check one statement)

- 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 THE SHAREHOLDERS:** (enter first name, middle initial, and last name)

Members: Sidney O. Dewberry, Barry K. Dewberry, Karen S. Grand Pre, Thomas L. Dewberry, Michael S. Dewberry Credit Shelter Trust u/a/d 11/23/05 (f/b/o Michael S. Dewberry II and 3 other minor children of Michael S. Dewberry)

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

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

**Rezoning Attachment to Par. 1(b)**

DATE: June 12, 2012  
(enter date affidavit is notarized)

1156506

for Application No. (s): PCA/FDPA 2008-MD-003  
(enter County-assigned application number (s))

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

Patton Harris Rust & Associates, Inc.  
14532 Lee Road  
Chantilly, Virginia 20151

**DESCRIPTION OF CORPORATION:** (check one statement)

- 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 THE SHAREHOLDER:** (enter first name, middle initial, and last name)

Sole Shareholder:  
Pennoni Associates, Inc.

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

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

Pennoni Associates, Inc.  
3001 Market Street, 2nd Floor  
Philadelphia, PA 19104

**DESCRIPTION OF CORPORATION:** (check one statement)

- 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 THE SHAREHOLDERS:** (enter first name, middle initial, and last name)

Celestino R. Pennoni  
Pennoni Associates, Inc. (PAI) Employee Stock Option Plan (ESOP). All employees are eligible plan participants; however, no one employee owns 10% or more of any class of stock.

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

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

**Rezoning Attachment to Par. 1(b)**

DATE: June 12, 2012  
(enter date affidavit is notarized)

1156506

for Application No. (s): PCA/FDPA 2008-MD-003  
(enter County-assigned application number (s))

**NAME & ADDRESS OF CORPORATION:** (enter complete name, number, street, city, state, and zip code)  
Rounds VanDuzer Architects, P.C.  
467A North Washington Street  
Falls Church, Virginia 22046

**DESCRIPTION OF CORPORATION:** (check one statement)

- 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 THE SHAREHOLDER:** (enter first name, middle initial, and last name)

David P. VanDuzer  
Mark E. McAfee  
Stephen F. Kenney  
Jonathan A. Fritsch

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

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

**DESCRIPTION OF CORPORATION:** (check one statement)

- 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 THE SHAREHOLDERS:** (enter first name, middle initial, and last name)

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

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

REZONING AFFIDAVIT

DATE: June 12, 2012  
(enter date affidavit is notarized)

1156506

for Application No. (s): PCA/FDPA 2008-MD-003  
(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)  
None

(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)

(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 AFFIDAVIT

DATE: June 12, 2012  
(enter date affidavit is notarized)

1156506

for Application No. (s): PCA/FDPA 2008-MD-003  
(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: June 12, 2012  
(enter date affidavit is notarized)

1156506

for Application No. (s): PCA/FDPA 2008-MD-003  
(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.)  
None

(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:

(check one)

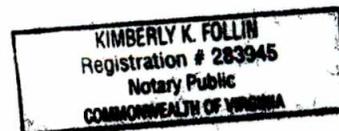
Sara V. Mariska  
 Applicant  Applicant's Authorized Agent

Sara V. Mariska, attorney/agent  
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 12 day of June, 2012, in the State/Comm. of Virginia, County/City of Arlington.

Kimberly K. Follin  
Notary Public

My commission expires: 11/30/2015



**BOARD OF SUPERVISORS HEARING  
MARCH 9, 2009 at 3:30 P.M.**

**PROFFERS**

**Hilltop Sand and Gravel Company, Inc.**

**RZ 2008-MD-003**

**March 6, 2009**

Pursuant to Section 15.2-2303(a) Code of Virginia, 1950, as amended, Hilltop Sand and Gravel Company, Inc. (hereinafter referred to as the "Applicant"), for itself, successors and assigns in RZ 2008-MD-003, filed for property identified as Tax Map 100-1 ((1)) 9 part, 11A, 11A1, 14, and 15 (hereinafter referred to as the "Application Property") hereby proffers the following, provided that the Board of Supervisors approves a rezoning of the Application Property from the R-1, I-3 and NR Districts to the PDC and NR Districts in conjunction with a Conceptual/Final Development Plan (CDP/FDP) for mixed-use development. These proffers shall replace and supersede all previous proffers, if any, approved on the Application Property.

1. **CONCEPTUAL/FINAL DEVELOPMENT PLAN**

- a. Subject to the provisions of 16-204 of the Fairfax County Zoning Ordinance (hereinafter referred to as the "Zoning Ordinance"), development of the Application Property shall be in substantial conformance with the CDP/FDP, consisting of ten (10) sheets prepared by Dewberry & Davis LLC, dated February 12, 2008 and revised through January 16, 2009.
- b. Pursuant to Paragraph 4 of Section 16-403 of the Zoning Ordinance, minor modifications from the CPD/FDP may be permitted as determined by the Zoning Administrator. The Applicant reserves the right to make minor modifications to the building footprints shown on the CDP/FDP and make other modifications provided that such modifications are in substantial conformance with the CDP/FDP as determined by the Zoning Administration, and do not increase building height nor decrease the amount and location of open space, limits of clearing and grading, landscaping, or distances to peripheral lot lines as dimensioned on the CDP/FDP.
- c. Notwithstanding that the CDP/FDP is presented on ten (10) sheets and said CDP/FDP is the subject of Proffer 1.a. above, it shall be understood that the CDP shall be limited to the location and amount of open space, limits of clearing and grading, internal street network and the maximum square footage of office and retail development. The Applicant has the option to request Final Development Plan Amendments ("FDPAs") for elements other than CDP elements from the Planning Commission for all

of, or a portion of, the CDP/FDP in accordance with the provisions set forth in Section 16-402 of the Zoning Ordinance.

- d. Any of the buildings shown on the CDP/FDP may be the subject of a partial and separate Proffered Condition Amendment (PCA) and/or FDPA without joinder and/or consent of the other building owners as determined by the Zoning Administrator pursuant to Paragraph 6 of Section 18-204 of the Zoning Ordinance. Previously approved proffered conditions applicable to buildings that are not the subject of such a PCA or FDPA shall otherwise remain in full force and effect.

## 2. USES

- a. As shown on the CDP/FDP, the Application Property shall be developed with office and retail uses. Development on the Application Property shall include a maximum of 367,000 square feet of gross floor area (GFA).
- b. The Application Property shall include 113,000 square feet of GFA of office use, and 254,000 square feet of GFA of retail sales establishment use, including two drive-thru financial institutions. The construction of these uses may be phased.
- c. Prior to public occupancy of the grocery store shown on the CDP/FDP, the landfill operated on property identified as 100-1 ((1)) pt. 9 shall cease accepting construction and demolition debris.

## 3. TRANSPORTATION

- a. Right-of-way Dedications
  - i. At time of site plan approval for the Application Property, or upon demand by VDOT or Fairfax County, whichever occurs first, the Applicant shall dedicate in fee simple to the Board of Supervisors, such additional right-of-way on Telegraph Road as shown on the CDP/FDP to accommodate the proffered road widening and installation of turn lanes, to include easements and/or rights-of-way for signal poles and other similar facilities required for the proffered improvements between Beulah Street and the existing Aerospace Data Facility East (hereinafter referred to as "Aerospace"), formerly the Defense Communications Electronics Evaluation Testing Agency, entrance/Hilltop entrance.
  - ii. At time of site plan approval for the Application Property, or upon demand by VDOT or Fairfax County, whichever occurs first, the Applicant shall dedicate in fee simple to the Board of Supervisors, such additional right-of-way on Telegraph Road to accommodate

the additional through lane, turn lane, bike lane, and shared use trail along the Application Property's Telegraph Road frontage as shown on the CDP/FDP between the Aerospace entrance and the off-site Parcel identified as Fairfax County tax map reference 100-1 ((1)) 16.

- iii. At time of site plan approval for the Application Property, or upon demand by VDOT or Fairfax County, whichever occurs first, the Applicant shall dedicate in fee simple to the Board of Supervisors, right-of-way up to 59 1/2 feet from the October 2008 proposed centerline along the Telegraph Road frontage of the off-site parcels identified as Fairfax County tax map reference 100-1 ((1)) 9 (part), 17 and 23A. Dedication based on the VDOT October 2008 Public Information Hearing Plans shown for the Telegraph Road improvement (designated as the "Southern Segment") as part of VDOT Plan 0611-029-303, P102, R202, C502.
  - iv. At the time of site plan approval for the Application Property, or upon demand by VDOT or Fairfax County, whichever occurs first, the Applicant shall dedicate in fee simple to the Board of Supervisors such additional right-of-way on Beulah Street as shown on the CDP/FDP to accommodate the proffered road widening and installation of turn lanes, to include easements and/or rights-of-way for signal poles and other similar facilities required for the proffered improvements.
  - v. The Applicant reserves density credit as may be permitted by the provisions of Paragraph 4 of Section 2-308 of the Zoning Ordinance for all dedications described herein or as may be reasonably required by Fairfax County or VDOT whether such dedications occur prior to or at time of site plan approval.
- b. Telegraph Road Improvements: Prior to the issuance of any non-residential use permit (hereinafter referred to as "Non-RUP") for the Application Property unless incorporated into the improvements for Telegraph Road to be completed by VDOT or the United States Government, and as further conditioned below, the Applicant shall bond, and construct the following improvements as shown on the CDP/FDP on Telegraph Road:
- i. A third southbound lane along the site frontage that will align with the existing right turn lane at Landsdowne Shopping Center;
  - ii. A separate southbound right turn lane to northbound Beulah Street;

- iii. Relocation of the existing traffic pole at Beulah Street in the northeast quadrant;
  - iv. An in-road bike lane in the southbound direction from Tax Map 100-1 ((1)) 16 to Beulah Street;
  - v. A shared use ten (10) foot wide asphalt trail along the site frontage;
  - vi. Modification of the median at the Aerospace entrance to permit dual left turn lanes from northbound Telegraph Road into the site;
  - vii. Reconstruction of the existing traffic signal at the site entrance/Aerospace driveway;
  - viii. A right turn deceleration lane of approximately 300 feet in length adjacent to Tax Map 100-1 ((1)) 16 and restriction of the easternmost site entrance to a right in/out access. If said improvements cannot be constructed off-site as demonstrated to DPWES at time of site plan, the Applicant shall bond the improvements with Department of Public Works and Environmental Services (DPWES) as part of the site plan approval; and
  - ix. A separate northbound turn lane approximately 200 feet in length with a 100 foot taper exiting the Aerospace entrance which shall be subject to receipt of all necessary easements and/or letters of permission from Fort Belvoir. Should said easements and/or letters of permission not be granted to the Applicant at no cost, there shall be no further obligations under this proffer.
- c. Beulah Street Improvements: Prior to the issuance of any Non-RUP for the Application Property, the Applicant shall bond, and construct the following improvements on Beulah Street:
- i. A separate northbound right turn lane of approximately 250 feet in length at the View Lane intersection, including replacement of the existing bike lane;
  - ii. Lengthening of the existing southbound left turn lane by approximately 120 feet in length at the View Lane intersection;
  - iii. A separate northbound right turn lane of approximately 250 feet in length at the existing Old Beulah intersection, including replacement of the existing bike lane;
  - iv. Modification of the existing traffic signal at Old Beulah Street; and

- v. Replacement of the existing six (6) foot wide shared use trail with a ten (10) foot wide asphalt trail between Telegraph Road and View Lane.
  
- d. The improvements described in proffers 3b. and 3c. herein shall be constructed concurrent with site development and shall be either open for traffic or operational, as applicable. However, upon demonstration by the Applicant that in spite of diligent efforts to complete the proffered improvement(s), the improvement(s) has or should be delayed, the Zoning Administrator may agree to a later date for the completion of the improvements(s).
  
- e. Subject to VDOT warrants and approval, the Applicant shall install a traffic signal within existing Beulah Street right-of-way at the Application Property's access to View Lane. Said traffic signal shall be installed within six (6) months of the issuance of the first Non-RUP for the Application Property. The Applicant shall submit a warrant study to VDOT with the submission of the first site plan for the Application Property.
  
- f. The northernmost entrance to the construction and demolition debris landfill located on Beulah Street on the property identified as Fairfax County tax map reference 100-1 ((1)) 9 shall have a temporary median opening which shall remain open in order to accommodate the closure of the existing construction and demolition debris landfill located adjacent to the Application Property. Upon completion of closure requirements as determined by the Virginia Department of Environmental Quality, the median shall be restored to its original dimensions. The curb cut entrance on Beulah Street shall remain for landfill post-closure care.
  
- g. If not funded for construction by others at the time of submission of the first site plan associated with the Application Property, the Applicant shall design plans to widen Telegraph Road to a four lane section from the Fort Belvoir Humfreys Center entrance (north of the programmed Mulligan Road improvements at Fort Belvoir and approximately 2,100 linear feet south of Hayfield Road) to the intersection of Hayfield Road. Said plans shall be taken to a level of completion consistent with the FI ("Furnish Field Inspection Plans") plan stage. Prior to the issuance of the first Non-RUP for the Application Property, FI plans will be delivered to VDOT for its subsequent use administering and/or completing the engineering design process for said improvements. The Applicant shall coordinate such plans with Fairfax County Public Schools and VDOT to minimize off-site right-of-way requirements and to implement the proposed roadway and bike lane improvements, within the limits indicated herein associated with the "Northern Segment" of Telegraph Road in VDOT Plan 0611-029-303,

P106, R206, C506. If funding is available for design or construction by others, the Applicant shall contribute the design costs up to two hundred thousand dollars (\$200,000.00) to Fairfax County for use in the Telegraph Road Corridor, including road and stormwater management improvements at the time of the initial Non-RUP for the Application Property.

- h. The Applicant shall construct two (2) bus shelters on the Application Property as shown on the CDP/FDP. Bus shelters shall be installed prior to the issuance of the first Non-RUP for the Application Property.
- i. A Non-RUP for the freestanding office building shown on the CDP/FDP shall not be issued prior to January 1, 2014, unless improvements to Telegraph Road consistent with VDOT Plan 0611-029-303 between Beulah Street and Hayfield Road are fully funded for construction as verified in writing by VDOT, Fairfax County Department of Transportation (FCDOT) or the Federal Government. Verification of full construction funding for this improvement shall release the restriction on the issuance of a Non-RUP at time of verification.
- j. Prior to the issuance of a Non-RUP for the freestanding office building shown on the CDP/FDP, the Applicant shall contribute the sum of one hundred thousand dollars (\$100,000.00) to Fairfax County for use in the Telegraph Road Corridor, including road and stormwater management improvements, associated with the "Northern Segment" of Telegraph Road in VDOT Plan 0611-029-303, P106, R206, C506 and the "Southern Segment" of Telegraph Road in VDOT Plan 0611-029-303, P102, R202, C502.

4. GEOTECHNICAL

Prior to site plan approval, and in accordance with the provisions of the Public Facilities Manual, the Applicant shall submit a geotechnical study of the Application Property to the Geotechnical Review Board through DPWES for the Review Board's review and approval and shall incorporate appropriate engineering practices as recommended by the Geotechnical Review Board and DPWES to alleviate potential structural problems, to the satisfaction of DPWES. The recommendations of the Geotechnical Review Board shall be implemented during construction.

5. STORMWATER MANAGEMENT/BEST MANAGEMENT PRACTICES

- a. At time of site plan approval, the Applicant shall provide stormwater management (SWM) and Best Management Practices (BMP) in locations as generally shown on the CDP/FDP and as located on property identified among the Fairfax County tax map records as 100-1 ((1)) 9. Said facilities shall be designed in accordance with the requirements of the Public

Facilities Manual and Chesapeake Preservation Ordinance, unless modified by DPWES. To the extent feasible and in accordance with DPWES policies regarding planting within and around SWM facilities, the Applicant shall use natural plantings to vegetate the pond located on property identified among the Fairfax County tax map records as 100-1 ((1)) 9. In the event that the stormwater management or BMPs are modified by DPWES, modification of the SWM/BMP ponds shown on the CDP/FDP shall not require the approval of a proffered condition amendment or amendment to the CDP/FDP as determined by the Department of Planning and Zoning (DPZ).

- b. The Applicant shall implement low impact development techniques on the Application Property to the extent feasible. Such techniques may include, but not be limited to, bioretention, vegetated swales, filter strips, permeable pavers, rain barrels, and tree box filters.
- c. The proposed stormwater management facility located on the property identified as Fairfax County tax map 100-1 ((1)) 9, including the toe of the embankment, shall be setback a minimum of fifty (50) feet from any residential property line.
- d. A portion of the water collected in the proposed stormwater management facility located on property identified as Fairfax County tax map 100-1 ((1)) 9 shall be used to supplement the water source used to irrigate the adjacent golf course facilities.

#### 6. LANDSCAPING AND OPEN SPACE

- a. The Applicant shall provide landscaping on the Application Property as generally shown on the CDP/FDP. Deciduous trees shall have a minimum of two and a half (2 ½) to three (3) inch caliper and evergreens shall have a minimum height of six (6) to eight (8) feet at time of planting. The Applicant will use appropriate and acceptable standard industry measures to prevent tree root penetration for trees planted above the landfill cap.
- b. All landscaping shall be maintained in good health by the Applicant. Any items that should die shall be promptly replaced by the Applicant.
- c. The Applicant shall submit a detailed landscape plan as part of the first and all subsequent plan submissions for review and approval by Urban Forest Management. The Applicant shall utilize native species as coordinated with Urban Forest Management.
- d. To screen parking in proximity to Beulah Street and as modified by proffer 9.m., the Applicant shall install a hedge adjacent to Beulah Street as shown on the CDP/FDP.

- e. Prior to site development, the Applicant shall coordinate with Urban Forest Management (UFM) of DPWES to select a minimum of twenty-four (24) existing mature evergreen trees, with a minimum three (3) inch caliper, from the Application Property, that would otherwise be removed, to be transplanted to the Lansdowne community in proximity to Beulah Street. The size and health of the trees shall be considered in the selection process to maximize the opportunity for survival. The Applicant shall provide written notice to the President of the Lansdowne Homeowners Association (the "Association") by certified mail, with a copy to the Lee District Supervisor's office, of the availability of the trees at least sixty (60) days prior to transplantation. If no response is received within thirty (30) days, a second written notice of availability shall be provided by certified mail. Should the Applicant not receive a response from the Association within thirty (30) days of the date of the second letter, this proffer shall become null and void, and the Applicant shall have no further obligations hereunder. Upon acceptance of the offer of the trees, the Association, in consultation with UFM, shall determine the locations for the trees and the Association promptly secure any necessary letters of permission and/or easements, at no cost to the Applicant, from the property owners for planting.

7. GREEN BUILDING PRACTICES

- a. The Applicant shall include a U.S. Green Building Council Leadership in Energy and Environmental Design ("LEED") accredited professional as a member of the design team. The LEED accredited professional shall work with the team to incorporate LEED design elements into the project. At time of site plan submission, the Applicant shall provide documentation to the Environment and Development Review Branch of DPZ demonstrating compliance with the commitment to engage such a professional.
- b. The Applicant shall include, as part of the site plan submission and building plan submission, a list of green building practices that have been incorporated into the project.
- c. To the extent feasible, the Applicant shall incorporate energy efficient practices and techniques in all buildings, including the grocery store that is identified on the CDP/FDP.
- d. Green building practices and techniques incorporated by the proposed grocery store shall include the following:
  - i. Throughout the grocery store, operating procedure shall include, but not be limited to, the use of Glycol refrigerant, use of LED lights in medium temperature and frozen food display cases, use of

high-efficiency light fixtures and bulbs, and use of recycled products and products that have low indoor air quality emissions; and

- ii. The installation of a white roof.
- e. Prior to the issuance of a building permit for the freestanding office building (the "Submitted Building"), the Applicant shall provide a LEED Silver Scorecard (the "Scorecard") that lists the anticipated credits within the version of the U.S. Green Building Council's Leadership in Energy and Environmental Design that is applicable at the time of the approval of this zoning application. The Scorecard shall meet, at least, the minimum number of credits necessary to attain LEED Silver Certification of the Submitted Building.
- f. Within one (1) year of issuance of the Non-RUP for the Submitted Building, the Applicant shall obtain LEED Silver Certification for the Submitted Building from the U.S. Green Building Council unless the Applicant provides documentation to the Environment and Development Review Branch of DPZ that U.S. Green Building Council review of the LEED Silver Certification has been delayed through no fault of the Applicant.
- g. Within one (1) year of the issuance of a Non-RUP for the Submitted Building, the Applicant shall provide to the Environment and Development Review Branch of DPZ a letter from a LEED-accredited professional stating that: a LEED building maintenance reference manual (the "Manual") has been prepared for use by future building owner's and/or tenants; the Manual has been written by a LEED-accredited professional; copies of the Manual shall be provided to all future building occupants; and, the Manual, at a minimum, provides the following:
- i. A narrative description of LEED components, including a description of the environmental benefits of that component and information regarding the importance of maintenance and operation in retaining the attributes of the Submitted Building;
  - ii. Product manufacturer's manuals or other instructions, where applicable, regarding operations and maintenance needs for applicable LEED components, including operational practices that can enhance energy and water conservation;
  - iii. A maintenance staff notification process for improperly functioning equipment and/or a list of local service providers that offer regularly scheduled service and maintenance contracts to assure proper performance of LEED building-related equipment

and the Submitted Building, to include, where applicable, the HVAC system, water heating equipment, water conservation features, sealants, and caulks;

- iv. Contact information that the Submitted Building's occupants can use to obtain further guidance on each LEED component that is applicable to the Submitted Building. Submission of this letter, as described above, shall satisfy this proffer; and
- v. In addition to the letter specified above, and also within one (1) year of the issuance of a Non-RUP for the Submitted Building, the Applicant shall provide an electronic copy of the Manual in PDF format (or other electronic format as determined acceptable by the County) to the Environment and Development Review Branch of the DPZ. This electronic version of the manual shall be edited to exclude information pertaining to security systems or maintenance of systems in classified and secure areas.
- h. All references to the U.S. Green Building Council shall apply to similar certifying agencies presently in place, or that are created subsequent to approval of this rezoning application, provided that the alternative certifying agency is acceptable to Fairfax County and the Applicant.

## 8. PARKS AND RECREATION

- a. Pursuant to Paragraph 2 of Section 16-404 of the Zoning Ordinance regarding developed recreational facilities, the Applicant shall construct recreation facilities that will include an adult soccer field, youth baseball field, pavilion, playground, open play area, and associated parking on that property identified among the Fairfax County tax map records as 100-1 ((1)) pt. 9. The soccer field shall include an irrigation system.
- b. The Applicant shall provide a public access easement on the Application Property that will include access to the future recreation facilities located on the property identified among the Fairfax County tax map records as 100-1 ((1)) pt. 9.
- c. Once the construction and demolition debris landfill on property identified as Fairfax County tax map 100-1 ((1)) pt. 9 reaches the final fill volume of up to 8.95 million cubic yards, or when the Applicant ceases accepting construction and demolition debris, whichever occurs first, the Applicant shall diligently pursue capping of the landfill in accordance with the Closure Plan as approved by the Department of Environmental Quality ("DEQ"). The Applicant shall submit a site plan for the recreation facilities to DPWES no later than six (6) months from commencement of landfill capping. Construction of the recreational facilities shall

commence, weather permitting, within thirty (30) days after the Applicant receives written notification from DEQ that closure is satisfactory, or site plan approval, whichever is later, unless delayed through no fault of the Applicant. If delays are a result of weather, construction shall commence as soon as practical. Once construction has commenced, the work shall be completed within nine (9) months. Should commencement of construction be delayed, for reasons other than weather, documentation shall be provided to DPZ to demonstrate prompt submission of materials to DEQ and Fairfax County, and construction shall commence as soon as possible.

9. DESIGN AND OPERATION

- a. The Applicant shall provide streetscape improvements and plantings as generally shown on Sheets 4 and 6 of the CDP/FDP.
- b. The Applicant shall construct plazas, pedestrian trails, sidewalks and crosswalks as generally shown on Sheets 5 and 6 of the CDP/FDP. The plazas shall include decorative pavers and serve as focal point features to define the development.
- c. The Applicant shall use similar building materials for all uses on the Application Property, including the drive-in financial institutions, to create a unified design theme. All buildings shall be architecturally compatible.
- d. Prior to the issuance of a Non-RUP for either of the two one-story retail buildings as identified on the CDP/FDP, the Applicant, in coordination with the Heritage Resource Division, shall establish a seating area on the Application Property that includes sign(s) describing historical events in the area.
- e. Prior to the issuance of a Non-RUP for either of the two one-story retail buildings as identified on the CDP/FDP, the Applicant shall provide an outdoor seating area in proximity to the northwest corner of the grocery store.
- f. Prior to the issuance of any sign permits for the Application Property, the Applicant shall obtain approval of a Comprehensive Sign Plan.
- g. Prior to site plan approval of the structured parking garage shown on the CDP/FDP, the architectural plans for said garage shall be submitted to the Planning Commission for review for conformance with these proffers. As part of the site plan approval process, the building plans for the parking garage, including the proposed vertical circulation, stairs and elevators, shall be submitted to the Director of DPZ for review and approval.

- h. The two (2) buildings shown on the CDP/FDP as one-story bank pads shall not exceed twenty-five (25) feet in height, exclusive of any architectural features.
- i. The proposed grocery store shall be designed as follows:
  - i. The architecture and design of the proposed grocery store shall be generally in character with the photograph attached hereto. Building materials shall be of earthtone colors and shall be limited to face brick or architectural concrete block, architectural metal panels, architectural pre-cast concrete, stone, exterior insulation and finish system (E.I.F.S.) and reflective and non-reflective glass;
  - ii. The facade of the grocery store adjacent to Telegraph Road shall be in general conformance with the "Rear Elevation" exhibit attached hereto. The architectural elements of the Telegraph Road façade shall be compatible with the architectural elements used for the remaining three (3) sides of the grocery store. All rooftop mechanical equipment shall be screened. The building materials for the rear facade, exclusive of doors, shall be of the same earthtone colors used on the front façade. Doors shall be earthtone colors, but may be different colors than those used on the front and rear facades.
  - iii. The pavement elevation of the loading dock for the grocery store as shown on the CDP/FDP shall be four (4) feet below the finished floor elevation. There shall be no outdoor storage associated with the retail uses on the Application Property except for the proposed grocery store. The area in front of the grocery store may be used for the outdoor display of goods for sale. There shall be no outdoor storage between the rear façade of the grocery store and Telegraph Road, with the exception of parked vehicles and/or trailers; and
  - iv. Prior to site plan approval, final architectural drawings shall be submitted to the Lee District Supervisor and Planning Commissioner for review for compliance with these proffers.
- j. The possible one (1) to two (2) foot retaining wall facing Telegraph Road shall be constructed of materials that are compatible with the materials used for the grocery store.
- k. The freestanding office building shown on the CDP/FDP shall be constructed with fixed windows and without balconies adjacent to Telegraph Road.

- l. At least ninety (90) days prior to anticipated site plan approval of the freestanding parking garage, the Applicant shall provide a set of the architectural drawings to the Base Commander of Fort Belvoir by certified mail or hand delivery with a copy to the Lee District Supervisor's office, and request written comments related to security. If no response is received within thirty (30) days, a second request for written comments shall be provided by certified mail. Should the Applicant not receive a response within thirty (30) days of the date of the second letter, this proffer shall become null and void and the Applicant shall have no further obligation hereunder. The Applicant shall use best efforts to incorporate any suggestions associated with security received from the Base Commander of Fort Belvoir.
  - m. Notwithstanding that shown on the CDP/FDP, a four (4) foot high wall shall be installed in lieu of a portion of the hedge shown parallel to Beulah Street. The wall shall extend from View Lane south to the terminus of the head-in parking, which is approximately four hundred (400) feet in length. The wall shall be constructed of masonry materials that will be compatible with the building materials utilized on the Application Property.
  - n. All outdoor trash receptacles shall conform to the standards set forth in the Public Facilities Manual for placement throughout the development and screening of such receptacles. The Applicant shall provide at least one (1) trash receptacle in the vicinity of each plaza and seating area; shall provide for the removal of the trash at least one (1) time per week from each area; and shall regularly clean and clear the outdoor plaza and seating areas of trash.
  - o. The hours of operation for retail uses, other than the grocery store, eating establishments, and ATM machines, shall be no earlier than 5:00 a.m. and no later than 12:00 a.m. (midnight).
  - p. The Applicant shall provide a point of contact for the development to the Lee District Supervisor's office to ensure that concerns regarding appearance and operation, including hours of operation, are promptly addressed.
  - q. The operator of the grocery store shall regularly monitor its parking lot (at least twice a day) to collect grocery carts.
10. LIGHTING AND NOISE
  - a. To prevent lighting from adversely impacting adjacent properties, exterior building lighting shall be shielded in a manner that prevents light spillage. All exterior lighting fixtures shall be equipped with "cut-off" luminaries.

All lighting standards shall comply with Zoning Ordinance Article 14, Part 9, Outdoor Lighting Standards.

- b. Outdoor speakers that may be utilized by the drive-in financial institutions shall not be used between the hours of 9:00 p.m. and 7:00 a.m.

#### 11. TRANSPORTATION DEMAND MANAGEMENT STRATEGIES

- a. The Applicant shall implement the following transportation demand management (TDM) strategies to reduce peak hour vehicle trips from the Application Property during the AM and PM peak periods. Unless specified below, the TDM strategies shall be implemented prior to issuance of the first Non-RUP for the Application Property. Strategies shall include the following:
  - i. Metro maps, schedules and forms, ridesharing and other relevant transit option information shall be available to tenants and employees through either a common website or newsletter to be published at least twice a year;
  - ii. The Applicant shall provide at least ten (10) reserved parking spaces for the office building for carpools/vanpools prior to the issuance of the first Non-RUP for the office building;
  - iii. Transportation coordination duties shall be assigned to an office/retail property manager, who will implement the TDM strategies as follows:
    - 1. Coordinate with FCDOT or any agency designated by FCDOT to promote opportunities to enhance participation in TDM programs;
    - 2. Encourage and coordinate the formation of carpools and vanpools by promoting participation in established ride-matching programs; and
    - 3. Encourage and coordinate participation in established regional guaranteed ride home programs.
  - iv. Secure, weather protected bicycle storage shall be provided in a location convenient to tenants, employees and visitors. The Applicant shall designate the locations as part of the first site plan and phase construction with the adjoining development plans.
- b. The Applicant shall establish a goal of reducing vehicular peak hour trips by 10% (the "TDM Goal"), derived from trip generation rates and/or

equations applicable to the 96,000 gross square foot freestanding office building as set forth in the Institute of Transportation Engineers, Trip Generation Manual, 7<sup>th</sup> Edition Land Use, Code 710 (General Office). The Applicant shall utilize the strategies described herein to meet the TDM Goal. Further, the Applicant shall evaluate the TDM Goal as follows:

- i. Twelve (12) months following issuance of the first Non-RUP for the freestanding office building, the effectiveness of the TDM program shall be evaluated using surveys and/or traffic counts prepared by the transportation coordinator in cooperation with FCDOT. The transportation coordinator shall submit an Annual Report to FCDOT based upon said surveys and/or traffic counts, in order to facilitate a determination by FCDOT that the TDM Goal has, or has not, been achieved. The Applicant shall conduct such surveys and/or traffic counts annually until it is demonstrated through two (2) consecutive surveys and/or annual traffic counts that the TDM Goal has been achieved, at which time, no additional surveys and/or traffic counts shall be required; and
  - ii. In the event that the TDM Goal has not been achieved pursuant to the aforesaid two consecutive surveys and/or traffic counts, then the Applicant shall meet with FCDOT to review the TDM Program for the purpose of identifying additional strategies and programs that may be implemented to assist in achieving the TDM Goal.
- c. The Applicant shall participate in the efforts to establish a regional bus circulator system (the "Circulator") as described in proffers associated with RZ 2007-LE-007 with the objective of the Circulator serving the Application Property. Subject to the approval of RZ 2007-LE-007, the Applicant shall contribute the sum of two thousand dollars (\$2,000.00) per year to Fairfax County commencing with the issuance of the first Non-RUP for the Application Property for a period of five (5) years. Upon the expiration of the five (5) year period, and subject to the Circulator servicing the Application Property, the Applicant shall negotiate with Fairfax County and FCDOT an annual pro-rata payment based on percentage of use by employees, tenants and patrons of the Application Property, but not to exceed five thousand dollars (\$5,000.00) per year.

## 12. SUCCESSOR AND ASSIGNS

These proffers shall bind and inure to the benefit of the Applicant and its successors or assigns.

13. COUNTERPARTS

These proffers may be executed in one or more counterparts, each of which when so executed and delivered shall be deemed an original document and all of which taken together shall constitute but one and the same instrument.

{A0162812.DOC / 1 Draft Proffers - 3-6-09 (clin) - FINAL 003062 000007}

[SIGNATURE BEGINS ON THE FOLLOWING PAGE]

APPLICANT/TITLE OWNER

HILLTOP SAND & GRAVEL COMPANY, INC.

A handwritten signature in cursive script, appearing to read 'C. S. Gailliot, Jr.', written in black ink. The signature is positioned above a horizontal line.

By: Clemens S. Gailliot, Jr.  
Its: President

[SIGNATURE ENDS]



REAR ELEVATION

STANDING SEAM METAL MECHANICAL  
EQUIPMENT SCREEN AS NECESSARY  
(COLOR TO MATCH WALL COLOR)

STANDING SEAM  
METAL ROOF

DECORATIVE MEDALLIONS  
AND DOWN LIGHTING

ROOF LINE



LOADING DOCKS  
4 FEET BELOW BUILDING FINISH  
FLOOR ELEVATION (TYP)

RAISED WALL TO BLOCK  
ROOFTOP UNIT VIEW  
(ADJUSTED TO SPECIFIC  
SITE/VIEW SHEDS)

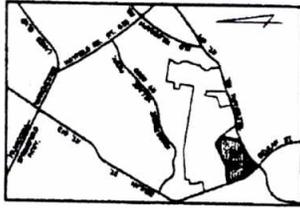
3 COLOR - BLOCK STAMPED  
CONCRETE TIP UP PANELS  
(MATCHING COLORS OF THE  
REMAINDER OF BUILDING)

\*LANDSCAPE AND HARDSCAPE  
SCREENING ALONG  
TELEGRAPH ROAD

# HILLTOP VILLAGE CENTER

Lee & Mount Vernon Districts Fairfax County, Virginia

## CONCEPTUAL DEVELOPMENT PLAN / FINAL DEVELOPMENT PLAN RZ 2008-MD-003



VICINITY MAP  
SCALE: 1" = 1,000'

Applicant:  
Hilltop Sand and Gravel Company, Inc.  
7950 Telegraph Road  
Alexandria, VA 22315

### Sheet Index

1. COVER SHEET
2. CONCEPTUAL DEVELOPMENT PLAN / FINAL DEVELOPMENT PLAN
3. SITE PLAN
4. LOTTER AND TABULATION
5. LANDSCAPE PLAN
6. PEDESTRIAN CIRCULATION & PERSPECTIVES
7. STORMWATER MANAGEMENT - UTILITY MANIFESTO
8. STORMWATER MANAGEMENT - MANIFESTO
9. STORMWATER MANAGEMENT
10. PROPOSED DEVELOPMENT

RZ 2008-MD-003  
Hilltop Village Center  
Conceptual Development Plan /  
Final Development Plan

Dewberry

Dewberry LLC  
1000 North 17th Street  
Alexandria, VA 22304  
703.836.7000



Revision 01.16.09  
Revision 12.02.08  
Revision 10.17.08  
February 12, 2008

M-10686



Dewberry & Davis, LLC  
 10000 Old Branch Road  
 Suite 200  
 Columbia, SC 29912  
 Phone: 803.733.1000  
 Fax: 803.733.1001  
 www.dewberry.com

HILLTOP VILLAGE CENTER  
 CONCEPTUAL DEVELOPMENT PLAN /  
 FINAL DEVELOPMENT PLAN  
 HANCOCK COUNTY, GEORGIA



NO.	DATE	DESCRIPTION
1	10/15/08	PRELIMINARY
2	11/10/08	REVISED
3	12/15/08	REVISED
4	01/15/09	REVISED
5	02/15/09	REVISED
6	03/15/09	REVISED
7	04/15/09	REVISED
8	05/15/09	REVISED
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317	02/15/35	REVISED
318	03/15/35	REVISED
319	04/15/35	REV





Dewberry & Davis, LLC  
 1000 North Main Street  
 Suite 200  
 Alexandria, VA 22304  
 Tel: 703.839.8800  
 Fax: 703.839.8801  
 www.dewberry.com

**HILLTOP VILLAGE CENTER**  
 CONCEPTUAL DEVELOPMENT PLAN /  
 FINAL DEVELOPMENT PLAN  
 LEE AND KENNETH JAMES COMPANY  
 HENRICO COUNTY, VIRGINIA



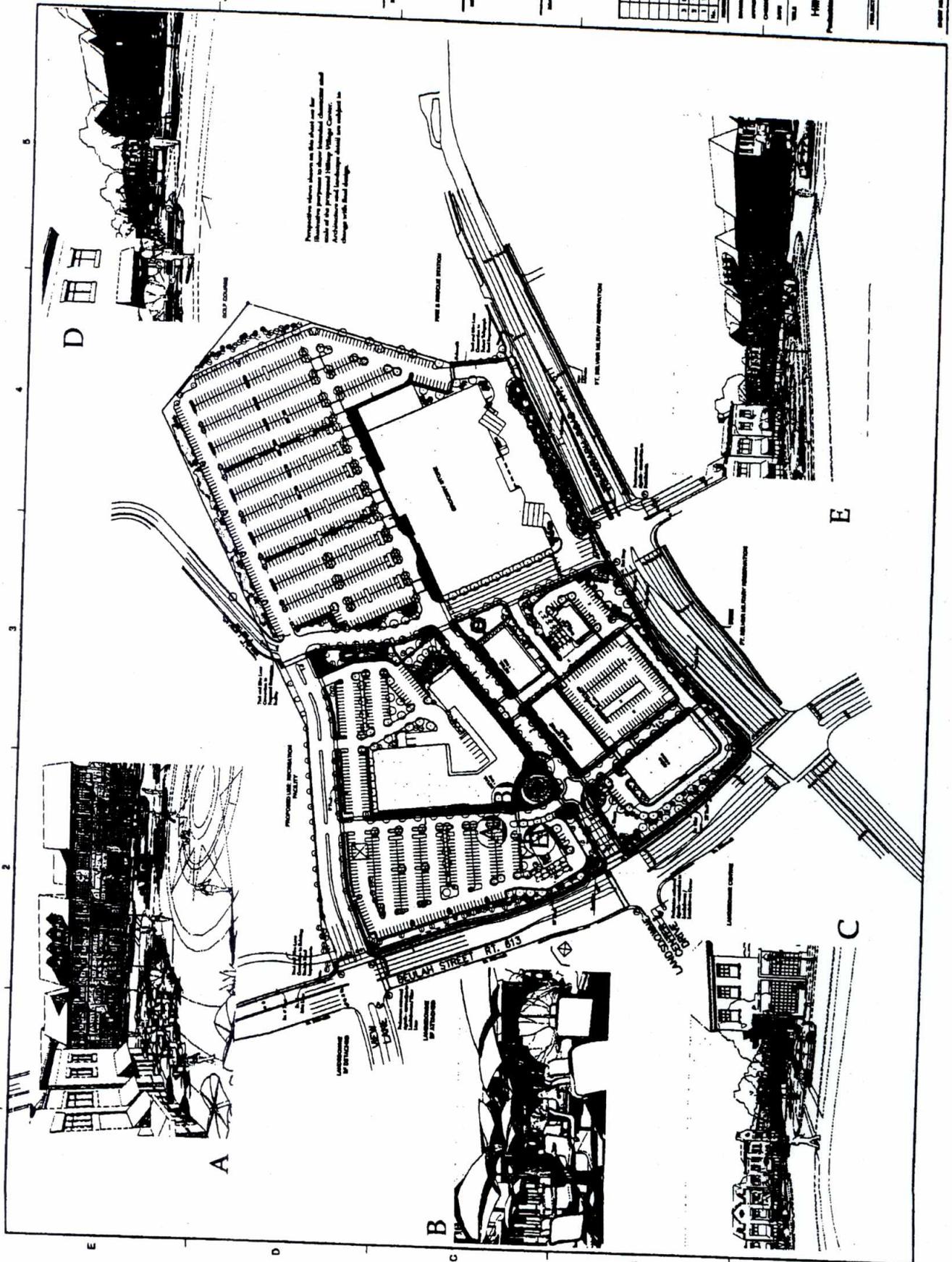
Scale: 1" = 100'  
 Date: 11/11/07

No.	Date	By	Description
1	11/11/07	JK	Final Development Plan
2	11/11/07	JK	Final Development Plan
3	11/11/07	JK	Final Development Plan
4	11/11/07	JK	Final Development Plan
5	11/11/07	JK	Final Development Plan

Name: JK  
 Title: Architect  
 Date: 11/11/07  
 Project: Hilltop Village Center  
 Location: Henrico County, VA

Hilltop Village Center  
 Preliminary Conditions & Proprietary Values  
 CDP / FDP

PROJECT NO. \_\_\_\_\_

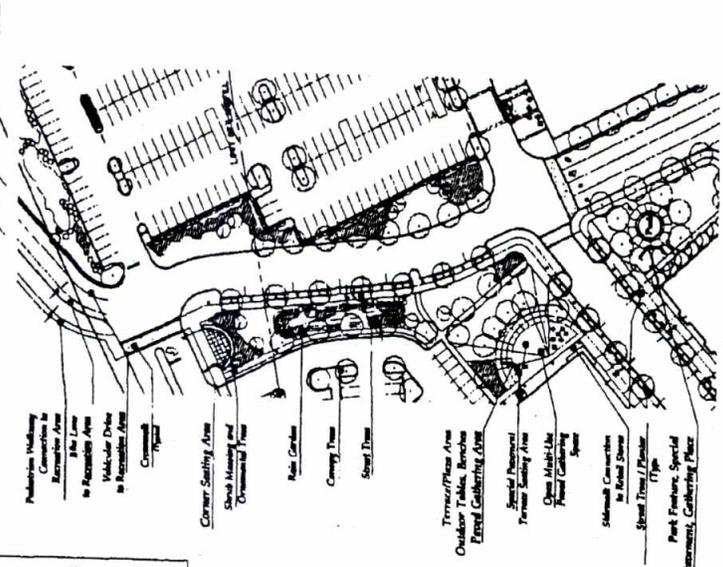




NO.	DATE	DESCRIPTION
1	1-16-09	CONCEPTUAL DEVELOPMENT PLAN
2	1-16-09	FINAL DEVELOPMENT PLAN

HILLTOP VILLAGE CENTER  
 CDP / FDP  
 Details

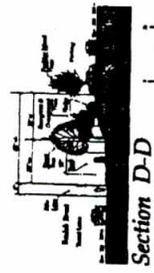
Detail B: Park, Terrace, Greenway to Recreation Entry



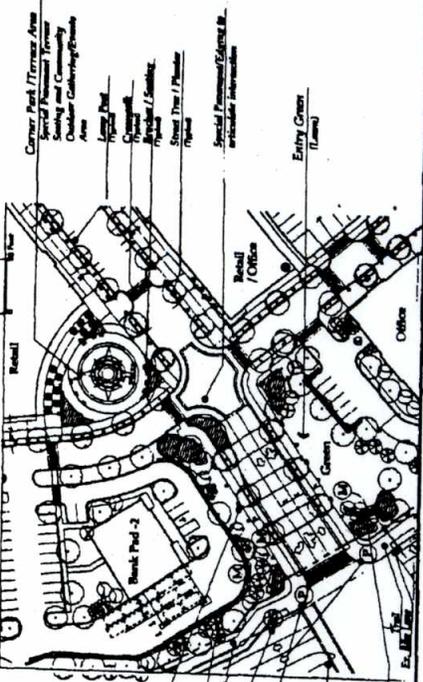
**LANDSCAPE LEGEND**

- CANOPY & STREET TREES
- EVERGREEN TREES
- ORNAMENTAL TREES
- SHRUB / GROUND COVER MASS
- HEDGE
- SMALL TREES
- SHRUBS
- GROUND COVER / PERENNIALS

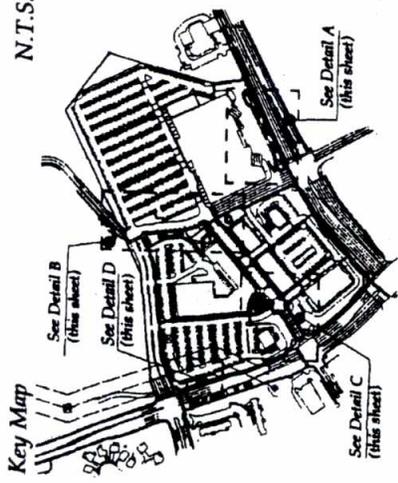
Detail D: Landscape Edge at Parking Beulah Street Frontage



Detail C: Corner Plaza Area

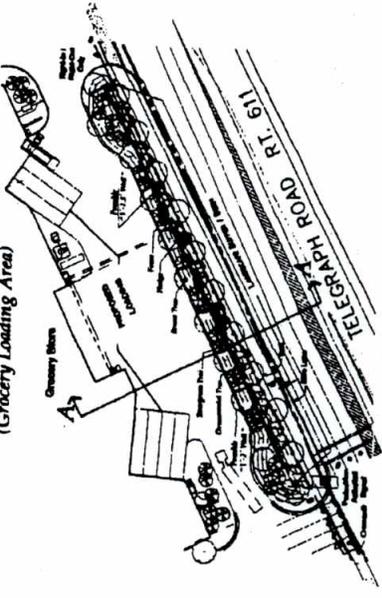


N.T.S.



**NOTE:**  
 Detail Plans reflect development/design intent. Specific placement, patterns, textures and placement of plant material, street furniture and structures elements subject to coordination with final engineering and architectural design.

Detail A: Berm at Telegraph Road (Grocery Loading Area)









Dewberry & Davis LLC  
 10000 Wilshire Blvd., Suite 1000  
 Los Angeles, CA 90024  
 Tel: 310.201.2000  
 Fax: 310.201.2001  
 www.dewberry.com

HILLTOP VILLAGE CENTER  
 FINAL DEVELOPMENT PLAN  
 10000 WILSHIRE AVENUE, SUITE 1000  
 LOS ANGELES, CALIFORNIA 90024



PROJECT: Hilltop Village Center  
 SHEET NO. 10 OF 11  
 DATE: November 13, 2008  
 DRAWN BY: [Name]  
 CHECKED BY: [Name]  
 APPROVED BY: [Name]  
 HILLTOP VILLAGE CENTER  
 Stormwater Management

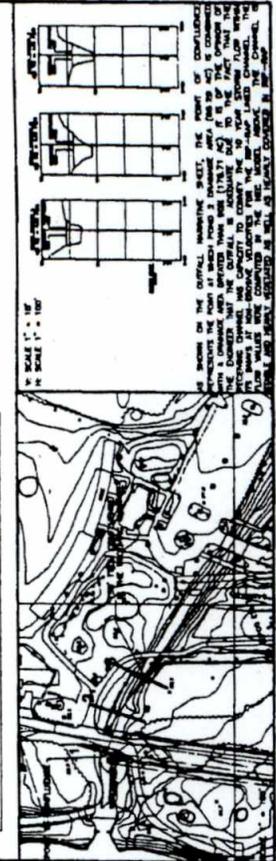
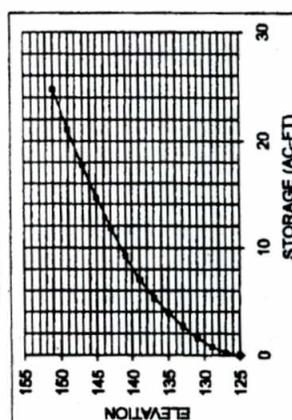
PEAK FLOW AND STAGE (IMP-ON-PAVED) SUMMARY FOR MULTIPLE FLOW-RATE HYDROLOGIC COMPARISONS  
 FLOW IN CUBIC FEET PER SECOND (CFS) IN BRACKETED RELEASE TIME TO PEAK IN HOURS

OPERATION	STATION	AREA	PLAN	MAYOR APPLIED TO PRECIPITATION				MMA	
				2-TIME	10-TIME	100-TIME	1000-TIME		
STORMWATER AT	BASELINE	.78	1	FLOW TIME	375	182	1001	2448	1072
				STAGE	12.17	12.17	12.17	12.17	12.17
NOTED TO	KELMVA	.16	1	FLOW TIME	300	157	971	2415	895
				STAGE	12.17	12.17	12.17	12.17	12.17
STORMWATER AT	BASELINE	.10	1	FLOW TIME	185	308	692	709	3189
				STAGE	12.17	12.17	12.17	12.17	12.17
NOTED TO	PRMNO	.10	1	FLOW TIME	105	105	651	651	1545
				STAGE	12.17	12.17	12.17	12.17	12.17
COMBINED AT	COMB1	.94	1	FLOW TIME	240	187	1273	2129	1370
				STAGE	12.17	12.17	12.17	12.17	12.17

STAGE	INITIAL FLOW	FINAL FLOW	DIFFERENCE	TOP OF DAM
1	110.0	110.0	0.0	110.0
2	110.0	110.0	0.0	110.0
3	110.0	110.0	0.0	110.0

STAGE VELOCITY STORAGE USING CONIC METHOD

STATION	AREA (ACRES)	VELOCITY (FEET/SECOND)	STORAGE (AC-FEET)
1	0.78	0.87	0.000
2	0.94	0.87	0.000
3	1.10	0.87	0.000
4	1.26	0.87	0.000
5	1.42	0.87	0.000
6	1.58	0.87	0.000
7	1.74	0.87	0.000
8	1.90	0.87	0.000
9	2.06	0.87	0.000
10	2.22	0.87	0.000
11	2.38	0.87	0.000
12	2.54	0.87	0.000
13	2.70	0.87	0.000
14	2.86	0.87	0.000
15	3.02	0.87	0.000
16	3.18	0.87	0.000
17	3.34	0.87	0.000
18	3.50	0.87	0.000
19	3.66	0.87	0.000
20	3.82	0.87	0.000
21	3.98	0.87	0.000
22	4.14	0.87	0.000
23	4.30	0.87	0.000
24	4.46	0.87	0.000
25	4.62	0.87	0.000
26	4.78	0.87	0.000
27	4.94	0.87	0.000
28	5.10	0.87	0.000
29	5.26	0.87	0.000
30	5.42	0.87	0.000
31	5.58	0.87	0.000
32	5.74	0.87	0.000
33	5.90	0.87	0.000
34	6.06	0.87	0.000
35	6.22	0.87	0.000
36	6.38	0.87	0.000
37	6.54	0.87	0.000
38	6.70	0.87	0.000
39	6.86	0.87	0.000
40	7.02	0.87	0.000
41	7.18	0.87	0.000
42	7.34	0.87	0.000
43	7.50	0.87	0.000
44	7.66	0.87	0.000
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46	7.98	0.87	0.000
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49	8.46	0.87	0.000
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55	9.42	0.87	0.000
56	9.58	0.87	0.000
57	9.74	0.87	0.000
58	9.90	0.87	0.000
59	10.06	0.87	0.000
60	10.22	0.87	0.000
61	10.38	0.87	0.000
62	10.54	0.87	0.000
63	10.70	0.87	0.000
64	10.86	0.87	0.000
65	11.02	0.87	0.000
66	11.18	0.87	0.000
67	11.34	0.87	0.000
68	11.50	0.87	0.000
69	11.66	0.87	0.000
70	11.82	0.87	0.000
71	11.98	0.87	0.000
72	12.14	0.87	0.000
73	12.30	0.87	0.000
74	12.46	0.87	0.000
75	12.62	0.87	0.000
76	12.78	0.87	0.000
77	12.94	0.87	0.000
78	13.10	0.87	0.000
79	13.26	0.87	0.000
80	13.42	0.87	0.000
81	13.58	0.87	0.000
82	13.74	0.87	0.000
83	13.90	0.87	0.000
84	14.06	0.87	0.000
85	14.22	0.87	0.000
86	14.38	0.87	0.000
87	14.54	0.87	0.000
88	14.70	0.87	0.000
89	14.86	0.87	0.000
90	15.02	0.87	0.000
91	15.18	0.87	0.000
92	15.34	0.87	0.000
93	15.50	0.87	0.000
94	15.66	0.87	0.000
95	15.82	0.87	0.000
96	15.98	0.87	0.000
97	16.14	0.87	0.000
98	16.30	0.87	0.000
99	16.46	0.87	0.000
100	16.62	0.87	0.000



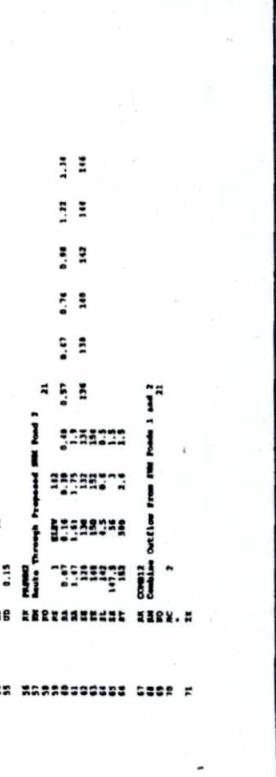
PEAK FLOW AND STAGE (IMP-ON-PAVED) SUMMARY FOR MULTIPLE FLOW-RATE HYDROLOGIC COMPARISONS  
 FLOW IN CUBIC FEET PER SECOND (CFS) IN BRACKETED RELEASE TIME TO PEAK IN HOURS

OPERATION	STATION	AREA	PLAN	2-TIME	10-TIME	100-TIME	1000-TIME	MMA
STORMWATER AT	BASELINE	.78	1	FLOW TIME	375	182	1001	2448
				STAGE	12.17	12.17	12.17	12.17
NOTED TO	KELMVA	.16	1	FLOW TIME	300	157	971	2415
				STAGE	12.17	12.17	12.17	12.17
STORMWATER AT	BASELINE	.10	1	FLOW TIME	185	308	692	709
				STAGE	12.17	12.17	12.17	12.17
NOTED TO	PRMNO	.10	1	FLOW TIME	105	105	651	651
				STAGE	12.17	12.17	12.17	12.17
COMBINED AT	COMB1	.94	1	FLOW TIME	240	187	1273	2129
				STAGE	12.17	12.17	12.17	12.17

STAGE	INITIAL FLOW	FINAL FLOW	DIFFERENCE	TOP OF DAM
1	110.0	110.0	0.0	110.0
2	110.0	110.0	0.0	110.0
3	110.0	110.0	0.0	110.0

STAGE VELOCITY STORAGE USING CONIC METHOD

STATION	AREA (ACRES)	VELOCITY (FEET/SECOND)	STORAGE (AC-FEET)
1	0.78	0.87	0.000
2	0.94	0.87	0.000
3	1.10	0.87	0.000
4	1.26	0.87	0.000
5	1.42	0.87	0.000
6	1.58	0.87	0.000
7	1.74	0.87	0.000
8	1.90	0.87	0.000
9	2.06	0.87	0.000
10	2.22	0.87	0.000
11	2.38	0.87	0.000
12	2.54	0.87	0.000
13	2.70	0.87	0.000
14	2.86	0.87	0.000
15	3.02	0.87	0.000
16	3.18	0.87	0.000
17	3.34	0.87	0.000
18	3.50	0.87	0.000
19	3.66	0.87	0.000
20	3.82	0.87	0.000
21	3.98	0.87	0.000
22	4.14	0.87	0.000
23	4.30	0.87	0.000
24	4.46	0.87	0.000
25	4.62	0.87	0.000
26	4.78	0.87	0.000
27	4.94	0.87	0.000
28	5.10	0.87	0.000
29	5.26	0.87	0.000
30	5.42	0.87	0.000
31	5.58	0.87	0.000
32	5.74	0.87	0.000
33	5.90	0.87	0.000
34	6.06	0.87	0.000
35	6.22	0.87	0.000
36	6.38	0.87	0.000
37	6.54	0.87	0.000
38	6.70	0.87	0.000
39	6.86	0.87	0.000
40	7.02	0.87	0.000
41	7.18	0.87	0.000
42	7.34	0.87	0.000
43	7.50	0.87	0.000
44	7.66	0.87	0.000
45	7.82	0.87	0.000
46	7.98	0.87	0.000
47	8.14	0.87	0.000
48	8.30	0.87	0.000
49	8.46	0.87	0.000
50	8.62	0.87	0.000
51	8.78	0.87	0.000
52	8.94	0.87	0.000
53	9.10	0.87	0.000
54	9.26	0.87	0.000
55	9.42	0.87	0.000
56	9.58	0.87	0.000
57	9.74	0.87	0.000
58	9.90	0.87	0.000
59	10.06	0.87	0.000
60	10.22	0.87	0.000
61	10.38	0.87	0.000
62	10.54	0.87	0.000
63	10.70	0.87	0.000
64	10.86	0.87	0.000
65	11.02	0.87	0.000
66	11.18	0.87	0.000
67	11.34	0.87	0.000
68	11.50	0.87	0.000
69	11.66	0.87	0.000
70	11.82	0.87	0.000
71	11.98	0.87	0.000
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97	16.14	0.87	0.000
98	16.30	0.87	0.000
99	16.46	0.87	0.000
100	16.62	0.87	0.000





# County of Fairfax, Virginia

## MEMORANDUM

DATE June 14, 2012

**TO:** Barbara Berlin, Director  
Zoning Evaluation Division, DPZ

**FROM:** Pamela G. Nee, Chief *PGN*  
Environment and Development Review Branch, DPZ

**SUBJECT:** **Land Use Analysis and Environmental Assessment:** PCA 2008-MD-003  
FDPA 2008-MD-003  
Hilltop Village Center

The memorandum, prepared by John Bell, includes citations from the Comprehensive Plan that provide guidance for the evaluation of the development plan as revised through March 13, 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 approximately 32-acre subject property is located on the west side of Telegraph Road at its intersection with Beulah Street. The applicant, WRI Hilltop Village, LLC, is proposing a number of modifications to the previously approved rezoning application. The applicant is proposing a 15,000 square foot addition to the mezzanine within Building D. This will result in an overall floor area ratio (FAR) of 0.266. The proposed FAR is below the 0.30 recommended by the Comprehensive Plan. The applicant has requested a modification to the proffers which would permit additional uses allowed under the PDC zoning. The applicant has also requested a modification of the 30-foot landscape buffer along Telegraph Road due to the presence of a 20-foot utility easement. No other changes are proposed at this time.

### LOCATION AND CHARACTER OF THE AREA

The subject property is located in the RH-4 Lehigh Community Planning Sector of the Rose Hill Planning District. The recently adopted Comprehensive Plan amendment for the site provides an option for retail and office uses up to .30 FAR subject to meeting conditions on site design, consolidation, recreational facilities, and transportation improvements. The majority of this land area has been in use as a debris landfill for over thirty years. The Fort Belvoir military installation is located to the east of the subject property. A portion of the Hilltop Golf course is located

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immediately north and west of the proposed development, while a commercial shopping center and a portion of the Landsdowne residential development lie immediately west and south of the subject property.

## **COMPREHENSIVE PLAN CITATIONS:**

### **Land Use**

In the Fairfax County Comprehensive Plan, Area IV, 2011 edition, Rose Hill Planning District, as amended through March 6, 2012, RH-4 Lehigh Community Planning Sector, page 69-71, the Plan states:

- “45. At such time as the Hilltop landfill ceases operation and is properly reclaimed, any alternative use of the site will require extensive review and significant engineering measures. The property is planned for private recreation; however, residential use at 2-3 dwelling units per acre may be considered on portions of the property if sufficient documentation can be provided to verify that the landfill site is suitable and safe for building. Consolidation with parcel 100-1((1)) 11A, which is planned for residential use at 3-4 du/ac, is encouraged. Restoration or re-use of any historic structures on the property should be explored. See recommendation 47 for an additional option.
46. Parcels 100-1((1)) 17, 19, 20, and 23A are planned for private recreation with an option for residential use at 2-3 dwelling units per acre. It is recommended that they be consolidated, with any private recreation development that takes place on the site of the Hilltop landfill. A commercial recreation facility may be appropriate on the southern part of parcel 23A with screening sufficient to minimize its off-site impacts. If parcels 19 & 20 are consolidated and develop independently of the recreational area, interparcel access to parcel 23A should be provided.
47. As an option to the guidance found in recommendations 45 and 46, retail and office use up to .30 FAR may be appropriate on a total site area of approximately 33 acres that includes approximately 29 acres of parcel 100-1((1))9pt, and parcels 100-1((1))11A, 11A1, 14, and 15, if all parcels are consolidated and the site design creates a cohesive and walkable environment. To achieve this goal, high-quality architecture should be sufficient open space should be interspersed with retail and office uses to provide usable provided. In addition, buildings should be oriented to streets and sidewalks, and public gathering areas. Also, the following conditions should be met:
  - Taller structures should be located at a sufficient distance from Telegraph Road to avoid conflict with Fort Belvoir security standards. Coordination on any development in the affected area should be made with the Fort Belvoir Director of Plans, Training, Mobilization, and Security. Building tapering, vegetative buffering and screening should be provided as needed on the periphery to create a transition to the surrounding areas. Lighting and sound from any development should be designed so that it is not intrusive to adjacent residential development.

- Any freestanding office building(s) is encouraged to meet at least U.S. Green Building Council's Leadership in Energy and Environmental Design (LEED) silver standards or other comparable programs with third party certification. Retail users are encouraged to meet applicable U.S. Green Building Council's LEED standards, or other comparable programs, in design and construction to promote sustainable development. The impervious nature of hard surfaces should be offset through approaches such as providing vegetated planting strips in surface parking lots;
- A grocery store use is appropriate on the eastern portion of the property. An outdoor café or seating area is desirable as a technique to help integrate this use with the other retail uses proposed on the remainder of the site;
- Multi-story office buildings should include ground-floor retail use and other services where possible;
- Internal roadways, trails, sidewalks and street crossings should connect buildings and open spaces, and link the site to adjoining communities, Fort Belvoir and the Lansdowne Shopping Center. Streetscape treatments should include trees, landscaping, sidewalks, bicycle facilities, street furniture, and various paving textures, to the extent possible;
- If the existing ball field located at the corner of Beulah Street and Telegraph Road is removed as a result of the proposed development, new recreational facilities such as fields, tot lots and pavilions should be provided at some other location on the Hilltop Sand and Gravel property, or a commitment made to make improvements to nearby park/recreation facilities;
- Occupancy is phased to transportation improvements so that an Approach Level of Service D is maintained at relevant intersections. If such improvements are not possible, intensity should be reduced accordingly;
- The portion of Telegraph Road adjacent to the proposed development should be considered for additional right-of-way to accommodate turn lanes. A turning movement analysis should be conducted to ensure that queues do not spill back into the through lanes of Telegraph Road; and
- Bus transit stops and accompanying shelters should be provided along Telegraph Road and Beulah Street.”

**COMPREHENSIVE PLAN MAP:** Private recreation and residential use at 3-4 dwelling units per acre

## **LAND USE ANALYSIS**

The subject property was previously approved for development with retail and office uses at an FAR up to 0.25 in accordance with the Comprehensive Plan recommendation which would permit an FAR of up to 0.30. The proposed addition of 15,000 square feet to the mezzanine of Building D does not impact the proposed footprint of this building or overall site layout. The resulting FAR would increase from 0.25 to 0.266. The applicant is also seeking to amend previous limitations on the permitted uses to include additional uses permitted in the PDC zoning district. Finally, the applicant is seeking to modify the 30-foot landscape buffer along a portion of Telegraph Road. This modification is requested due to the presence of a 20-foot Virginia Power easement in this area which severely limits the ability of the applicant to plant this area. The proposed development at .266 FAR is below the maximum .30 FAR recommended by the Comprehensive Plan. None of the proposed additional uses raises any significant concerns for staff in terms of compatibility, intensity or traffic generation. The proposed modification to the landscape buffer along a portion of Telegraph Road is seen as reasonable given the limitation imposed by the utility easement in this area. Staff concludes that the proposal is in general conformance with the land use recommendations of the Comprehensive Plan.

## **ENVIRONMENTAL ANALYSIS**

No significant environmental concerns were raised with this application.

PGN: JRB



# County of Fairfax, Virginia

## MEMORANDUM

DATE: May 31, 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 2008-MD-003)

**SUBJECT:** Transportation Impact

**REFERENCE:** PCA/FDPA 2008-MD-003; WRI Hilltop Village, LLC  
Traffic Zone: 1571  
Land Identification Map: 100-1 ((01)) 9A, 11A, 14, 15

Transmitted herewith are comments from the Department of Transportation with respect to the referenced application. These comments are based on the revised development plan dated March 13, 2012 and proposed proffers dated May 10, 2012.

The applicant proposes to add approximately 15,000 square feet to building D on the FDPA to the approved mixed use center.

This department has reviewed the subject application and offers the following comments:

- The applicant should carry forward previously approved proffers.
- Omit proffer extensions, "...subject to the receipt of all necessary letters of permission ..." and provide one proffer stating, "Upon demonstration by the Applicant that, despite diligent efforts by the Applicant, provision of an improvement has been unreasonably delayed by others or circumstances beyond the control of the Applicant, the Zoning Administer may agree to a later date for the completion of each improvement.

KR/AK W:pca/fdpa2008md003HilltopVillage  
CC: Michelle Brickner, Director, Design Review, DPW & ES

Fairfax County Department of Transportation

4050 Legato Road, Suite 400 Fairfax, Virginia,  
22033-2895

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# County of Fairfax, Virginia

## MEMORANDUM

June 14, 2012

**TO:** Bill Mayland, Planner  
Zoning Evaluation Division, DPZ

**FROM:** Jessica Strother, Urban Forester II  
Forest Conservation Section, UFMD

**SUBJECT:** Hilltop Village LLC, PCA 2008-MD-003

**RE:** Recommendations for Draft Proffers and CDPA/FDPA

This review is based on the CDPA/FDPA stamped as received by the Department of planning and Zoning on June 6, 2012 and draft proffers dated June 6, 2012. Earlier discussions with you entailed issues pertaining to screening along Telegraph Road.

**REQUEST:** Information is needed as to exactly what is being amended.

### Development Plan

1. **Comment:** A review of sheets 3 and 7 of the development plan indicate that the plant screening material along Telegraph Road and adjacent to the grocery store and loading docks will be under an overhead Dominion Power utility. The extent of the width of this utility has not been shown and therefore it is difficult to assess how screening landscaping is to be dealt with.

**Recommendation:** The development plan, both sheets, should show the width of the easement and within that easement only shrubs and Category I trees....mostly evergreen. Outside of that easement, Category II and III trees that have an upright characteristic should be shown and proffered to. Revise the development plan to address all these issues.

2. **Comment:** The parking islands to the sides of the proposed loading docks contain evergreen trees. It appears there is room for one Category IV deciduous tree in each island to provide shade.

**Recommendation:** Revise the development plan to provide these trees.

3. **Comment:** Sheet 5 of the development plan indicates preliminary calculations. There is currently an approved site plan that addressed all the required landscaping and tree canopy calculations. A clarification is needed as to what and why the preliminary calculations are provided, and what specifically is being revised.

**Recommendation:** Provide this information.



**Draft Proffers**

4. **Comment:** Once comment 1 has been addressed, it is recommended that draft proffer # 6f be revised to address design of the landscaping along Telegraph Road.

**Recommendation:** The Applicant should coordinate and revise the draft proffer.



**6-200 PDC PLANNED DEVELOPMENT COMMERCIAL DISTRICT**

**6-201 Purpose and Intent**

The PDC District is established to encourage the innovative and creative design of commercial development. The district regulations are designed to accommodate preferred high density land uses which could produce detrimental effects on neighboring properties if not strictly controlled as to location and design; to insure high standards in the lay-out, design and construction of commercial developments; and otherwise to implement the stated purpose and intent of this Ordinance.

To these ends, rezoning to and development under this district will be permitted only in accordance with a development plan prepared and approved in accordance with the provisions of Article 16.

**6-206 Use Limitations**

5. Secondary uses shall be permitted only in a PDC District which contains one or more principal uses. Unless modified by the Board in conjunction with the approval of a conceptual development plan in order for further implementation of the adopted comprehensive plan, the gross floor area devoted to dwellings as a secondary use shall not exceed fifty (50) percent of the gross floor area of all principal uses in the development, except that the floor area for affordable and market rate dwelling units which comprise the increased density pursuant to Part 8 of Article 2 shall be excluded from this limitation. The gross floor area of all other secondary uses shall not exceed twenty-five (25) percent of the gross floor area of all principal uses in the development.

The floor area for dwellings shall be determined in accordance with the gross floor area definition except the following features shall not be deemed gross floor area: balconies, porches, decks, breezeways, stoops and stairs which may be roofed but which have at least one open side; or breezeways which may be roofed but which have two (2) open ends. An open side or open end shall have no more than fifty (50) percent of the total area between the side(s), roof and floor enclosed with railings, walls, or architectural features.

## **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 plats. 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 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.

**16-400 PROCEDURES FOR REVIEW AND APPROVAL OF ALL P DISTRICTS EXCEPT THE PRC DISTRICT**

**16-401 Conceptual Development Plan Approval**

8. In approving a conceptual development plan, the Board may authorize a variance in the strict application of specific zoning district regulations whenever:
  - A. Such strict application would inhibit or frustrate the purpose and intent for establishing such a zoning district; and
  - B. Such variance would promote and comply with the standards set forth in Part 1 above.

In no case, however, shall the maximum density provisions under the PDH District and the maximum floor area ratio provisions under the PDC, PRM and PTC Districts be varied or modified.

## **7-300 NATURAL RESOURCE OVERLAY DISTRICT**

### **7-301 Purpose and Intent**

Natural Resource Overlay Districts are created in recognition of the natural resources which do exist in Fairfax County; and in recognition that the sand and gravel industries and the related processing of these materials into concrete, asphalt and other products have been a basic construction support industry for many years, providing a broad range of employment opportunities and contributing to the County's tax base; but recognizing that natural resource extraction operations constitute a significant potential impact on the pattern of development in areas nearby.

These districts shall be in addition to and shall overlay all other zoning districts where they are applied so that any parcel of land lying in a Natural Resource Overlay District shall also lie in one or more of the other zoning districts provided for by this Ordinance.

It is further the intent of these regulations to require a special permit for the extraction of natural resources in a Natural Resource Overlay District.

**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		