County of Fairfax, Virginia

2012
Planning Commission

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December 7, 2012

Frank A. McDermott, Esquire
Hunton & Williams
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102

RE: FDPA 82-P-069-09-09 – The Shops at Fair Lakes L.P.
Springfield District

Dear Mr. McDermott:

The purpose of this letter is to formally advise you, as the agent for the applicant on the above referenced case, that on Wednesday, December 5, 2012, the Planning Commission voted 11-1 (Commissioner Lawrence opposed) to approve FDPA 82-P-069-09-09, subject to the development conditions dated December 4, 2012, as attached.

Enclosed also for your records is a copy of the verbatim of the Commission's action on this matter. If you need additional information, please let me know.

Sincerely,

Barbara J. Lippa

Barbara J. Lippa
Executive Director

Attachments (a/s)

cc: Pat Herrity, Supervisor, Springfield District
Peter F. Murphy, Jr., Commissioner, Springfield District
William O'Donnell, Staff Coordinator, ZED, DPZ
December 5, 2012 date file
O-8c file

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FINAL DEVELOPMENT
PLAN AMENDMENT CONDITIONS

FDPA 82-P-069-09-09

December 4, 2012

If it is the intent of the Planning Commission to approve FDPA 82-P-069-09-09 to permit the addition of a drive-through pharmacy, and modifications to the service station/quick-service food store, and continuing the previously approved uses that include a shopping center, an interim drive-in financial institution and a hotel with support retail located at Tax Map 55-2 ((5)) A1, B, C and D2 pt., staff recommends that the Planning Commission condition the approval by requiring conformance with the following development conditions, which supersede all previous conditions for the subject property. An asterisk denotes conditions carried forward from previously approved FDPAs.

1. Development of the property shall be in substantial conformance with the Final Development Plan Amendment entitled "Fair Lakes Land Bay VII-B FDPA" prepared by Kimley-Horn and Associates, Inc. consisting of eight sheets dated July 16, 2012, as revised through November 28, 2012.

2. LID measures shall be incorporated into the final site design associated with the hotel use, including surface parking areas, as determined feasible by the Applicant and DPWES at the time of site plan review.*

3. The area depicted as "existing vegetation to be preserved" in the southwestern portion of the Property at the intersection of Fair Lakes Circle and Shoppes Lane will be placed in a conservation easement to be recorded among the County land records and shall remain as permanently undisturbed vegetation except for (1) the removal of dead, dying and/or diseased vegetation as approved by UFM; (2) maintenance of existing stormwater detention facilities, utilities and/or retaining wall; and/or (3) other disturbances to the extent approved by DPWES. Any vegetation removed within these areas shall be replaced with native plant species as approved by Urban Forest Management.*

4. The use of cellar space within the hotel and support retail development shall be limited to the principle uses indicated on the FDPA and accessory uses as defined by Article 10 of the Zoning Ordinance. Any use of cellar space shall be parked as required in Article 11 of the Zoning Ordinance.*

5. Signage shall be in accordance with the Fair Lakes Comprehensive Sign Plan, as may be amended and/or in accordance with a comprehensive sign plan governing the Property, and shall be compatible with other Property signage.*

6. Landscaping shall be provided in substantial conformance with Sheet 3 of the FDPA. The landscaping materials shall be consistent with the existing trees and shrubs within the Shops at Fair Lakes. Deciduous trees shall be a minimum of three (3) inches in caliper and evergreen trees shall have a minimum height of 7-8 feet at the time of planting.* Prior to the issuance of the initial Non-RUP for the pharmacy, the Applicant shall provide supplemental landscaping along Fair Lakes Parkway on the adjacent fast food restaurant (Parcel D1) buffer in substantial conformance with the landscaping shown on Exhibit A entitled, "McDonald's Buffer Enhancements," dated December 3, 2012 and prepared by Kimley-Horn and Associates, Inc.

7. The following uses shall be permitted within the existing shopping center located on Parcel A1: retail sales establishments, eating establishments, financial institutions, personal service establishments, business service and supply service establishments, garment cleaning establishments, health clubs, private clubs and public benefit associations, public uses, veterinary hospitals, and similar uses. Fast food restaurants, offices, and quick service food stores will also be permitted subject to the use limitations of Sect. 4-605.*

8. All dumpsters shall be fully screened from view through the use of solid, opaque enclosures.*

9. A cumulative parking tabulation for the Property shall be submitted to the director of DPWES in conjunction with each new site plan.*

10. All lighting, including parking lot lighting, security lighting, signage lighting and pedestrian or other incidental lighting shall be in conformance with Part 9 of Article 14 of the Zoning Ordinance.

11. A maximum of two drive-through lanes shall be allowed to serve the pharmacy use. The drive-through lanes shall be used only for the drop-off and pick-up of prescriptions and pharmaceuticals and signage shall be provided to identify the function of each drive-through lane. No general retail sales shall be permitted from the drive-through.

12. The existing five foot sidewalk along the south side of Shoppes Lane shall be extended to the eastern property line at Headquarters Drive. In addition, a five foot wide sidewalk shall be provided along the north side of Shoppes Lane to the first entrance to the proposed pharmacy and service station/quick-service food store as shown on the FDPA. Both sidewalk improvements shall be constructed prior to the issuance of the Non-RUP for the drive-through pharmacy.

13. Painted stop bars, pedestrian crosswalk, and related directional signage for traffic entering, circulating and exiting the pharmacy site shall be provided on site as shown on the FDPA. Additional painted directional arrows and striping will also be provided in order to improve circulation between the pharmacy and service station as shown on Exhibit B entitled, "Fair Lakes Shoppes Proposed

Circulation Improvements," dated December 3, 2012 and prepared by Kimley-Horn and Associates, Inc.

14. Prior to the issuance of the initial Non-RUP for the pharmacy, the Applicant shall enhance the painted crosswalks at the intersection of Fair Lakes Circle and Shoppes Lane with additional striping, if required by VDOT at time of site plan.

15. One bus shelter, with no requirement for a turnoff lane or additional road improvements, shall be provided along either the north or south side of Fair Lakes Circle. The final location shall be determined by the Applicant in cooperation with the Director of DPWES and FCDOT Transit Services at time of building permit issuance for the hotel building or pharmacy, whichever occurs first, only (i) if a bus shelter has not been constructed by that time by others, and (ii) if it is determined that scheduled public or private bus service shall be available to utilize said shelter.

16. Building materials and colors for the pharmacy and service station/quick-service food store shall be compatible with the existing retail, known as the Shops at Fair Lakes. Building materials shall consist of masonry, brick, stone, pre-cast concrete, ground and/or split face CMU. In addition to the preceding materials, EIFS that is visually compatible with the masonry materials may be utilized.

17. Prior to approval of the site plan for the pharmacy (the "Building"), the Applicant will post a "green building escrow," in the form of cash or a letter of credit from a financial institution acceptable to DPWES as defined in the Public Facilities Manual, in the amount of $80,000. This escrow will be in addition to and separate from other bond requirements and will be released upon demonstration of attainment of certification, by the U.S. Green Building Council, under the most current version of the U.S. Green Building Council's (USGBC) Leadership in Energy and Environmental Design—New Construction (LEED®-NC) rating system or other LEED rating system determined, by the U.S. Green Building Council, to be applicable to the Building. The provision to the Environment and Development Review Branch of DPZ of documentation from the U.S. Green Building Council that the Building has attained LEED certification will be sufficient to satisfy this commitment. If the Applicant fails to provide documentation to the Environment and Development Review Branch of DPZ demonstrating attainment of LEED certification within two years of issuance of the final non-RUP for the Building, after sufficient written notice to the Applicant, the escrow will be released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives.

    If the Applicant provides to the Environment and Development Review Branch of DPZ, within two years of issuance of the final non-RUP for the building, documentation demonstrating that LEED Certified status for the Building has not been attained but that the Building has been determined by the U.S. Green Building Council to fall within three points of attainment of LEED Certified status, 50% of the escrow will be released to the Applicant; the other 50% will be

released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives.

If the Applicant fails to provide, within two years of issuance of the final non-RUP for the Building, documentation to the Environment and Development Review Branch of DPZ demonstrating attainment of LEED Certified status or demonstrating that the Building has fallen short of certification by three points or less, after sufficient written notice to the Applicant, the entirety of the escrow for that Building will be released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives.

If the Applicant provides documentation from the USGBC demonstrating, to the satisfaction of the Environment and Development Review Branch of DPZ, that USGBC completion of the review of the LEED Certified application has been delayed through no fault of the Applicant, the Applicant's contractors or subcontractors, the time frame may be extended as determined appropriate by the Zoning Administrator, and no release of escrowed funds shall be made to the Applicant or to the County during the extension.

The Applicant will include, as part of the site plan submission for the Building, a statement certifying that a LEED®-accredited professional who is also a professional engineer or licensed architect is a member of the design team, and that the LEED-accredited professional is working with the team to incorporate sustainable design elements and innovative technologies into the Building with a goal of having the Building attain LEED Certified status.

The Applicant will include, as part of the site plan submission and building plan submission for the Building, a list of specific LEED credits that the Applicant intends to pursue.

Prior to approval of non-RUPs, the Applicant will provide to the Environment and Development Review Branch of DPZ, a letter from a LEED®-accredited professional certifying that a green building maintenance reference manual has been prepared for use by Building occupants, that this manual has been written by a LEED-accredited professional. Copies of this manual will be provided to the owner and initial occupant of the Building, and that this manual, at a minimum:

- provides a narrative description of each green building component, including a description of the environmental benefits of that component and including information regarding the importance of maintenance and operation in retaining the attributes of a green building;
- provides, where applicable, product manufacturer's manuals or other instructions regarding operation and maintenance needs for each green building component, including operational practices that can enhance energy and water conservation;
- provides, as applicable, either or both of the following: (1) a maintenance staff notification process for improperly functioning equipment; or (2) a list of local service providers that offer regularly scheduled service and maintenance

contracts to assure proper performance of green building-related equipment and the structure, to include, where applicable, the HVAC system, water heating equipment, water conservation features, sealants, and caulks; and

- provides contact information that building occupants can use to obtain further guidance on each green building component.

Prior to approval of non-RUP for the Building, the Applicant will provide an electronic copy of the manual in pdf format to the Environment and Development Review Branch of the Department of Planning and Zoning.

Prior to site plan/subdivision plan approval for the Building, the Applicant will designate the Chief of the Environment and Development Review Branch of the Department of Planning and Zoning as a team member in the USGBC's LEED Online system. This team member will have privileges to review the project status and monitor the progress of all documents submitted by the project team, but will not be assigned responsibility for any LEED credits and will not be provided with the authority to modify any documentation or paperwork.

18. Tree Preservation

Tree Conservation Plan and Narrative: The landscape plan submitted as part of the site plan for the Building shall substantially conform to the FDPA, as determined by Urban Forest Management Division (UFM), of Fairfax County Department of Public Works and Environmental Services ("DPWES"). Minor modifications may be permitted by UFM to the extent that these do not change the designations of individual trees, or result in significant physical impacts to the areas designated to be left undisturbed.

At the time of site plan submission for the Building, the Applicant shall submit a tree survey, for review and approval by the Urban Forest Management Division, that identifies the trunk location, species, size, crown spread and condition analysis rating for all individual and groups of living trees shown on the FDPA to be preserved in conjunction with the development of the Building, as well as the tree preservation area located south of Shoppes Lane, with trunks 12 inches in diameter and greater (measured at 4 ½ -feet from the base of the trunk or as otherwise allowed in the 9th edition of the Guide for Plant Appraisal published by the International Society of Arboriculture). The survey shall include trees located within 25 feet and outside of the approved limits of clearing and grading and trees within the area to be disturbed and 10 feet of the limits of clearing and grading. The Applicant shall also submit concurrently a monetary value for each tree surveyed that is to be preserved. The monetary values shall be determined using the Trunk Formula Method contained in the 9th edition of the Guide for Plant Appraisal published by the International Society of Arboriculture, and as further defined under the *Determining Monetary Values of Trees, Tree Bond and Tree Preservation Deposit* section below.

Trees to be Preserved: The Applicant shall take necessary steps and actions to ensure the long-term survival, and continuing structural integrity and health of trees

designated on the Tree Conservation Plan to be preserved. If any of these trees is found to be dead, dying, diseased, or hazardous (as determined by UFM, at or prior to, the final release of the project bond) and that such was the result of Applicant's unauthorized construction activities, the Applicant shall provide for restoration and remuneration by:

1. providing for the removal of the above ground portions of trees
2. restoring understory plants and/or soil conditions damaged during tree removal activities (as determined by UFM)
3. restoring the associated loss in canopy coverage in accordance with the tree cover guidance found in the Public Facilities
4. paying a sum equal to the monetary value of that tree or trees identified in the approved Tree Preservation Plan into the Springfield District's Tree Preservation and Planting Fund for use by the County within the Springfield Magisterial District on or off the subject property as determined by UFM after consultation with the District Supervisor.

   The limits of clearing and grading shown on the FPDA shall be strictly adhered to. The site plan shall clearly identify these areas as shown on the FDPA.

Tree Value Determination: The Applicant shall contract a Certified Arborist to determine the monetary value of each tree (herein, the "Tree Value") 12 inches in diameter and larger shown to be preserved on the Tree Conservation Plan. Tree Value shall be determined using the Trunk Formula Method contained in the 9th Edition of the Guide for Plant Appraisal, published by the International Society of Arboriculture, and shall be subject to approval by the Urban Forest Management Division, DPWES (UFMD) with review and approval of the subdivision plan. The Location Factor of the Trunk Formula Method shall be based on projected post-development Contribution and Placements ratings. The Site rating component shall be equal to at least 80%.

The combined total of monetary values identified in the approved Tree Conservation Plan for trees designated to be preserved shall serve as a baseline sum in determining the amount of the Tree Bond, as discussed below:

Tree Bond: At the time of site plan approval for the Building, the Applicant shall post a cash bond or a letter of credit (herein, the "Tree Bond") payable to the County of Fairfax to ensure preservation and/or replacement of the trees for which a Tree Value has been determined as described above (herein, the "bonded trees"). The Tree Bond shall be held by the County as a cash reserve that can be used by the County to ensure the preservation, replacement, removal and/or treatment of the trees identified to be preserved in the Tree Conservation Plan and as approved on the site plan for the pharmacy, and for work relating to the protection and management of undisturbed areas identified on the approved FDPA. The Tree Bond shall be equal to 50% of the replacement value of the bonded trees.

At any time prior to final bond release, should any bonded trees die, be removed, or

severely decline as determined by UFMD due to unauthorized construction activities, the Applicant shall replace such trees at its expense. The replacement trees shall be of equal size, species and/or canopy cover as approved by UFMD. As an alternative to this replacement obligation, the Applicant may make a payment equal to the value of any bonded tree that is dead or dying or improperly removed due to unauthorized construction activity. This payment shall be equal to the Tree Value determined during review and approval of the site plan for the Building and paid to a fund established by the County for the furtherance of tree conservation objectives. At the time of approval of the non-RUP for the Building, the Applicant shall be entitled to request a release of 50% of the monies remaining in the Tree Bond.

Any cash or funds remaining in the Tree Bond shall be released two years from the date of the project's final bond-release, or sooner, if approved in writing by UFMD.

Areas to be Left Undisturbed and Adherence to Limits of Clearing and Grading: As part of the site plan the Applicant shall provide management practices for the protection of understory plant materials, leaf litter and soil conditions that would naturally be found in areas to be left undisturbed, subject to the approval of the Urban Forest Management Division. The Applicant shall actively monitor the site during site development and construction of the Building to ensure that inappropriate activities such as the removal of understory vegetation, storage of construction materials, dumping of construction debris, and traffic by construction equipment and personnel do not occur within these areas. The Applicant shall restore understory plant materials, leaf litter and soil conditions to the satisfaction of UFM if these are found to be damaged, removed or altered in manner not allowed in writing by the Urban Forest Management Division.

If it becomes necessary to install utilities determined necessary by DPWES within areas to be left undisturbed, they shall be located and installed in the least disruptive manner possible as determined by UFM in coordination with the Environmental and Site Review Division, DPWES. In addition, the Applicant shall develop and implement a replanting plan for the portions of protected areas disturbed for utility installation taking into account planting restrictions imposed by utility easement agreements.

Any work occurring in or adjacent to the areas to be left undisturbed, such as root pruning, installation of tree protection fencing and silt control devices, removal of trash, or plant debris, or extraction of trees designated to be removed shall be performed in a manner that minimizes damage to any tree, shrub, herbaceous, or vine plant species that grows in the lower canopy environment; and minimizes impacts to the existing top soil and leaf litter layers that provide nourishment and protection to that vegetation, all as approved by UFM. The use of power equipment in these areas shall be limited to small hand-operated equipment such as chainsaws. Any work that requires the use of larger motorized equipment such as, but not limited to, tree transplanting spades, skid loaders, tractors, trucks, stump-grinders, or any accessory or attachment connected to such equipment shall not occur unless reviewed and approved in writing by UFM.

Root Pruning and Mulching: Prior to site development activities, the Applicant shall (1) root prune the roots of trees to be preserved that may be damaged during clearing, demolition, grade changes, utility installation and/or the installation of retaining walls; (2) mulch to a minimum depth of 3 inches within the areas to be left undisturbed where soil conditions are poor, lacking leaf litter or prone to soil erosion;, and (3) then provide tree protection fencing approved by the Urban Forest Management Division (UFM), Fairfax County Department of Public Works and Environmental Services ("DPWES"), where deemed necessary by UFM. The areas that will be root pruned and mulched shall be clearly identified on the Tree Designation Plan. All treatments for such trees and vegetation shall be clearly specified, labeled, and detailed on the erosion and sediment control sheets and demolition plan sheets of the site plan submission. The details for these treatments shall be included in the Tree Conservation Plan and shall be subject to the review and approved of UFM.

All root pruning and mulching work shall be performed in a manner that protects adjacent trees and vegetation that are required to be preserved and may include, but not be limited to, the following:

- Root pruning shall be done with a trencher or vibratory plow to a depth of 18 inches.
- Root pruning shall take place prior to any clearing and grading and/or demolition of structures.
- Root pruning shall not sever or significantly damage structural or compression roots in a manner that may compromise the structural integrity of trees or the ability of the root system to provide anchorage for the above ground portions of the trees.
- Root pruning shall be conducted with the on-site supervision of a certified arborist.
- Tree protection fencing shall be installed immediately after root pruning, and shall be positioned directly in the root pruning trench and backfilled for stability, or just outside the trench within the disturbed area.
- Immediately after the phase II E&S activities are complete, mulch shall be applied at a depth of 3 inches within designated areas without the use of motorized equipment
- Mulch shall consist of wood chips, shredded hardwood and/or pine bark mulch. Hay or straw mulch shall not be used within tree preservation areas.
- UFM, DPWES shall be informed in writing when all root pruning and tree protection fence installation is complete.

Tree Protection Fencing and Signage: The installation of all tree protection fencing shall be performed under the supervision of a certified arborist or landscape architect and accomplished in a manner that does not harm existing vegetation that is required to be preserved. All individual trees to be preserved and all areas designated to be left undisturbed shown on the site plan for the Building shall be protected by tree protection fencing consisting of four-foot high, 14 gauge welded wire attached to 6 foot steel posts driven 18 inches into the ground and placed no

further than 10 feet apart and signage. Super silt fence may also be used, as approved by UFM, to the extent that required trenching for super silt fence does not sever or wound structural roots which can lead to failure and/or uprooting of trees. Tree protection fencing shall be erected at the approved limits of clearing and grading, and shall be shown on the demolition and phase I and phase II erosion and sediment control sheets.

All tree protection fencing shall be installed as part of the Phase I erosion and sediment control plan prior to Phase II clearing and grading and the demolition of any existing structures. At least three days prior to the commencement of any clearing, grading, or demolition activities and prior to the installation of tree protection fencing, UFM and the District Supervisor shall be notified in writing and given the opportunity to inspect the site to assure that all individual trees to be preserved and all areas to be left undisturbed have been correctly delineated.

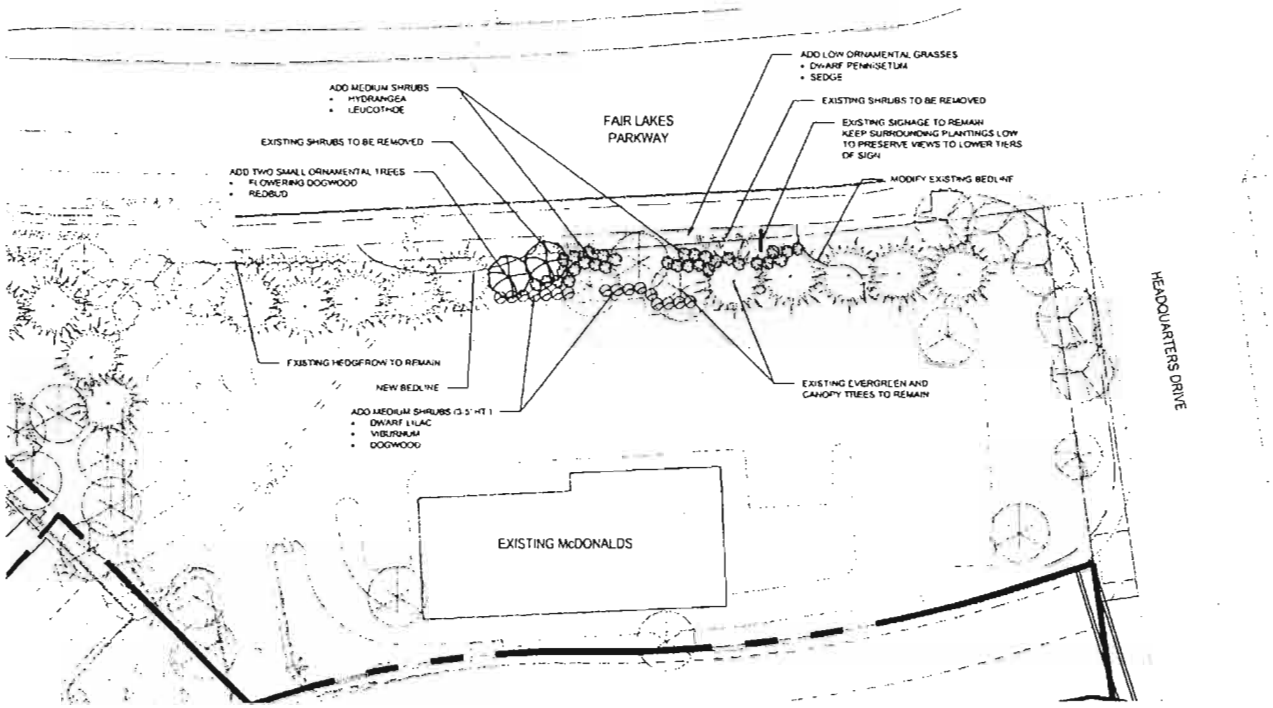
The Applicant shall provide signs that identify and help protect all areas to be left undisturbed. These signs will be highly visible, posted in appropriate locations along the limits of clearing and grading, and attached to the tree protection fencing. Under no circumstances will the signs be nailed or in any manner attached to the trees or vegetation within the areas to left undisturbed.

Tree Preservation Walk-Through: The Applicant shall retain the services of a certified arborist or landscape architect and shall have the limits of clearing and grading marked with a continuous line of flagging prior to the pre-construction meeting. Prior to commencement of any land disturbing activities, the Applicant's certified arborist or landscape architect shall walk the limits of clearing and grading with a representative from the Urban Forest Management Division (UFM), Fairfax County Department of Public Works and Environmental Services ("DPWES") to determine where adjustments to the clearing limits can be made to increase the size of the area to be left undisturbed, and to increase the survivability of trees to be conserved or preserved that occur along the edge of the limits of clearing and grading, and/or identify hazardous trees that need to be removed. Any adjustments agreed to by the Applicant and UFM shall be memorialized in writing by both the Applicant and UFM before any such adjustments are implemented, and such adjustments shall be implemented. Trees to be removed shall be tagged in the field. Trees that are identified in writing by an authorized representative of UFM as dead or dying may be removed as part of the clearing operation. Any tree that is so identified shall be removed using a chain saw and such removal shall be accomplished in a manner that avoids damage to surrounding trees and associated understory vegetation. If a stump must be removed, this shall be done using a stump grinding machine in a manner causing as little disturbance as possible to the adjacent trees and associated understory vegetation and soil conditions.

Site Monitoring: At all times during the installation of tree protection fencing and during any clearing or removal of trees, vegetation, or structures, or transplanting of trees or vegetation on the site, or other similar activities, a representative of the Applicant who is a certified arborist or landscape architect shall be present to monitor the process and ensure that the activities are conducted in accordance with

the proffers and as approved by the UFM. The monitoring schedule shall be described and detailed in the Tree Preservation Plan and shall be reviewed and approved in writing by UFM.

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



FAIR LAKES SHOPS

Fairfax County, Virginia

The Peterson Companies

DESIGN INTENT: To supplement the existing plantings in the McDonalds landscape buffer which will provide increased screening of vehicles from Fair Lakes Parkway, as well as to continue the landscape theme proposed on the adjacent Sunoco and CVS sites.

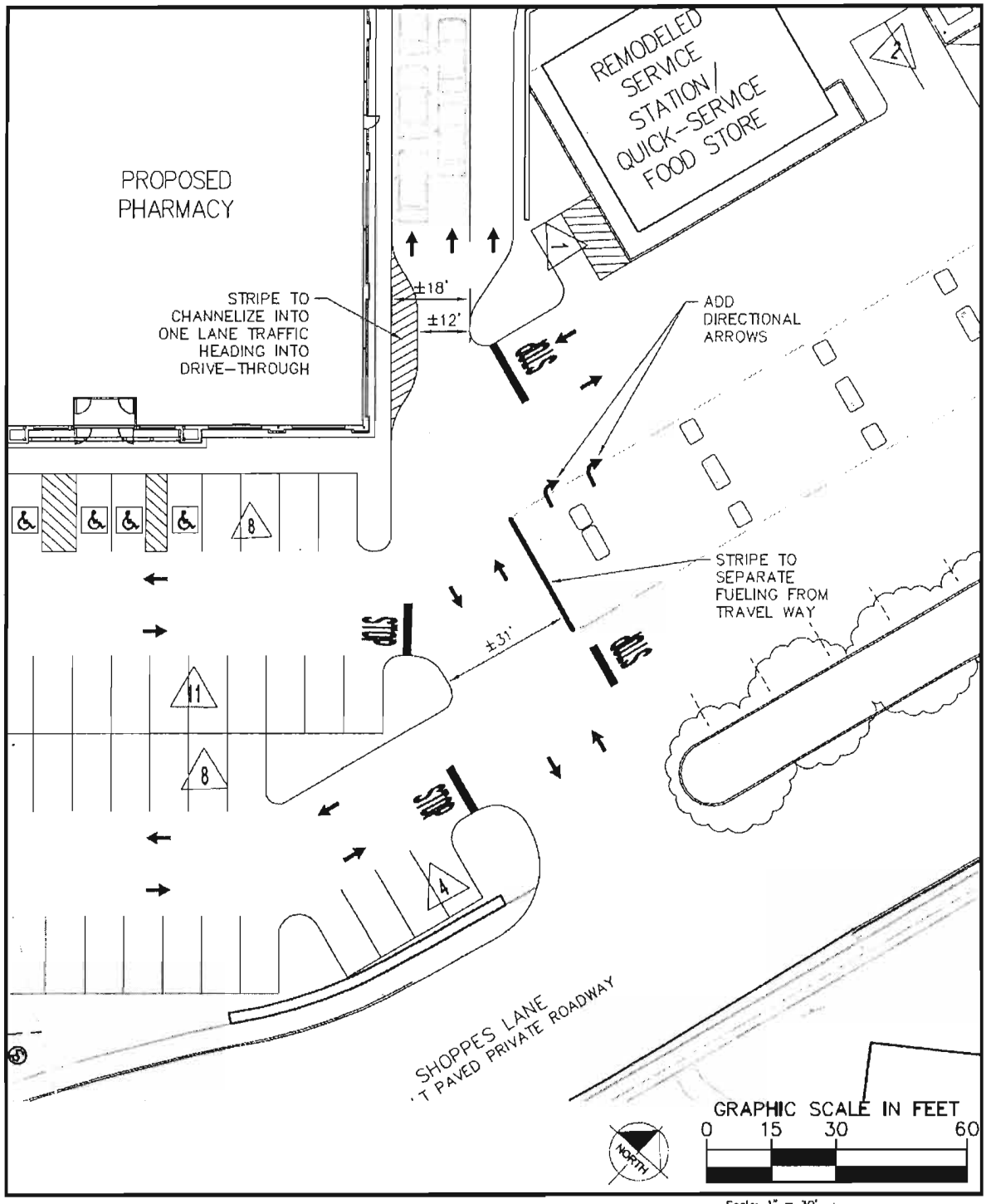
McDONALDS BUFFER ENHANCEMENTS

12.03.2012 Scale: 1" = 30'-0"

Kimley-Horn and Associates, Inc.

EXHIBIT A

EXHIBIT B



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FAIR LAKES SHOPPES PROPOSED CIRCULATION IMPROVEMENTS

Scale: 1" = 30'
Job No.: 110257008
Drawn By: RJU
Checked By: JS
Date: 12/03/2012

This document, together with the concepts and designs presented herein, as an instrument of service, is intended only for the specific purpose and client for which it was prepared. Reuse of and improper reliance on this document without written authorization and adaptation by Kimley-Horn and Associates, Inc. shall be without liability to Kimley-Horn and Associates, Inc.
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