FAIRFAX COUNTY

APPLICATIONS FILED: September 11, 2003
APPLICATIONS AMENDED: January 28, 2004
PLANNING COMMISSION: September 9, 2004
BOARD OF SUPERVISORS: Not Scheduled

V I R G I N I A

August 25, 2004

STAFF REPORT

RZ/FDP 2003-HM-046
(Concurrent with PCA 77-C-098-05, PCA 80-C-028-07, PCA/FDPA 2000-HM-044)

HUNTER MILL DISTRICT

APPLICANT:	TST Woodland, LLC
PRESENT ZONING:	I-4
REQUESTED ZONING:	PDC
PARCELS:	Tax Maps 16-4 ((1)) 42 pt., 43, 44 pt., 45 pt., 46 pt.
ACREAGE:	20.94 acres
FAR:	0.71 FAR for the area associated with RZ 2003-HM-046 (0.70 FAR for Woodland Park East the area subject to RZ 2003-HM-046 and RZ 2000-HM-044)
OPEN SPACE:	24% for the area associated with RZ/FDP 2003-HM-046 (27% for Woodland Park East the area subject to RZ 2003-HM-046 and RZ 2000-HM-044)
PLAN MAP:	Mixed-Use
PROPOSAL:	Rezone the site to the PDC District for a mixed use development combined with PCA/FDPA 2000-HM-044. This portion of the Woodland Park East development proposes two office buildings, an integrated multi-family and retail building and two retail pad sites.

STAFF RECOMMENDATIONS:

Staff recommends approval of RZ 2003-HM-046, subject to the execution of proffers consistent with those contained in Appendix 1 and the Board of Supervisors' approval of PCA 77-C-098-05, PCA 80-C-028-07 and PCA 2000-HM-044.

Staff recommends approval of FDP 2003-HM-046, subject to the proposed final development plan conditions contained in Appendix 2 and the Board of Supervisors' approval of PCA 2003-HM-046.

Staff recommends approval of a modification of the transitional screening requirements along Sunrise Valley Drive, in accordance with the landscaping depicted on the CDP/FDP.

Staff recommends approval of a waiver of the barrier requirements along Sunrise Valley Drive for RZ/FDP 2003-HM-046.

Staff recommends approval of a waiver of the 75 foot minimum setback requirement from the Dulles Airport Access Road for RZ/FDP 2003-HM-046.

Staff recommends approval of a waiver of the service drive requirement along the Dulles Airport Access Road for RZ/FDP 2003-HM-046.

Staff recommends approval of a modification of the loading space requirements for Tax Map 16-4 ((1)) 42 to permit the four loading spaces as shown on the CDP/FDP for RZ/FDP 2003-HM-046.

Staff recommends approval of a waiver of the 600 foot maximum length requirement for private streets for RZ/FDP 2003-HM-046.

Staff recommends approval of PCA 2000-HM-044, subject to the execution of proffers consistent with those contained in Appendix 1 and the Board of Supervisors' approval of PCA 77-C-098-05, PCA 80-C-028-07 and RZ 2003-HM-046.

Staff recommends approval of FDPA 2000-HM-044, subject to the proposed final development plan conditions contained in Appendix 2 and the Board of Supervisors' approval of PCA 2000-HM-044.

Staff recommends approval of a modification of the use limitation for the PDC District to permit the gross floor area of residential use to exceed fifty percent of the principal uses to allow 599,976 square feet of residential use associated with RZ 2000-HM-044.

Staff recommends approval of a waiver of the 75 foot minimum setback requirement from the Dulles Airport Access Road for PCA/FDPA 2000-HM-044.

Staff recommends approval of a waiver of the service drive requirement along the Dulles Airport Access Road for PCA/FDPA 2000-HM-044.

Staff recommends approval of PCA 77-C-098-05.

Staff recommends approval of PCA 80-C-028-07.

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

It should be 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.

Americans with Disabilities Act (ADA): Reasonable accommodation is available upon 7 days advance notice. For additional information on ADA call (703) 324-1334.

FAIRFAX COUNTY

V I R G I N I A

APPLICATION FILED: September 11, 2003
PLANNING COMMISSION: September 9, 2004
BOARD OF SUPERVISORS: Not Scheduled

August 25, 2004

STAFF REPORT

PCA 77-C-098-05
(Concurrent with PCA 80-C-028-07, PCA/FDPA 2000-HM-044, RZ/FDP 2003-HM-046)

HUNTER MILL DISTRICT

APPLICANT:	TST Woodland, LLC
PRESENT ZONING:	I-4
PARCELS:	Tax Maps 16-4 ((1)) 42 pt., 43 pt., 44 pt., 45 pt., 46 pt.
ACREAGE:	12.82 acres
PLAN MAP:	Mixed-Use
PROPOSAL:	Delete 12.82 acres from the proffers associated with RZ 77-C-098, in order for the land to be rezoned with RZ/FDP 2003-HM-046.

STAFF RECOMMENDATIONS:

Staff recommends approval of PCA 77-C-098-05.

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

It should be 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.

FAIRFAX COUNTY

APPLICATION FILED: September 11, 2003
PLANNING COMMISSION: September 9, 2004
BOARD OF SUPERVISORS: Not Scheduled

V I R G I N I A

August 25, 2004

STAFF REPORT

PCA 80-C-028-07
(Concurrent with PCA 77-C-098-05, PCA/FDPA 2000-HM-044, RZ/FDP 2003-HM-046)

HUNTER MILL DISTRICT

APPLICANT:	TST Woodland, LLC
PRESENT ZONING:	I-4
PARCELS:	Tax Maps 16-4 ((1)) 42 pt., 43 pt., 46 pt.
ACREAGE:	8.11 acres
PLAN MAP:	Mixed-Use
PROPOSAL:	Delete 8.11 acres from the proffers associated with RZ 80-C-028, in order for the land to be rezoned with RZ/FDP 2003-HM-046.

STAFF RECOMMENDATIONS:

Staff recommends approval of PCA 80-C-028-07.

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

It should be 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.

Rezoning Application

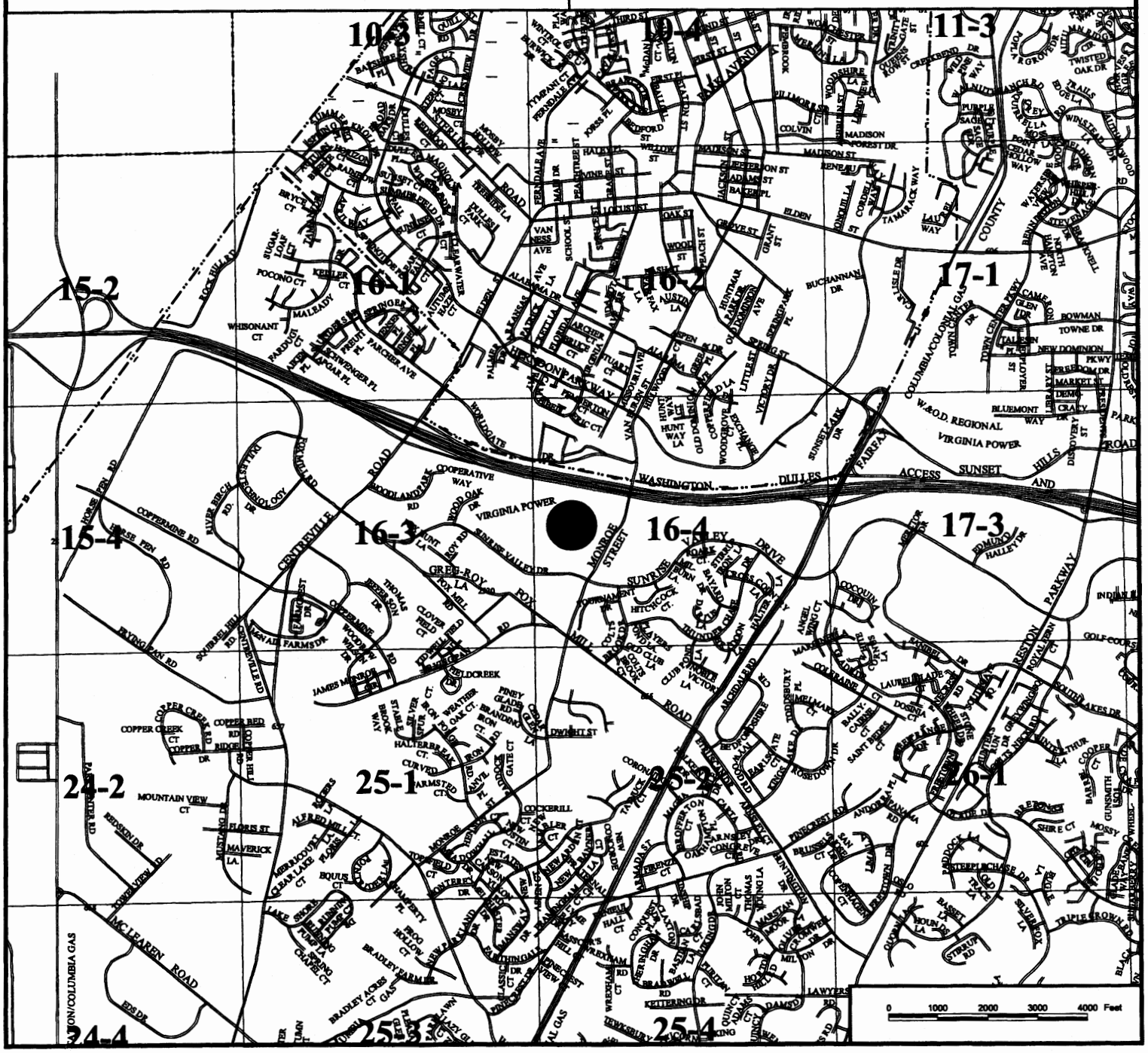
RZ 2003-HM-046

Applicant:	TST WOODLAND L.L.C.
Filed:	09/11/2003 AMENDED 01/28/2004
Area:	20.94 AC OF LAND; DISTRICT - HUNTER MILL
Proposed:	MIXED USE DEVELOPMENT
Located:	NORTHEAST QUADRANT OF SUNRISE VALLEY DRIVE AND CORPORATE PARK DRIVE
Zoning:	FROM I- 4 TO PDC
Overlay Dist:	
Map Ref Num:	016-4- /01/ /0042 PT. /01/ /0043 /01/ /0044 PT. /01/ /0045 PT. /01/ /0046 PT.

Final Development Plan

FDP 2003-HM-046

Applicant:	TST WOODLAND L.L.C.
Filed:	09/11/2003 AMENDED 01/28/2004
Area:	20.94 AC OF LAND; DISTRICT - HUNTER MILL
Proposed:	MIXED USE DEVELOPMENT
Located:	NORTHEAST QUADRANT OF SUNRISE VALLEY DRIVE AND CORPORATE PARK DRIVE
Zoning:	PDC
Overlay Dist:	
Map Ref Num:	016-4- /01/ /0042 PT. /01/ /0043 /01/ /0044 PT. /01/ /0045 PT. /01/ /0046 PT.

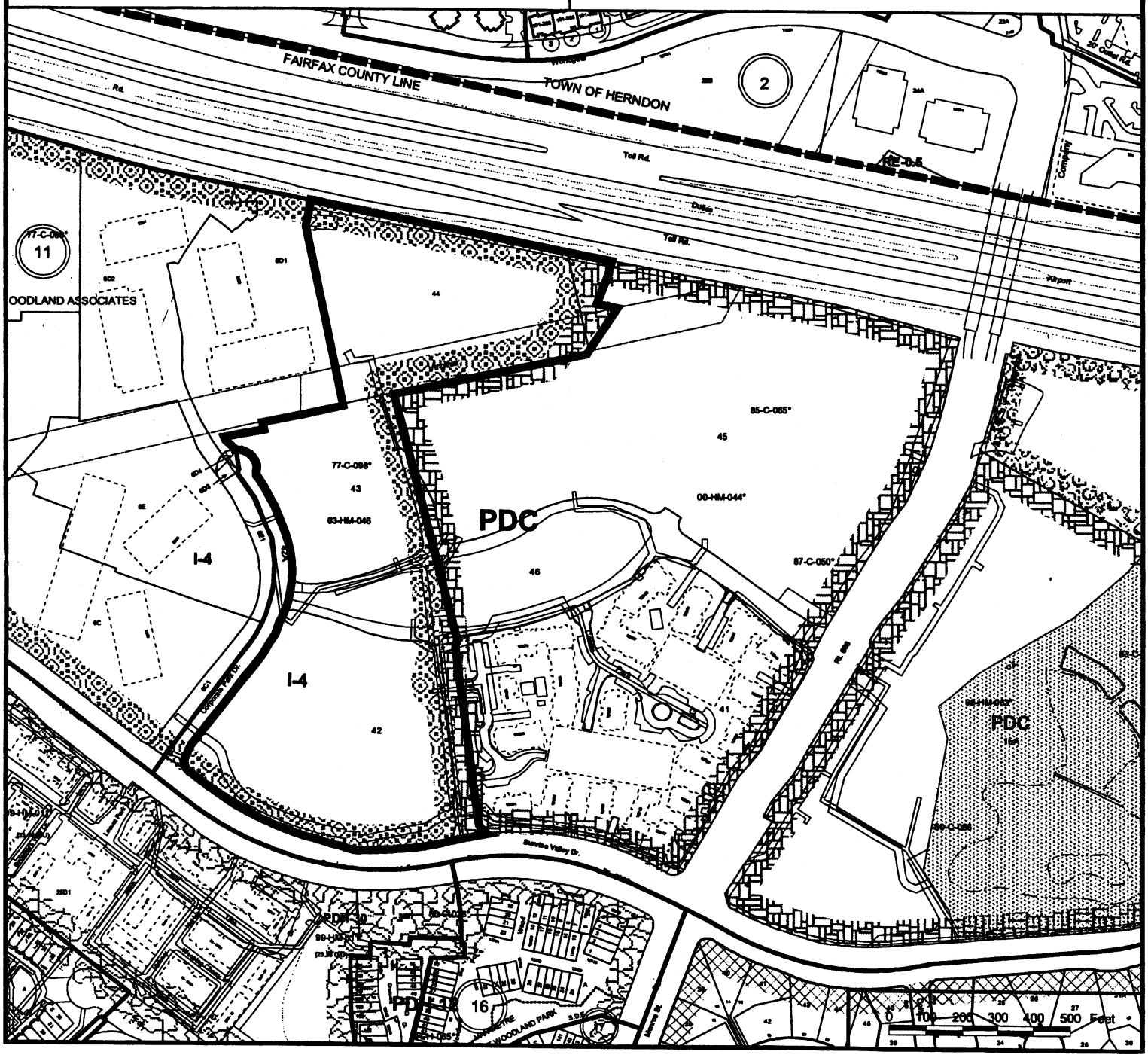


Rezoning Application
RZ 2003-HM-046

Applicant:	TST WOODLAND L.L.C.
Filed:	09/11/2003 AMENDED 01/28/2004
Area:	20.94 AC OF LAND; DISTRICT - HUNTER MILL
Proposed:	MIXED USE DEVELOPMENT
Located:	NORTHEAST QUADRANT OF SUNRISE VALLEY DRIVE AND CORPORATE PARK DRIVE
Zoning:	FROM I- 4 TO PDC
Overlay Dist:	
Map Ref Num:	016-4- /01/ /0042 PT. /01/ /0043 /01/ /0044 PT. /01/ /0045 PT. /01/ /0046 PT.

Final Development Plan
FDP 2003-HM-046

Applicant:	TST WOODLAND L.L.C.
Filed:	09/11/2003 AMENDED 01/28/2004
Area:	20.94 AC OF LAND; DISTRICT - HUNTER MILL
Proposed:	MIXED USE DEVELOPMENT
Located:	NORTHEAST QUADRANT OF SUNRISE VALLEY DRIVE AND CORPORATE PARK DRIVE
Zoning:	PDC
Overlay Dist:	
Map Ref Num:	016-4- /01/ /0042 PT. /01/ /0043 /01/ /0044 PT. /01/ /0045 PT. /01/ /0046 PT.



Proffered Condition Amendment
PCA 2000-HM-044

Applicant: TST WOODLAND L.L.C.
Filed: 09/11/2003
Area: 26.39 AC OF LAND; DISTRICT - HUNTER MILL

Proposed: AMEND RZ 2000-HM-044 PREVIOUSLY APPROVED FOR MIXED USE DEVELOPMENT TO PERMIT BUILDING AND SITE MODIFICATIONS

Located: SOUTHWEST QUADRANT OF THE DULLES AIRPORT ACCESS AND TOLL ROADS AND MONROE STREET

Zoning: PDC
Overlay Dist:
Map Ref Num: 016-4- /01/ /0042 PT. /01/ /0044 PT. /01/ /0045 PT. /01/ /0046 PT.

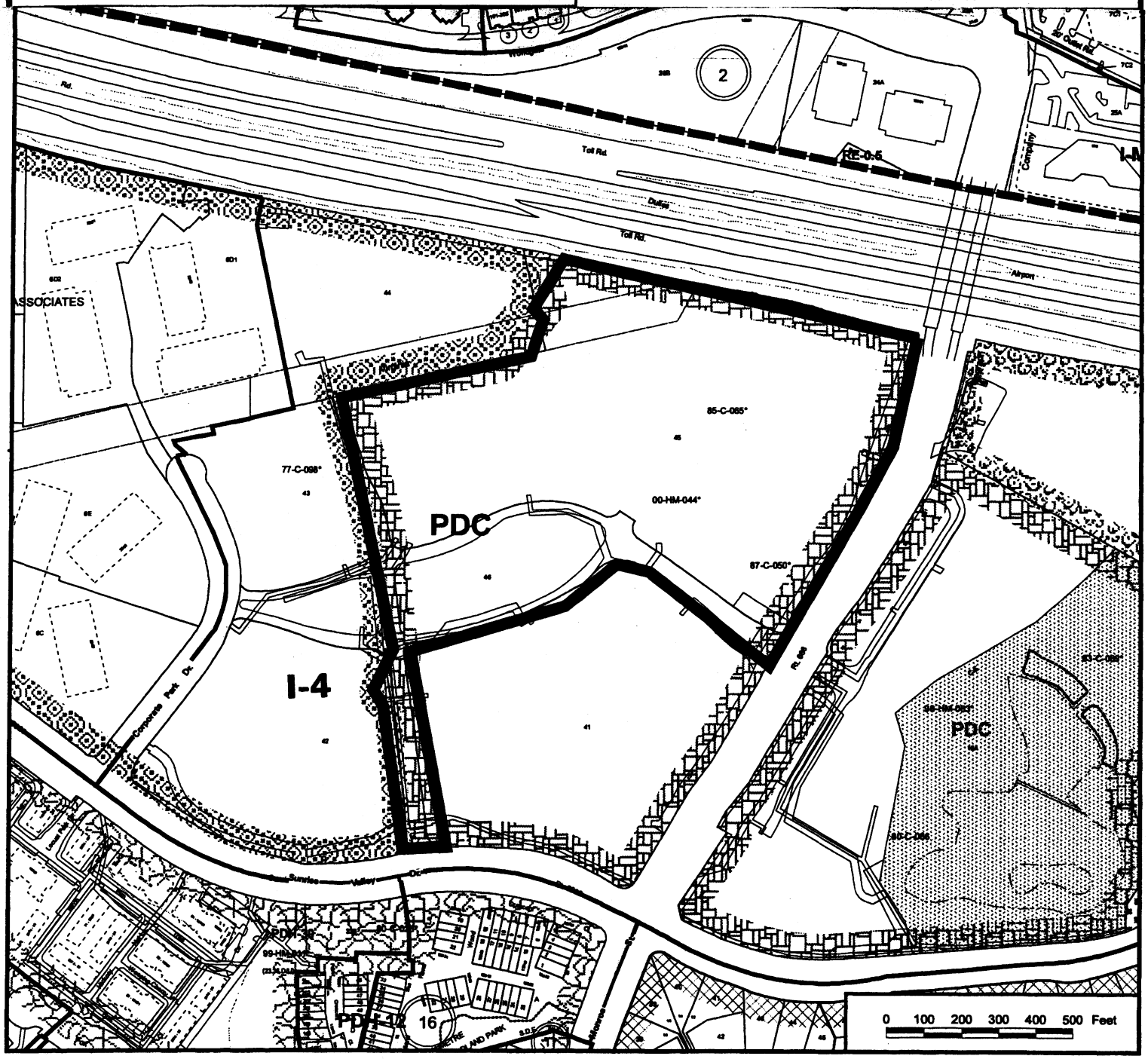
Final Development Plan Amendment
FDPA 2000-HM-044

Applicant: TST WOODLAND L.L.C.
Filed: 04/22/2004
Area: 26.39 AC OF LAND; DISTRICT - HUNTER MILL

Proposed: AMEND FDP 2000-HM-044 PREVIOUSLY APPROVED FOR MIXED USE DEVELOPMENT TO PERMIT BUILDING AND SITE MODIFICATIONS

Located: SOUTHWEST QUADRANT OF THE DULLES AIRPORT ACCESS AND TOLL ROADS AND MONROE STREET

Zoning: PDC
Overlay Dist:
Map Ref Num: 016-4- /01/ /0042 PT. /01/ /0044 PT. /01/ /0045 PT. /01/ /0046 PT.

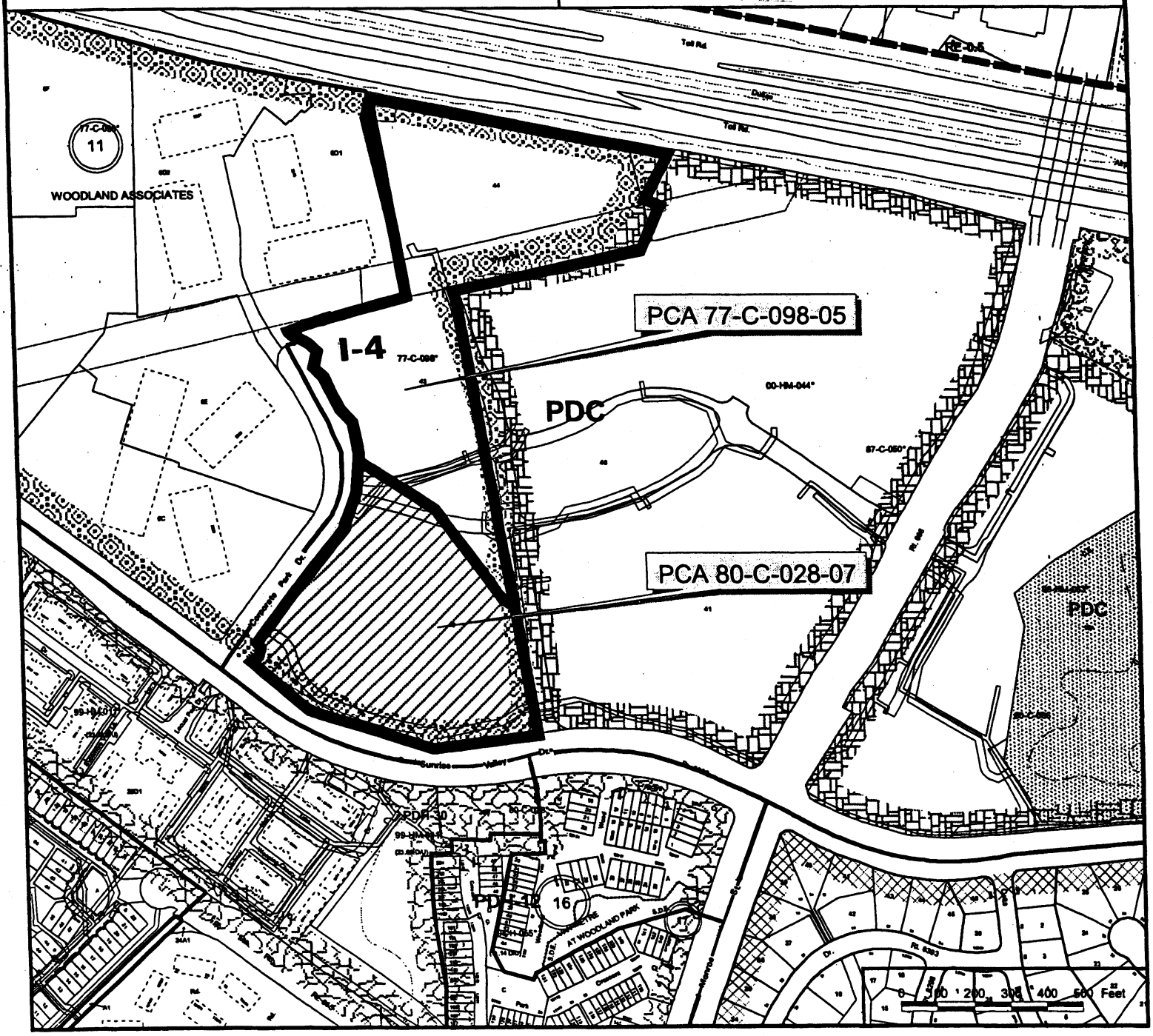


Proffered Condition Amendment
PCA 77-C -098-05

Applicant:	TST WOODLAND L.L.C.
Filed:	09/11/2003
Area:	12.82 AC OF LAND; DISTRICT - HUNTER MILL
Proposed:	AMEND RZ 77-C-098 PREVIOUSLY APPROVED FOR OFFICE DEVELOPMENT TO PERMIT DELETION OF LAND AREA
Located:	EAST SIDE OF CORPORATE PARK DRIVE APPROXIMATELY 600 FEET NORTH OF SUNRISE VALLEY DRIVE
Zoning:	I-4
Overlay Dist:	
Map Ref Num:	016-4- /01/ /0042 PT. /01/ /0043 PT. /01/ /0044 PT. /01/ /0045 PT. /01/ /0046 PT.

Proffered Condition Amendment
PCA 80-C -028-07

Applicant:	TST WOODLAND L.L.C.
Filed:	09/11/2003
Area:	8.11 AC OF LAND; DISTRICT - HUNTER MILL
Proposed:	AMEND RZ 80-C-028 PREVIOUSLY APPROVED FOR OFFICE DEVELOPMENT TO PERMIT DELETION OF LAND AREA
Located:	NORTHEAST QUADRANT OF THE INTERSECTION OF SUNRISE VALLEY DRIVE AND CORPORATE PARK DRIVE
Zoning:	I-4
Overlay Dist:	
Map Ref Num:	016-4- /01/ /0042 PT. /01/ /0043 PT. /01/ /0046 PT.



NOTES:

1. SEE SHEET 12 OF 15 FOR TYPICAL SITE AMENITIES TO BE LOCATED WITHIN CENTRAL PARK AND LANDSCAPED PLAZA AREAS. THE EXACT LOCATIONS AND QUANTITIES WILL BE ESTABLISHED WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.

2. LANDSCAPE PLAZA AREAS SHALL INCLUDE VISITOR PARKING AREAS, PEDESTRIAN AND VEHICULAR CIRCULATION AREAS, ENHANCED LANDSCAPING AND OTHER SITE AMENITIES (SEE SHEET 12 OF 15). THE PLAZA AREAS WILL BE DESIGNED TO BE ARCHITECTURALLY COMPATIBLE WITH THE PROPOSED BUILDINGS. THE FINAL DESIGN AND SHAPE OF THE LANDSCAPE PLAZAS MAY CHANGE FROM WHAT IS PRESENTED BASED ON ACTUAL BUILDING LOCATIONS.

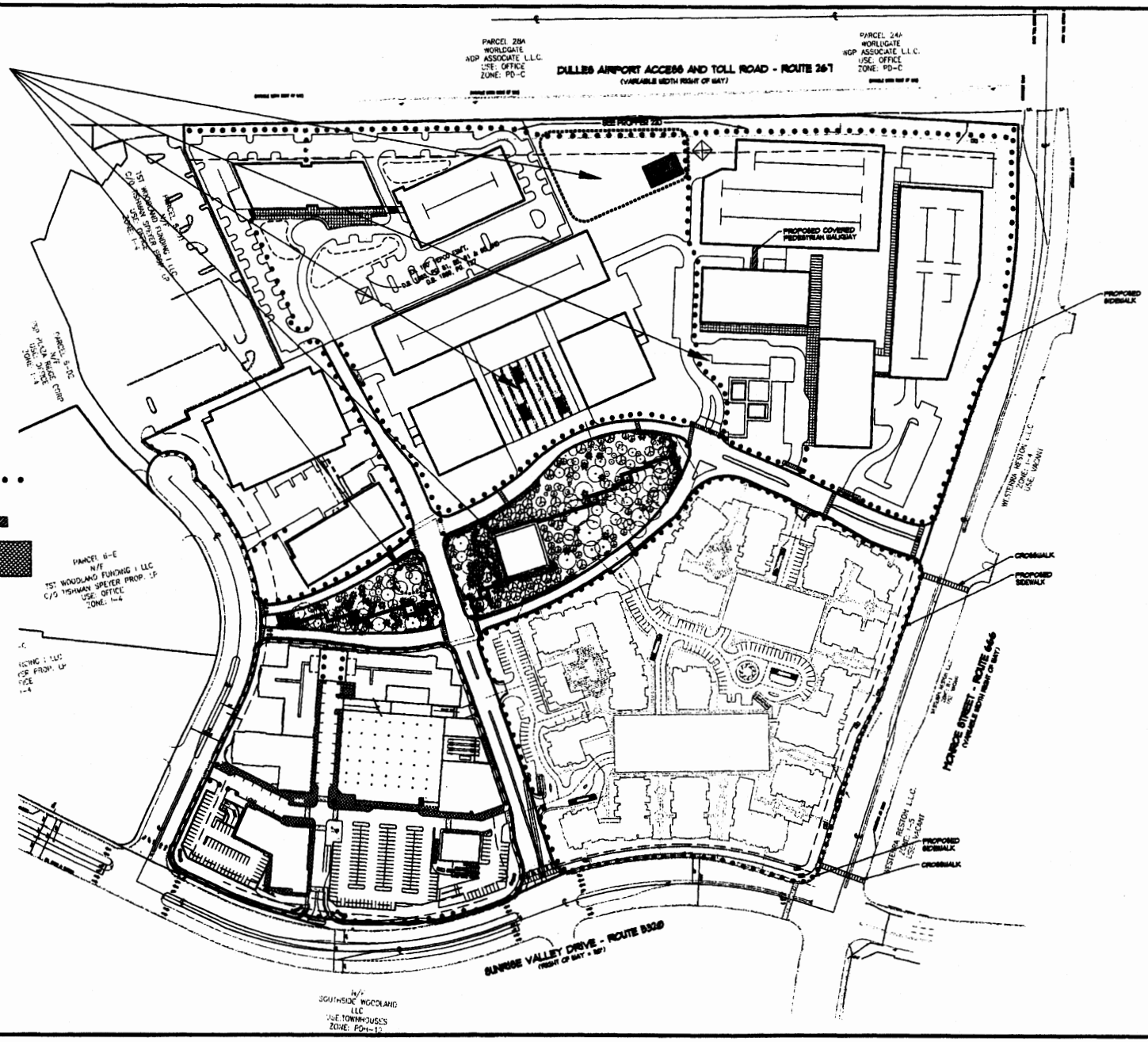
PEDESTRIAN CIRCULATION

PROPOSED WALKWAY CONSISTING OF TRAILS/ SIDEWALKS

COVERED PEDESTRIAN WALKWAY

LANDSCAPE PLAZA AREAS (EXACT LOCATION AND DESIGN TO BE DETERMINED)

CROSSWALK



REVISIONS

REV. 1/28/04
REV. 4/02/04
REV. 6/08/04
REV. 6/30/04
REV. 7/28/04
REV. 8/28/04

SURVEY

DESIGN S. GLEASON

DRAWN N. ZELENSKY

CHECKED S. GLEASON

ENGINEERS · SURVEYORS · LAND PLANNERS · LANDSCAPE ARCHITECTS
William H. Gordon Associates, Inc.
4501 Daly Drive Chantilly, Virginia 20151
(703) 263-1900 · PETRO (703) 263-1901 · FAX (703) 263-1902

DATE MARCH 2004

SCALE HORZ: 1"=100'
VERT: N/A

SEAL

COMMONWEALTH OF VIRGINIA
STEVEN E. GLEASON
8/23/04
LICENSE No. 001104
CERTIFIED LANDSCAPE ARCHITECT

CIRCULATION AND AMENITIES PLAN

PROJECT
WOODLAND PARK EAST
T.S.T.WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

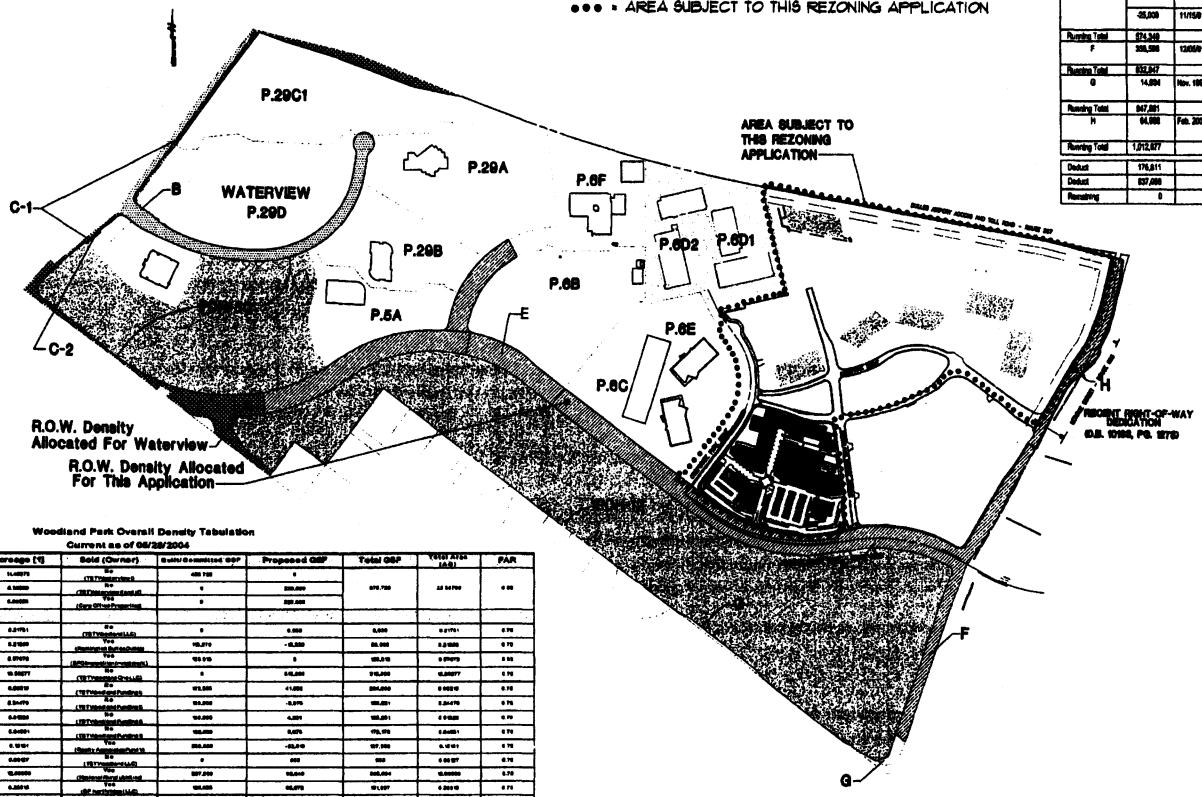
JOB 0313-3014

CADD 0313_TREXH1.DWG

SHEET 14 OF 15

LEGEND

- ROW DENSITY ALLOCATED FOR WATERVIEW
- ROW NOT APPLICABLE FOR DENSITY CREDIT
- ROW DENSITY ALLOCATED FOR THIS APPLICATION
- RESIDENTIAL ZONED PROPERTIES
- RESIDENTIAL BUILDINGS
- AREA SUBJECT TO THIS REZONING APPLICATION



PUBLIC STREET DEDICATIONS AT WOODLAND PARK

August 13, 1986 (Updated June 23, 2003)

Area Designation	Area (sf)	Date	Credit Density @ 0.70	Notes	DB	PG
A	48,731	04/28/85	34,112	Per Jack Hanify Motion – Tall Road Ramp	7010	1744
B	143,885	10/21/85	0	Prior to BOS Motion for Advanced Density Credit (S/86)	6248	1231
NOTE				– Centreville Rd. & Woodland Park Rd.		
Running Total	192,334		34,112			
C-1	20,380	(1/04/88)	14,266	Pursuant to BOS Motion for Advanced Density Credit (S/86)	7238	1145
C-2	836		587	– Centreville Rd. & Woodland Park Rd.		
Running Total	213,448		48,865			
D	68,641	09/19/88	62,189	Pursuant to BOS Motion for Advanced Density Credit (S/86)	7146	808
				– Centreville Rd., Sunrise Valley Dr. & Fox Mill Rd.		
Running Total	282,289		111,054			
E	297,000	01/29/90	237,948	Pursuant to BOS Motion for Advanced Density Credit (S/86)	7519	560
				– Sunrise Valley Dr. & Wood Oak Drive		
	-35,009	11/15/91	-17,500	Vacation of a Portion of Wood Oak Drive	7946	1579
Running Total	574,349		301,502			
F	355,596	12/05/91	251,019	Pursuant to BOS Motion for Advanced Density Credit (S/86)	7984	672
				– Sunrise Valley Dr. & Monroe Street		
Running Total	932,947		552,549			
G	14,894	Nov. 1999	0	Pursuant to BOS Motion for Advanced Density Credit (S/86)	9654	1011
				– Fox Mill Rd. & Monroe Street – Part of Southside, L.L.C. Development		
Running Total	947,841		* 552,549			
H	64,866	Feb. 2000	45,407	Monroe Street Widening (See Fairfax County Plan #5515-SP-24)	11310	1321
Running Total	1,012,677		* 598,046	Total GSF allowed for density credit		
Deduct	170,611		123,088	Assigned to Waterview		
Deduct	837,066		474,978	Assigned to this application		
Remaining	0		0	ROW Density great remaining		

* Reflects density credit allowed pursuant to Section 2-308 Paragraph 4.A(1).
NOTE The dedication of DB 6248 PG 1231 was subsequently corrected and dedicated at DB 6273 PG 0690 on 9/28/92.

Woodland Park Overall Density Tabulation

Current as of 08/28/2004

Approved	Lot	Parcel Name	Acreage [1]	Sold (Owner)	Sold/Committed GSF	Proposed GSF	Total GSF	Total Area (AC)	FAR
Waterview (not FAR @ 0.60) [2a]	2001	WATERVIEW	14.4875	Sold (TST Waterview)	450,750	0	570,750	22.54700	0.58
	2002	WATERVIEW Hotel Parcel	4.16000	Sold (TST Waterview) Yes (Sunrise Hotel)	0	220,000			
	2003	WATERVIEW Retail Parcel	4.00000	Sold (TST Waterview) Yes (Gas Station Property)	0	350,000			
Remaining I-4 Zoned Parcels (at 0.7 FAR)	1	Outlot 1 (Zoned C-5)	0.27151	Sold (TST Woodland LLC)	0	0.000	0.000	0.27151	0.70
	2	Gateway Suites	2.21000	Yes (Gateway Suites Hotel)	155,270	-0.000	35,000	2.21000	0.73
	2A	North Ridge II(2A)	2.37070	Yes (SPC Investor Partnership)	125,010	0	125,010	2.37070	0.50
	3B	Computer Associates	10.00077	Sold (TST Woodland Group LLC)	0	0.00,000	0.00,000	10.00077	0.70
	4C	South Pointe	6.00010	Sold (TST Woodland Partners)	175,000	41,000	200,000	6.00010	0.70
	4D1	Pines Ridge I	3.34170	Sold (TST Woodland Partners)	104,000	-0.000	104,001	3.34170	0.70
	4D2	Pines Ridge II	3.41000	Sold (TST Woodland Partners)	104,000	4,001	108,001	3.41000	0.70
	4E	South Pointe II	3.40001	Sold (TST Woodland Partners)	105,000	0,070	175,070	3.40001	0.70
	5F	Computer Associates	4.12101	Yes (Realty Associates Fund X)	250,000	-0,010	127,000	4.12101	0.70
	7	Outlot 7	0.00107	Sold (TST Woodland LLC)	0	000	000	0.00107	0.70
	20A	Natural Area Unbuildable	10.00000	Yes (National Rural Utilities)	207,200	00,000	207,000	10.00000	0.70
	20B	North Ridge Realty Office (Bergen)	4.30010	Yes (SP Northridge LLC)	104,000	00,070	171,007	4.30010	0.71
Subtotal Waterview plus Remaining I-4 Zoned Parcels			66.10771		1,500,000	500,440	2,000,104	66.10771	0.72
Woodland Park East (at 0.90 FAR [3]) Overall	41[4]	Northern Apartments Parcel H	10.00043	Yes (Fairfax Northern Apts LP)	000,070	0	2,070,707	66.30004	0.90
	42[4]	Woodland II Townhomes	6.00000	Sold (TST Woodland LLC)	0	000,000			
	43[4]	Parcel M Grand Ridge	4.00070	Sold (TST Woodland LLC)	0	100,007			
	44[4]	Woodland Place Parcel N	4.17007	Sold (TST Woodland LLC)	0	100,100			
	45[4]	North Pointe Retail Town Center	3.40100	Sold (TST Woodland LLC)	0	400,000			
	46[4]	North Pointe Retail Town Center	11.00000	Sold (TST Woodland LLC)	0	000,170			
	48	Grand Park Parcel 48	7.27700	Sold (TST Woodland LLC)	0	0			
	Unassigned	Corporate Park Drive	2.00104	Quality	0	0			
Subtotal Waterview + I-4 Zoned Parcels + Woodland Park East			100.07001		3,100,070	2,700,000	5,000,721	100.07001	0.66
ROW Dedication Previously Approved for Density Credit [5]			66.31001						
Additional ROW Dedications [6]			0.00010						
Overall Total			172.44401				5,000,721	172.44401	0.70

Footnotes:

[1] All Parcels measured based on County Tax records except 1-3-20 and 20-1 (WVBA Site Plan Data) dated August 2003.

[2a] Waterview Hotel contributed 2.16 gsf of density credit from Northridge II and 125,000 gsf from previously dedicated ROW.

[2b] 17.2 gsf of density credit from Northridge II was used and not to Waterview, so additional density credit was not allocated to 15.37004 acres.

[3] 0.9 was allocated but actually the FAR for 66.30004 acres. The remainder was used for previously dedicated ROW making 174.4470 GSF of an overall density of 0.70. The remaining unused 1,000 GSF density credit was pending

[4] Based on footage in transportation plan not based on submitted plans or approved zoning documents. Parcel 43 GSF reflects Hotel GSF/FSF

[5] Acreage/gross area dedicated reflects total of 1 Major street 171.0 (GF) and Widening East (STILL 0 GF) zoning ordinance 22 (GF) or 0.000 acres.

[6] Reflects acreage for previous ROW Dedications (Major) of GF approvals (see WVBA Density Allocation Chart, Other Widths and Vacations) Totaled 67 Property 172.44 Acres

REVISIONS

REV. 1/29/04
REV. 4/09/04
REV. 6/08/04
REV. 6/30/04
REV. 7/08/04
REV. 8/09/04

SURVEY: WHCA
DESIGN: S. GLEASON
DRAWN: N. ZELENSKY
CHECKED: S. GLEASON

ENGINEERS · SURVEYORS · LAND PLANNERS · LANDSCAPE ARCHITECTS
William H. Gordon Associates, Inc.
4501 Daly Drive, Suite 200, Chantilly, Virginia 20151
(703) 263-1900 · 800-297-7709 · (703) 803-3032 · FAX (703)

DATE: MARCH 2004
SCALE: HORZ. 1" = 200' VERT. N/A

SEAL: COMMONWEALTH OF VIRGINIA — STEVEN G. GLEASON — 8/23/04 — LICENSE No. 001104

RIGHT-OF-WAY DENSITY ALLOCATION TABULATION

PROJECT: WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB: 0313-3014
CADD: 0313_FAR1.DWG
SHEET: 13 OF 15

METAL BENCH

MODEL NO: PD3001-BS-22
SOLID METAL RODS
WELDED TO TUBULAR STEEL
FRAMES
LENGTH: VARIES
COLOR: BLACK
POWDERCOAT
MOUNTING: EMBEDDED
SUPPORT OR SURFACE
MOUNT SUPPORT DEPENDING
UPON LOCATION

MANUFACTURED BY:
LANSCAPEFORMS
KALAMAZOO, MI

1/12 BENCH PICTORIAL

ASH URN

MODEL NO: NP6005-FA
PERFORATED ALUMINUM
SIZE: 24 OZ CAPACITY
COLOR: BLACK
POWDERCOAT
MOUNTING: EMBEDDED
SUPPORT OR SURFACE
MOUNT SUPPORT DEPENDING
UPON LOCATION

MANUFACTURED BY:
LANSCAPEFORMS
KALAMAZOO, MI

4/12 ASH URN PICTORIAL

ROADWAY PARKING LOT
LIGHT

MODEL NO: OTS
OUTDOOR TUBE SYSTEM
EXTRUDED ALUMINUM
HEIGHT: 20'-32'
COLOR: BLACK
POWDERCOAT
FIXTURE: METAL HALIDE

MANUFACTURED BY:
KIM LIGHTING
CITY OF INDUSTRY, CA

6/12 ROADWAY PARKING LOT LIGHT - AMENITY AREAS PICTORIAL

TRASH RECEPTACLE

MODEL NO: NP6005FT
PERFORATED ALUMINUM,
CAST MOLDED
CAPACITY: 1.56 GALLON
COLOR: BLACK
POWDERCOAT
MOUNTING: EMBEDDED
SUPPORT OR SURFACE
MOUNT SUPPORT DEPENDING
UPON LOCATION

MANUFACTURED BY:
LANSCAPEFORMS
KALAMAZOO, MI

2/12 BENCH PICTORIAL

BICYCLE RACK

MODEL NO: P19005-EM-55
TUBULAR METAL
SIZE: 2' D x 21-1/2' W x 43' H
COLOR: BLACK
POWDERCOAT
MOUNTING: EMBEDDED
SUPPORT OR SURFACE
MOUNT SUPPORT DEPENDING
UPON LOCATION

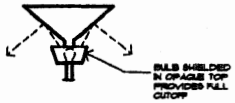
MANUFACTURED BY:
LANSCAPEFORMS
KALAMAZOO, MI

5/12 BICYCLE RACK PICTORIAL

PEDESTRIAN LIGHT

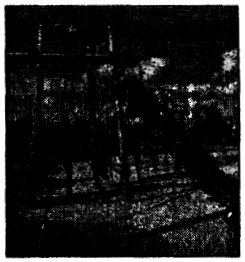
MODEL NO:
SATT-MINI-439-MH ALUMINUM
HEIGHT: 12'-16'
COLOR: BLACK
POWDERCOAT

MANUFACTURED BY:
LOUISE POULSEN
FT. LAUDERDALE, FL



7/12 PEDESTRIAN AREA LIGHT - AMENITY AREAS PICTORIAL

3/12 VIEW OF PROPOSED CENTRAL PARK/TREE PRESERVATION AREA PICTORIAL



TOT LOT

MODEL NO: SABIK GXY 911
SIZE: 17'W x 38'L x 10'H
COLOR: METALLIC GRAY

MANUFACTURED BY:
KOMPAN
OLYMPIA, WA

8/12 TOT LOT - AMENITY AREAS PICTORIAL

NOTES:
(1) ALL LIGHT FIXTURES SHALL FULLY COMPLY WITH THE PROVISIONS OF SEC. 14-902 PARA. 2 RELATIVE TO DIRECTIONAL SHIELDING AND BEING OF A FULL CUTOFF DESIGN.

(2.) THE SITE AMENITIES PRESENTED ARE INTENDED TO REFLECT THE LANDSCAPE CHARACTER AND OUTDOOR AMENITIES FOR WOODLAND PARK EAST. THE SITE FURNISHINGS SHALL BE CONSIDERED TYPICAL - SEE PROFFERS.

REVISIONS
REV. 2/20/04
REV. 4/20/04
REV. 6/20/04
REV. 6/20/04
REV. 7/20/04
REV. 8/20/04

SURVEY: WHGA
DESIGN: S. HUNDLEY
DRAWN: M. HAWES
CHECKED: S. GLEASON

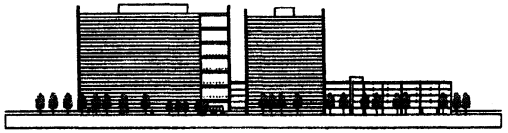
ENGINEERS · SURVEYORS · LAND PLANNERS · LANDSCAPE ARCHITECTS
William H. Gordon Associates, Inc.
4501 Daly Drive · Chantilly, Virginia 20151
(703) 263-1900 · MCI ID (703) 802-0009 · FAX (703) 263-

DATE: MARCH 2004
SCALE: HORZ. N/A VERT. N/A
SEAL: COMMONWEALTH OF VIRGINIA STEVEN L. GLEASON LICENSE No. 061104

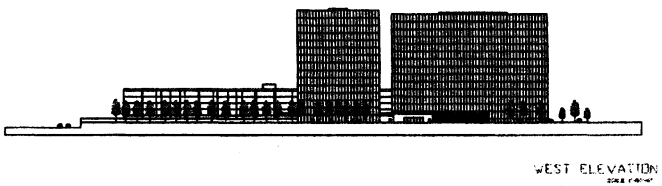
PARCELS 44 & 45 OFFICE SITE AMENITIES

PROJECT: WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB: 0313-3014
CADD: SA-R14-1.DWG
SHEET: 12 OF 15



SOUTH ELEVATION

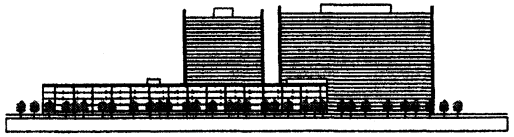


WEST ELEVATION

BUILDINGS 3&4 - S & W ELEVATIONS OF NORTH POINT

NOTE:

THE ELEVATIONS PRESENTED ARE INTENDED TO REFLECT THE ARCHITECTURAL CHARACTER OF WOODLAND PARK EAST. SEE PROFFERS.

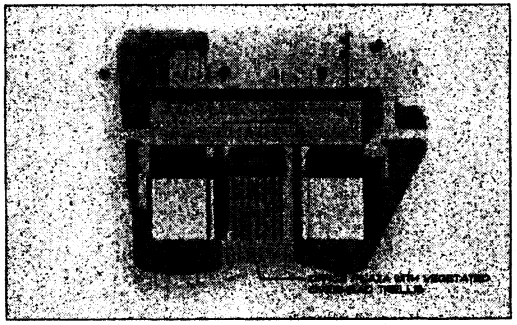


NORTH ELEVATION

EAST ELEVATION

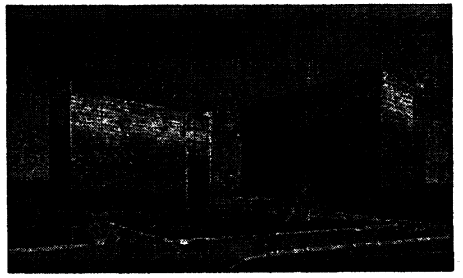
BUILDINGS 3&4 - N & E ELEVATIONS OF NORTH POINT

BUILDINGS 1&2 - ELEVATION OF CENTERTECH PLAZA

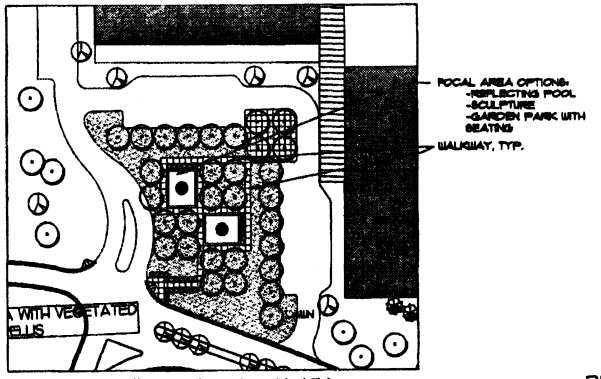


BUILDINGS 1&2 - RENDERING OF CENTERTECH PLAZA
(SEE PROFFER 13a)

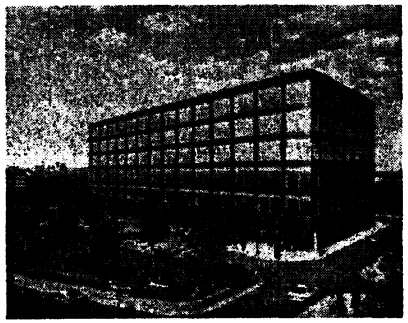
BUILDING 12 - RENDERING OF CENTER RIDGE



BUILDINGS 3&4 - RENDERING OF NORTH POINT



BUILDINGS 3&4 - PLAZA
(SEE PROFFER 13a)



BUILDING 13 - RENDERING OF WOODLAND POINTE

REVISIONS
REV. 4/08/04
REV. 5/08/04
REV. 6/30/04
REV. 7/28/04
REV. 8/28/04

SURVEY
DESIGN
DRAWN
CHECKED

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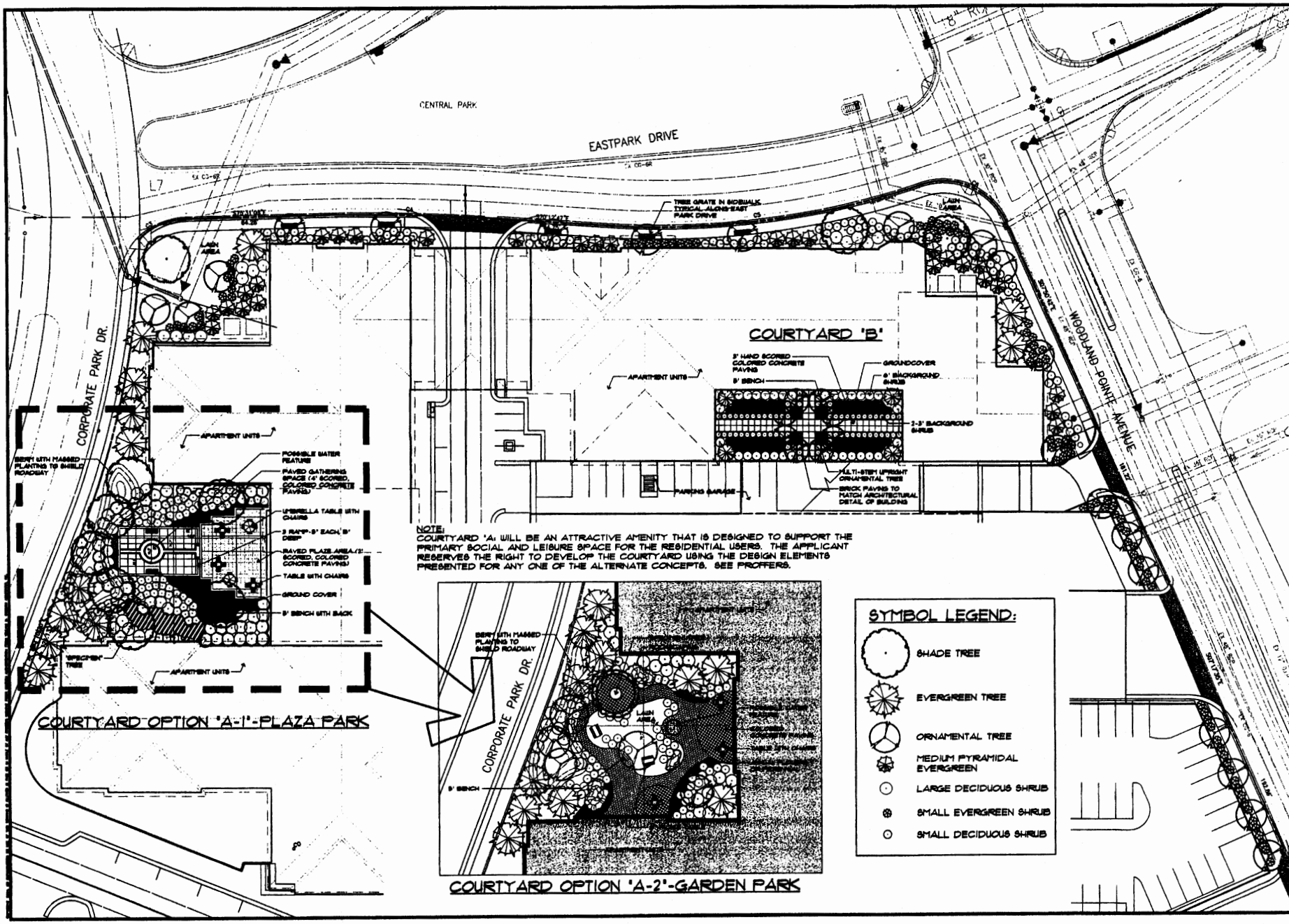
4501 Daly Drive · Chantilly, Virginia 20151
(703) 263-1900 · METRO (703) 803-6500 · FAX (703) 263-9798

DATE: MARCH 2004
SCALE: HORZ: N/A VERT: N/A
SEAL: COMMONWEALTH OF VIRGINIA STEVEN EDWARD GLEASON NO. 001104 CERTIFIED LANDSCAPE ARCHITECT 8/25/04

PARCELS 44 & 45 BUILDING ELEVATIONS

PROJECT: WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB: 0313-2014
CADD: 0313ELEV1.DWG
SHEET: 11 OF 15



NOTE:
COURTYARD 'A' WILL BE AN ATTRACTIVE AMENITY THAT IS DESIGNED TO SUPPORT THE PRIMARY SOCIAL AND LEISURE SPACE FOR THE RESIDENTIAL USERS. THE APPLICANT RESERVES THE RIGHT TO DEVELOP THE COURTYARD USING THE DESIGN ELEMENTS PRESENTED FOR ANY ONE OF THE ALTERNATE CONCEPTS. SEE PROFFERS.

REVISIONS
REV. 4/02/04
REV. 6/08/04
REV. 6/30/04
REV. 7/26/04
REV. 8/28/04

SURVEY
DESIGN S. GLEASON
DRAWN M. HAWES
CHECKED S. GLEASON

ENGINEERS · SURVEYORS · LAND PLANNERS · LANDSCAPE ARCHITECTS
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4501 Daly Drive · Chantilly, Virginia 20151
(703) 263-1900 · METRO (703) 803-6508 · FAX

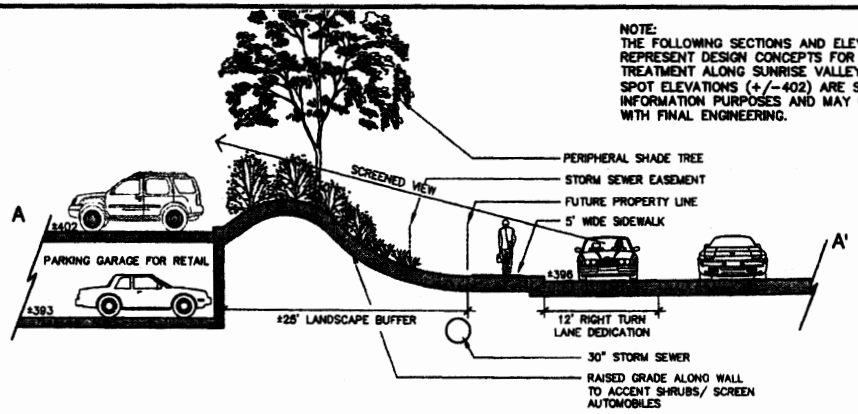
DATE MARCH 2004
SCALE HORZ: 1"=20' VERT: N/A
SEAL
COMMONWEALTH OF VIRGINIA
STEVEN EDWARD GLEASON
NO. 001164
8/23/04
CERTIFIED LANDSCAPE ARCHITECT

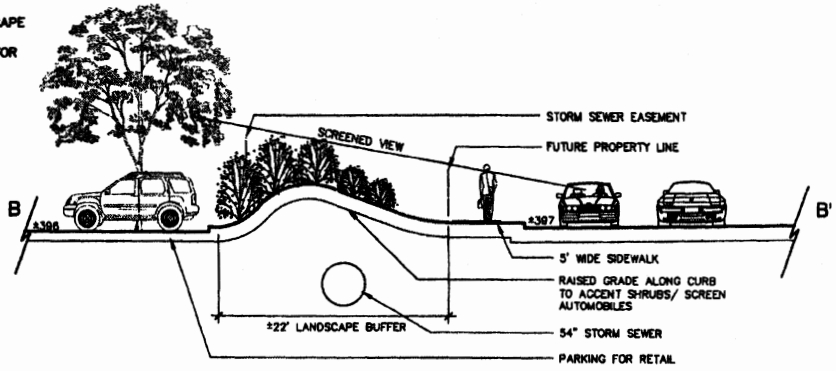
P 42-TYP. COURTYARD PLANS/ PERIMETER LANDSCAPE

PROJECT
WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB 0313-3014
CADD 0313-LS3.dwg
SHEET 10 OF 15

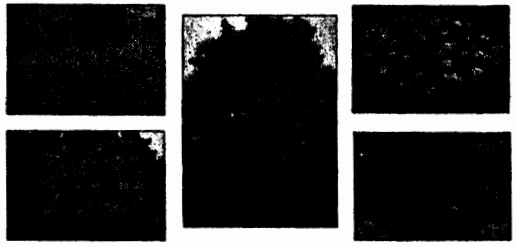
NOTE:
THE FOLLOWING SECTIONS AND ELEVATIONS REPRESENT DESIGN CONCEPTS FOR LANDSCAPE TREATMENT ALONG SUNRISE VALLEY DRIVE. SPOT ELEVATIONS (+/-402) ARE SHOWN FOR INFORMATION PURPOSES AND MAY CHANGE WITH FINAL ENGINEERING.



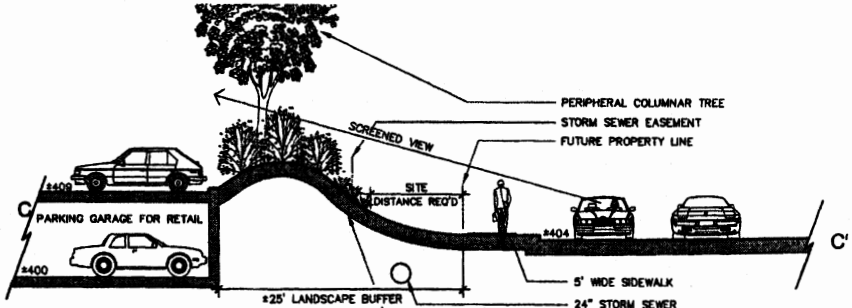


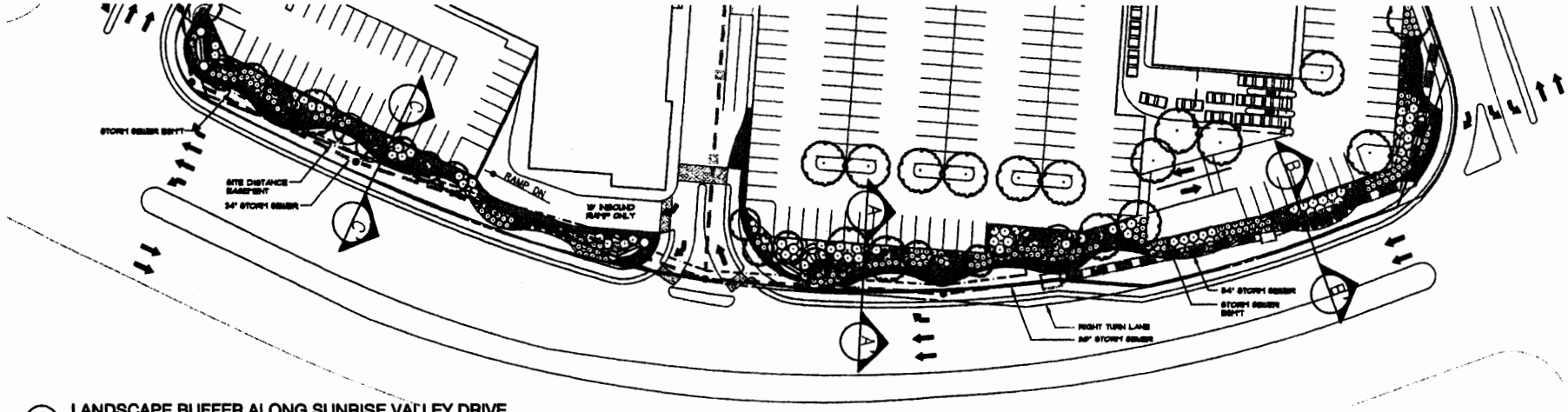
LEGEND

- SHADE TREE/ COLUMNAR TREE (e.g. Oak, Sycamore, Maple, Elm)
- ORNAMENTAL TREE (e.g. Red Bud, Dogwood, Cherry)
- LARGE SHRUB (5'-8' (e.g. Holly, Inkberry, Juniper)
- EVERGREEN SHRUB (1'-4') (e.g. Holly, Inkberry, Juniper)
- SMALL DECIDUOUS SHRUB (1'-4') (e.g. Spiraideberry, Jasmine, Spirees)
- PERENNIALS/ GRASSES/ GROUNDCOVERS (e.g. Daylily, Fountain grass, Wintercreeper)



APPROPRIATE LANDSCAPE BUFFER PLANT SPECIES





1 LANDSCAPE BUFFER ALONG SUNRISE VALLEY DRIVE
SCALE 1"=30'

REVISIONS
REV. 7/23/04
REV. 4/08/04
REV. 6/08/04
REV. 6/30/04
REV. 7/06/04
REV. 8/06/04

SURVEY: WHGA
DESIGN:
DRAWN: B. CIPRIANO
CHECKED: S. GLE

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William H. Gordon Associates, Inc.
4501 Daly Drive, Chantilly, Virginia 20151
(703) 383-1100 · MOBILE (703) 803-2608 · FAX (703) 383-

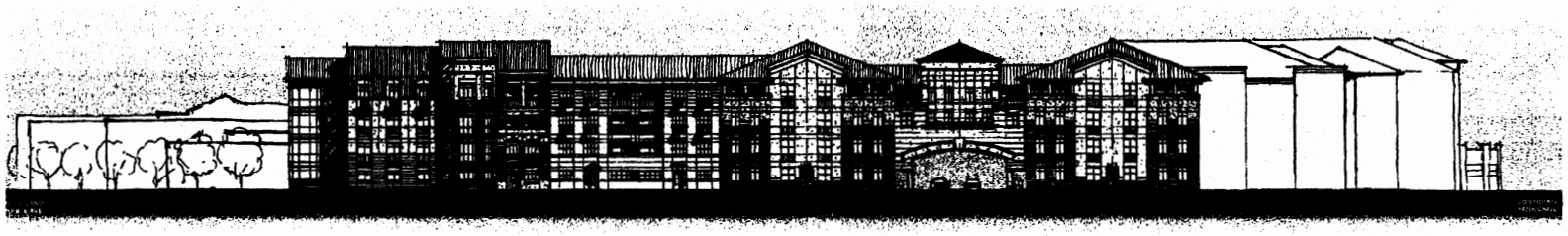
DATE: MARCH 2004
SCALE: HORZ: 1" = 40' VERT:
SEAL: COMMONWEALTH OF VIRGINIA STEVEN L. GLEASON 9/23/04 LICENSE No. 001104

PARCEL 42 - SUNRISE VALLEY DRIVE LANDSCAPE PLAN
PROJECT: WOODLAND PARK EAST
T.S.T. WOODLAND L.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

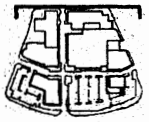
JOB: 0313-3014
CADD: 0313_152.DWG
SHEET: 9 OF 15

EAST-WEST SECTION LOOKING NORTH

PARCEL 42 - EAST/WEST ELEVATION



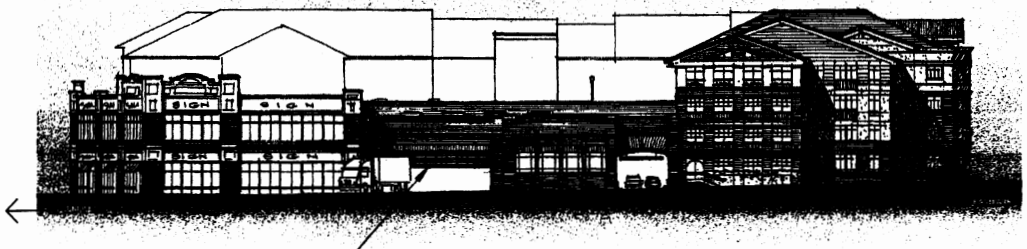
NORTH ELEVATION FACING PARK



PARCEL 42 - NORTH ELEVATION

NOTE:

THE ELEVATIONS PRESENTED ARE INTENDED TO REFLECT THE ARCHITECTURAL CHARACTER OF WOODLAND PARK EAST. SEE PROFFER 19b.



75% SOLID ROLL-UP SCREEN DOOR

PARCEL 42 - EAST ELEVATION

REVISIONS

REV. 1/28/04
REV. 4/08/04
REV. 6/08/04
REV. 7/28/04
REV. 8/28/04

SURVEY

DESIGN

DRAWN

CHECKED

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William H. Gordon Associates, Inc.
4501 Daly Drive · Chantilly, Virginia 20151
(703) 263-1900 · METRO (703) 893-9508 · FAX (703) 2

DATE MARCH 2004

SCALE HORZ: N/A
VERT: N/A

SEAL

COMMONWEALTH OF VIRGINIA
STEVEN EDWARD GLEASON
NO. 001104
8/23/04
CERTIFIED LANDSCAPE ARCHITECT

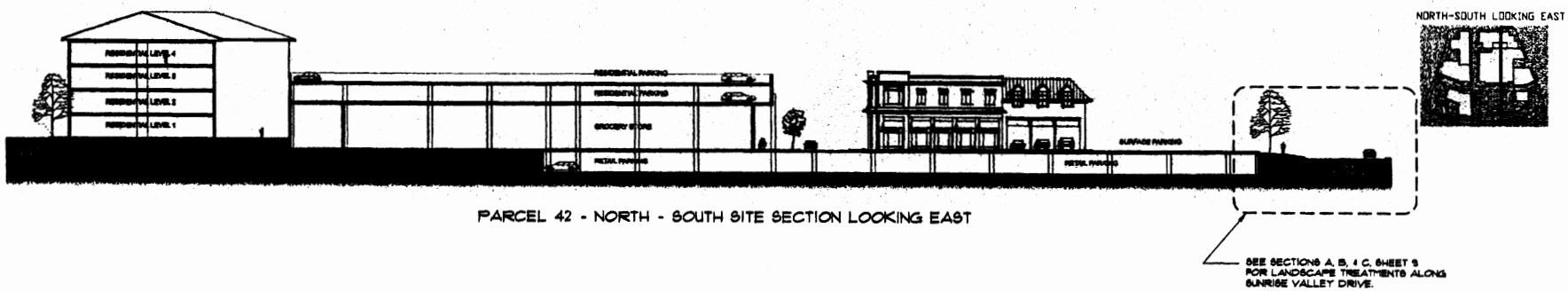
BUILDING ELEVATIONS

PROJECT
WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

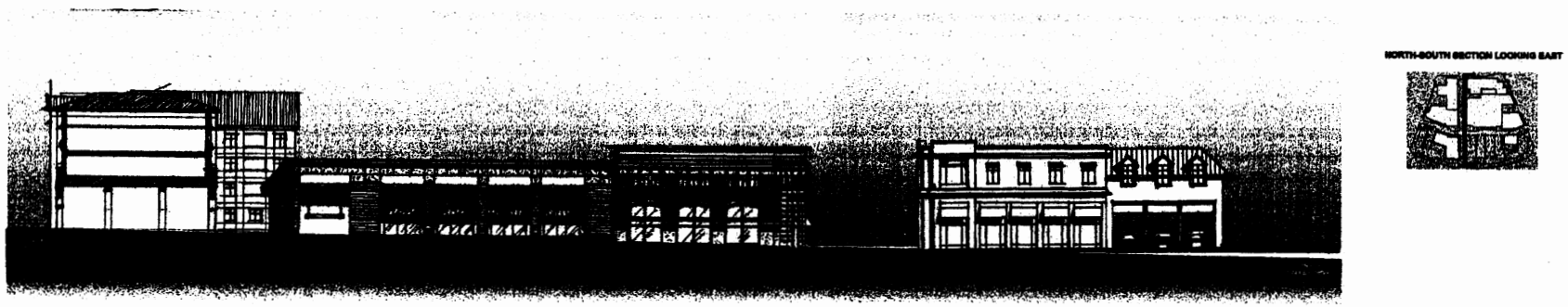
JOB 0313-3014

CADD 0313_ELEV2.DWG

SHEET 8 OF 15



PARCEL 42 - NORTH - SOUTH SITE SECTION LOOKING EAST



PARCEL 42 - NORTH - SOUTH SITE ELEVATION LOOKING EAST

PARCEL 42 - NORTH - SOUTH SITE ELEVATION LOOKING WEST

NOTE:

THE ELEVATIONS PRESENTED ARE INTENDED TO REFLECT THE ARCHITECTURAL CHARACTER OF BUILDING 5-11, WOODLAND PARK EAST. SEE PROFFER 19b.

REVISIONS
REV. 1/23/04
REV. 4/02/04
REV. 6/08/04
REV. 6/30/04
REV. 7/28/04
REV. 8/23/04

SURVEY
DESIGN TISHMAN SPEYER
DRAWN TISHMAN SPEYER
CHECKED

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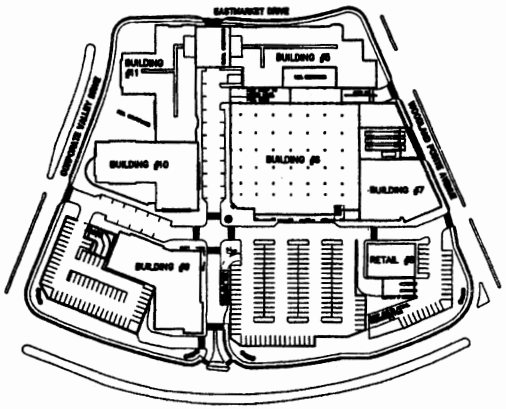
(703) 263-1900 · METRO (703) 893-9008 · FAX (703) 263

DATE MARCH 2004
SCALE HORZ: N/A VERT: N/A
SEAL
COMMONWEALTH OF VIRGINIA
STEVEN E. GLENSON
8/23/04
LICENSE No. 001104
CERTIFIED LANDSCAPE ARCHITECT

SITE SECTIONS - BLDG. ELEVATIONS

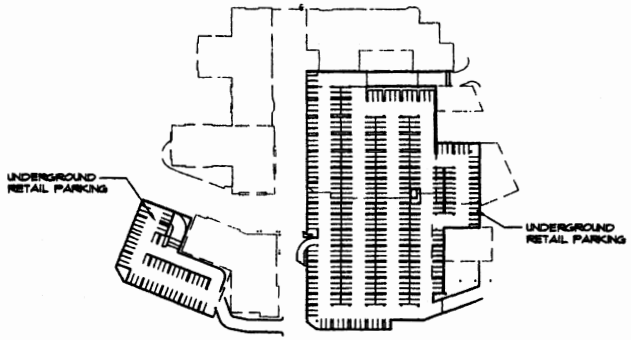
PROJECT
WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB 0313-3014
CADD 0313_SECTION1.DWG
SHEET 7 OF 15



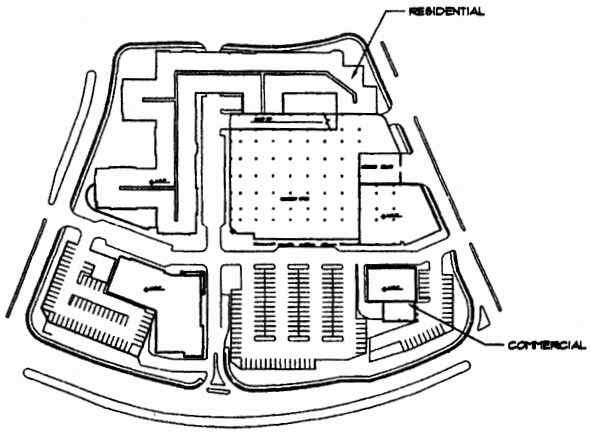
PARCEL 42 - FIRST FLOOR

237 SP TOTAL (SURFACE: 28 SP PARALLEL + 209 SP)

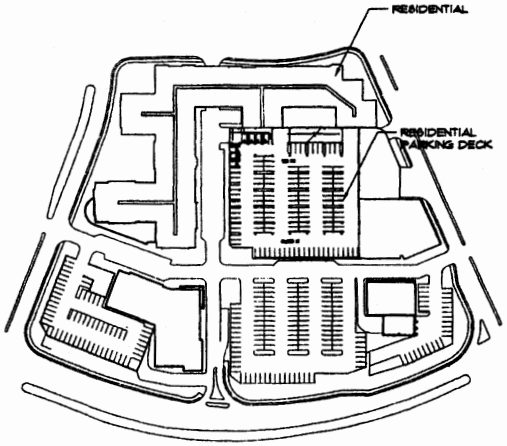


PARCEL 42 - BASEMENT/CELLAR FLOOR

381 SP TOTAL (UNDERGRND: 51 SP + 330 SP)

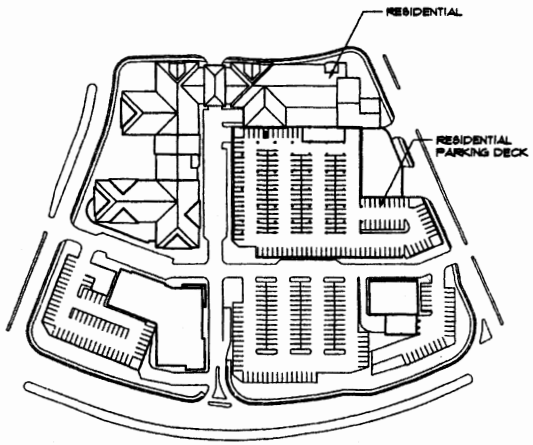


PARCEL 42 - SECOND FLOOR



PARCEL 42 - THIRD FLOOR

127 SP: (RESID. DECK)



PARCEL 42 - FOURTH FLOOR

191 SP: (RESID. DECK)

REVISIONS

REV. 1/29/04
REV. 4/02/04
REV. 6/08/04
REV. 6/30/04
REV. 7/08/04
REV. 8/28/04

SURVEY

DESIGN

DRAWN

CHECKED

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(703) 263-1900 · METRO (703) 803-6000 · FAX (703) 263

DATE MARCH 2004

SCALE HORZ: N/A
VERT: N/A

SEAL

COMMONWEALTH OF VIRGINIA
STEVEN E. JOLEASON
8/23/04
LICENSE No. 001104
CERTIFIED LANDSCAPE ARCHITECT

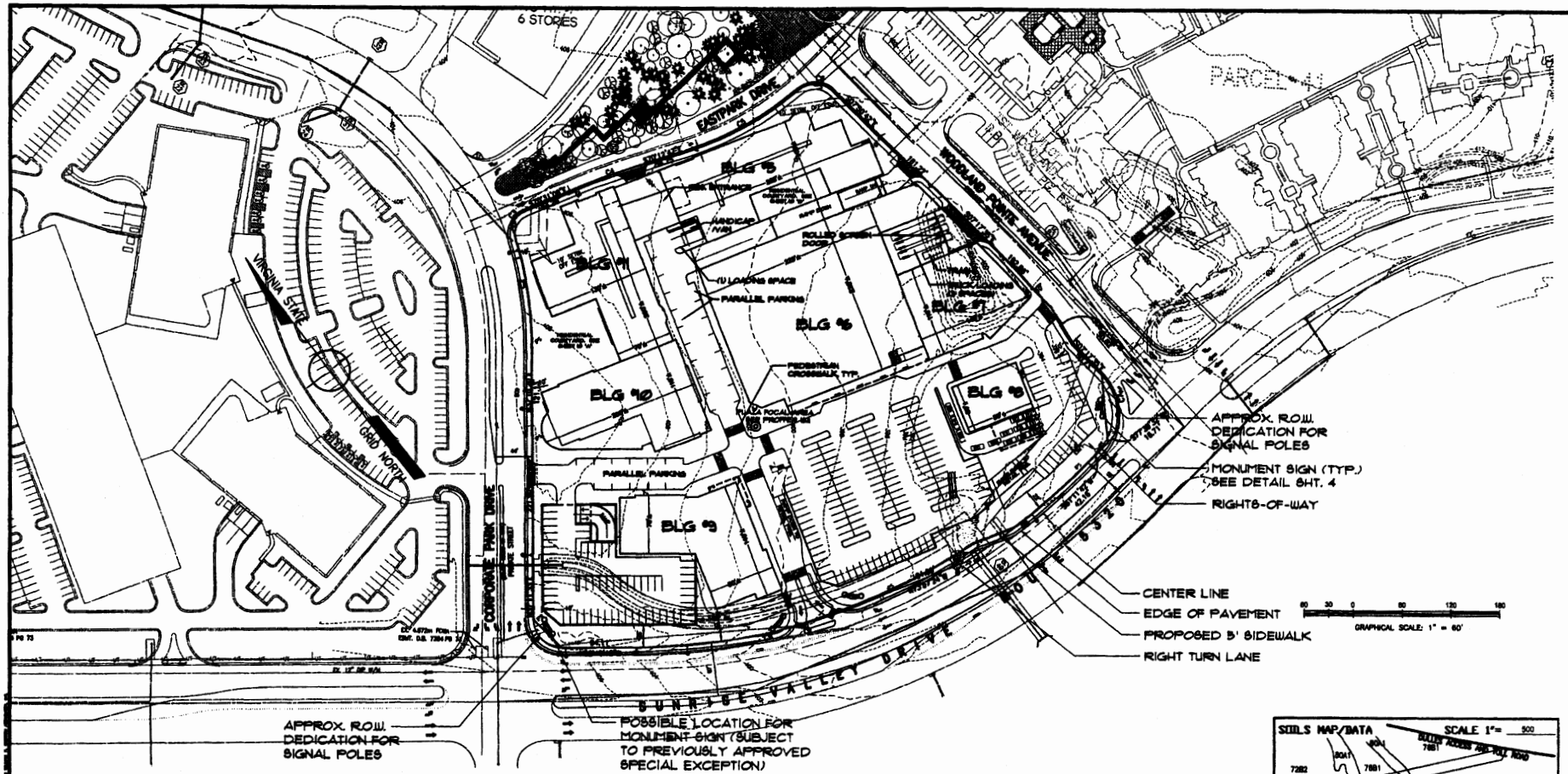
PARCEL 42 - FLOOR DIAGRAMS

PROJECT
WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB 0313-3014

CADD 0313_FLRDIA.DWG

SHEET 6 OF 15



TABULATION B: (FORMERLY TECHPONTE, NOW CURRENTLY INCL. BLDGS. 5, 6, 7, 8, 9, 10, AND 11)

SITE AREA (PARCEL 42)	6.7369 AC. (293,554 SF)							TOTALS	COMMENTS
BUILDING	BLDG. 5	BLDG. 6	BLDG. 7	BLDG. 8	BLDG. 9	BLDG. 10	BLDG. 11		
USES	HP REMD. (2)	RETAIL/ STRUC. PKG. (1)	RETAIL/ EATING ESTAB. STRUC. PKG. (1)	BANK/OFFICE	RETAIL/OFFICE EATING ESTAB.	RETAIL EATING ESTAB. HP REMD. (2)	HP REMD. (2)		SEE GENERAL NOTE 5 SHEET 2 REGARDING OTHER PRINCIPAL AND SECONDARY USES.
NO. OF STORIES	4	4 w/ UNDERGRND. PKG. (3)	4 w/ UNDERGRND. PKG. (3)	2 w/ UNDERGRND. PKG. (3)	2	4	4		
MAXIMUM BLDG. HEIGHT	50 FEET	50 FEET	50 FEET	30 FEET	30 FEET	50 FEET	50 FEET		
PRESENTED GSF (AS SHOWN HEREIN)	51,000 SF +/-	51,000 TO 60,000 SF (3) +/-	15,000 TO 21,000 SF +/-	14,000 SF +/-	30,000 SF +/-	150,000 SF +/-	71,000 SF +/-		SEE FOOTNOTE 4
SUBTOTAL: RETAIL GSF/%								143,000 +/- GSF/ 36 %	RETAIL/OFFICE SEE FOOTNOTE 4
SUBTOTAL: RESIDENTIAL GSF/%								212,000 +/- GSF/ 54 %	RESIDENTIAL SEE FOOTNOTE 4
TOTAL ESTIMATED GSF								355,000 +/- GSF/ 100%	
PROPOSED NO. OF DUs	51 DUs +/-					50 DUs +/-	16 DUs +/-	219 - 239 DUs +/- (2)	
LOADING SPACES REQUIRED/PROVIDED					0 SP. / 4 SP. ((3 TRACTOR-TRAILER SP. + 1 VAN SP.) SEE GEN'L NOTE 20-B, SHEET 2)				
DRIVE-IN BANK STACKING SPACES REQUIRED/PROVIDED					12 SP (6 SP/ea TELLER WINDOW + 2 SP EACH ADDL WINDOW) 12 SP.				
PARKING SPACES					REQUIRED			PROVIDED	
RESIDENTIAL (1.6 SP/DU) (219 +/- DUs)					348 SP. (1)			348 SP. (219 SP TOTAL BLDG. 6/7 DECK + 129 SP SURFACE PARALLEL)	
RETAIL (4 SP/1000 GSF - SHOPPING CTR.) (197,000 GSF +/-)					788 SP.			872 SP. (391 SP COMBINED UNDERGRND. + 481 SP SURFACE PARALLEL + 100 SURFACE)	
DRIVE-IN BANK (6,000 GSF + 4 SP/1000 GSF) LOBBY/TELLER/CUSTODY/)					24 SP			24 SP (SURFACE ADJACENT TO BLDG. 8)	
				TOTAL	1160 SP			1244 +/- (+/-) SP (6)	

FOOTNOTES (TABULATION 'B'):

(1) RESIDENTIAL PARKING IS BASED ON A REQ'D. PARKING RATIO OF 1.6 SP/DU PER SEC. 11-104 PARA. 8. PARKING IS PROVIDED IN A 2-LEVEL ROOFTOP GARAGE LOCATED ON TOP OF BUILDINGS 6 AND 7 THAT IS ACCESSED BY A RAMP FROM THE INTERNAL NORTH-SOUTH ACCESS DRIVE THAT BISECTS THE SITE.

(2) BLDGS. 8, 10, AND 11 INCLUDE RESIDENTIAL DWELLING UNITS THAT TOTAL APPROX. 212 +/- DUs, AND INCLUDES 24 ADU'S FOR COMBUSTIBLE BUILDINGS. SEPARATE ENTRANCE LOBBIES TO AND DROPOFFS FOR RESIDENTIAL BLDGS. 9 AND 11 ARE PROVIDED FROM THE SITE'S INTERNAL NORTH-SOUTH ACCESS DRIVE AT THE FIRST FLOOR. THE RESIDENTIAL PORTION OF BLDG. 10 IS CONNECTED TO BLDG. 11 AT FLOORS 2 THROUGH 4 AND RESIDENTIAL BLDGS. 9 AND 11 ARE CONNECTED AT FLRS 2 THROUGH 4 ABOVE THE ENTRANCE/DROPOFF AREAS.

(3) THE PROPOSED UNDERGROUND PARKING STRUCTURE IS DEVOTED ENTIRELY TO RETAIL/OFFICE USES. THERE ARE THREE PROPOSED RAMPS PROVIDING ACCESS TO THIS UNDERGROUND PARKING.

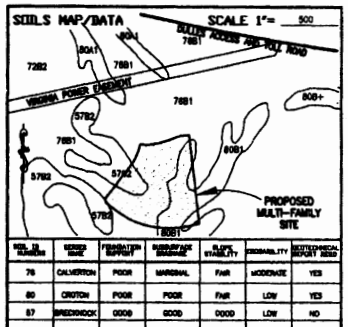
(4) THE REPRESENTED GSF ALLOCATIONS BETWEEN RESIDENTIAL AND RETAIL/OFFICE ARE APPROXIMATE. SEE GENERAL NOTE 5 AND NOTE #1 SHEET 2 REGARDING USES AND SHIFTING GSF.

(5) SEE PROFFERS REGARDING SECOND STORY USES ON BUILDINGS 7, 8, AND 9.

(6) THE APPLICANT WILL COMPLY WITH ART. 11 AS PRESENTED ON THE PARKING TABULATIONS. THE PARKING QUANTITIES ARE BASED ON A MIX OF RETAIL, RESIDENTIAL, AND BANK USES DESCRIBED ON THE CDP/FDP. FINAL PARKING COUNTS WILL BE DETERMINED AT THE TIME OF SITE PLAN AND MAY BE ADJUSTED BASED ON THE ACTUAL TENANT SPACE ALLOCATED FOR RETAIL, OFFICE, AND EATING ESTABLISHMENTS. THE APPLICANT RESERVES THE RIGHT TO SEEK A FUTURE MODIFICATION OF THE PARKING REQUIREMENTS IN ACCORDANCE WITH ART. 11-102 PARA. 4 TO ALLOW PARKING TO SERVE TWO OR MORE USES, AND/OR ART. 11-102 PARA. 3B FOR ESTABLISHMENT OF THE PROFFERED TDM PROGRAM.

SOILS MAP/DATA

SCALE 1"= 500



SOIL ID NUMBER	SERIES NAME	FOUNDATION SUPPORT	SUBGRADE DRAINAGE	SLOPE STABILITY	ERODABILITY	SUITABILITY SEED
76	CALVERTON	POOR	MARGINAL	FAIR	MODERATE	YES
80	CROTON	POOR	POOR	FAIR	LOW	YES
87	BRECKNOCK	GOOD	GOOD	GOOD	LOW	NO

SOILS WITH IDENTIFICATION NUMBERS 59, 66, 69, 141, 142, AND 152 MAY OVERLIE PARENT BEDROCK FORMATIONS WHICH HAVE BEEN FOUND TO CONTAIN NATURALLY OCCURRING ASBESTOS MINERALS. SPECIAL MINIMUM CONSTRUCTION MEASURES AND PRECAUTIONS ARE REQUIRED IN COMPLIANCE WITH HEALTH DEPARTMENT DIRECTIVES WITHIN THESE SOILS OR WITHIN FILL ORIGINATING FROM THESE SOILS.

REVISIONS
REV. 1/22/04
REV. 4/02/04
REV. 6/08/04
REV. 6/30/04
REV. 7/28/04
REV. 8/30/04

SURVEY: WHGA
DESIGN: S. HUNDLEY
DRAWN: M. HAWES
CHECKED: S. GLEASON

ENGINEERS · SURVEYORS · LAND PLANNERS · LANDSCAPE ARCHITECTS
William H. Gordon Associates, Inc.
4501 Daly Drive, Chantilly, Virginia 20151
(703) 263-1900 · METRO (703) 803-8002 · FAX (703) 263-

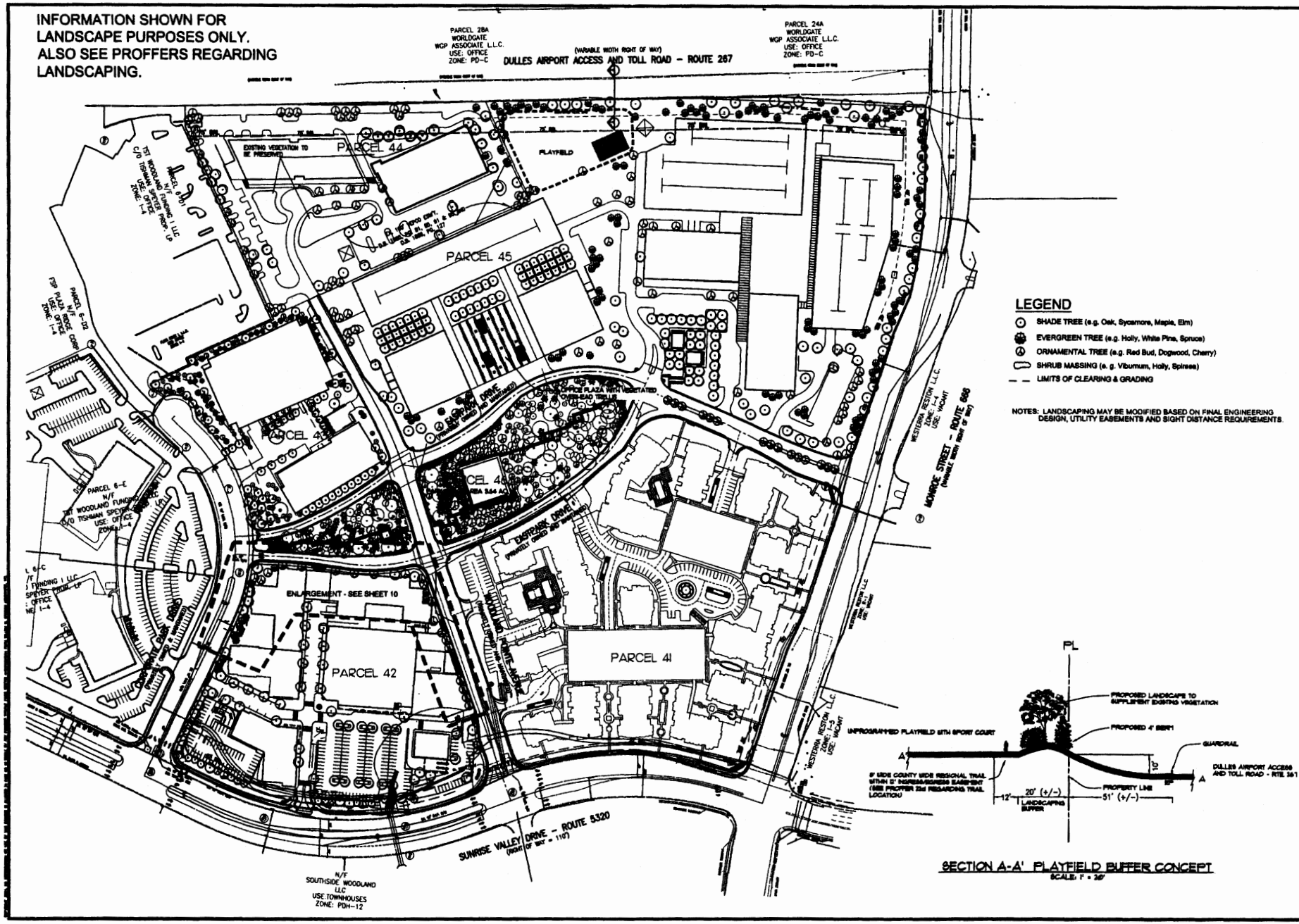
DATE: MARCH 2004
SCALE: HORZ: 1"=60' VERT: N/A
SEAL: COMMONWEALTH OF VIRGINIA STEVEN L. GLEASON 8/25/04 LICENSE No. 001104

PARCEL 42 ENLARGEMENT PLAN

PROJECT: PARCEL 42 WOODLAND PARK
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB: 0313-3014
CADD: 0313_SE3.DWG
SHEET: 5 OF 15

INFORMATION SHOWN FOR LANDSCAPE PURPOSES ONLY. ALSO SEE PROFFERS REGARDING LANDSCAPING.



LEGEND

- SHADE TREE (e.g. Oak, Sycamore, Maple, Elm)
- EVERGREEN TREE (e.g. Holly, White Pine, Spruce)
- ORNAMENTAL TREE (e.g. Red Bud, Dogwood, Cherry)
- SHRUB MASSING (e. g. Viburnum, Holly, Spirees)
- LIMITS OF CLEARING & GRADING

NOTES: LANDSCAPING MAY BE MODIFIED BASED ON FINAL ENGINEERING DESIGN, UTILITY EASEMENTS AND SIGHT DISTANCE REQUIREMENTS.

SECTION A-A' PLAYFIELD BUFFER CONCEPT
SCALE: 1" = 20'

REVISIONS
REV. 1/29/04
REV. 4/02/04
REV. 6/08/04
REV. 8/30/04
REV. 7/28/04
REV. 8/28/04

SURVEY
DESIGN S. GLEASON
DRAWN N. ZELENSKY
CHECKED S. GLEASON

ENGINEERS · SURVEYORS · LAND PLANNERS · LANDSCAPE ARCHITECTS
William H. Gordon Associates, Inc.
4501 Daly Drive · Chantilly, Virginia 20151
(703) 263-1900 · METRO (703) 803-6508 · FAX (703) 263-

DATE MARCH 2004
SCALE HORZ: 1"=100' VERT: N/A
SEAL
COMMONWEALTH OF VIRGINIA
STEVEN E. GLEASON
8/23/04
LICENSE No. 001104
CERTIFIED LANDSCAPE ARCHITECT

OVERALL LANDSCAPE PLAN

PROJECT
WOODLAND PARK EAST
T.S.T.WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB 0313-3014
CADD 0313_LS1.DWG
SHEET 4 OF 15

PARCEL 28A
WORLDGATE
WGP ASSOCIATE L.L.C.
USE: OFFICE
ZONE: PD-C

(VARIABLE WIDTH RIGHT OF WAY)
DULLES AIRPORT ACCESS AND TOLL ROAD – ROUTE 267

PARCEL 24A
WORLDGATE
WGP ASSOCIATE L.L.C.
USE: OFFICE
ZONE: PD-C

PROPOSED COUNTY-WIDE TRAIL LOCATION

N 470,564.75
E 2,314,001.40

N 470,560.80
E 2,314,061.30

S79°16'43"E 1852.12'

N 470,239.81
E 2,316,667.08

SEE PROFFERS
(REGARDING
BUILDING/GARAGE
ENVELOPES)

PARCEL 44

PARCEL 45

PARCEL 46

PARCEL 41

PARCEL 42

PARCEL 6-C
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-D
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-E
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-B
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-A
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-F
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-G
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-H
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-D2
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-I
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-J
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-K
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-L
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-M
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-N
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-O
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-P
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-Q
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-R
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-S
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-T
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-U
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-V
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-W
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-X
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-Y
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-Z
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-AA
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-BB
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-CC
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-DD
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-EE
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-FF
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-GG
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-HH
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-II
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-JJ
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-KK
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-LL
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-MM
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-NN
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-OO
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-PP
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-QQ
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-RR
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-SS
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-TT
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-UU
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-VV
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-WW
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-XX
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-YY
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-ZZ
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-AAA
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-BBB
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-CCC
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-DDD
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-EEE
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-FFF
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-GGG
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-HHH
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-III
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-JJJ
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-KKK
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-LLL
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-MMM
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-NNN
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-OOO
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-PPP
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-QQQ
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-RRR
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-SSS
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-TTT
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-UUU
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-VVV
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-WWW
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-XXX
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-YYY
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-ZZZ
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-AAAA
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-BBBB
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-CCCC
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-DDDD
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-EEEE
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-FFFF
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-GGGG
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-HHHH
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-IIII
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-JJJJ
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-KKKK
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-LLLL
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-MMMM
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-NNNN
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-OOOO
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-PPPP
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-QQQQ
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-RRRR
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-SSSS
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-TTTT
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-UUUU
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-VVVV
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-WWWW
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-XXXX
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-YYYY
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-ZZZZ
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-AAAAA
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-BBBBB
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-CCCCC
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-DDDDD
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-EEEEE
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-FFFFF
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-GGGGG
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-HHHHH
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-IIIII
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-JJJJJ
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-KKKKK
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-LLLLL
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-MMMMM
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-NNNNN
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-OOOOO
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-PPPPP
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-QQQQQ
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-RRRRR
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-SSSSS
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-TTTTT
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1ST WOODLAND FUNDING I LLC
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PARCEL 6-UUUUU
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C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-VVVVV
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-WWWWW
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-XXXXX
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-YYYYY
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-ZZZZZ
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-AAAAAA
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-BBBBBB
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-CCCCCC
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1ST WOODLAND FUNDING I LLC
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PARCEL 6-DDDDDD
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-EEEEEE
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-FFFFFF
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1ST WOODLAND FUNDING I LLC
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PARCEL 6-GGGGGG
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PARCEL 6-HHHHHH
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PARCEL 6-IIIIII
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-JJJJJJ
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-KKKKKK
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PARCEL 6-LLLLLL
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PARCEL 6-MMMMMM
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PARCEL 6-NNNNNN
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PARCEL 6-OOOOOO
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PARCEL 6-PPPPPP
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PARCEL 6-QQQQQQ
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PARCEL 6-RRRRRR
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-SSSSSS
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PARCEL 6-TTTTTT
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PARCEL 6-UUUUUU
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USE: OFFICE
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PARCEL 6-VVVVVV
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PARCEL 6-WWWWWW
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-XXXXXX
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-YYYYYY
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-ZZZZZZ
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-AAAAAAA
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-BBBBBBB
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-CCCCCCC
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-DDDDDDD
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-EEEEEEE
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PARCEL 6-FFFFFFF
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PARCEL 6-GGGGGGG
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PARCEL 6-HHHHHHH
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-IIIIIIII
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C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-JJJJJJJ
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-KKKKKKK
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1ST WOODLAND FUNDING I LLC
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PARCEL 6-LLLLLLL
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PARCEL 6-MMMMMMM
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PARCEL 6-NNNNNNN
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PARCEL 6-OOOOOOO
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PARCEL 6-PPPPPPP
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PARCEL 6-QQQQQQQ
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PARCEL 6-RRRRRRR
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PARCEL 6-SSSSSSS
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-TTTTTTT
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PARCEL 6-UUUUUUU
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-VVVVVVV
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-WWWWWWW
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-XXXXXXX
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-YYYYYYY
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-ZZZZZZZ
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-AAAAAAAA
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-BBBBBBBB
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-CCCCCCCC
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PARCEL 6-DDDDDDDD
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PARCEL 6-EEEEEEEE
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PARCEL 6-GGGGGGGG
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-HHHHHHHH
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-IIIIIIIII
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PARCEL 6-JJJJJJJJ
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-KKKKKKKK
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-LLLLLLLL
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-MMMMMMMM
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C/O TISHMAN SPEYER PROP. LP
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PARCEL 6-NNNNNNNN
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C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-OOOOOOOO
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-PPPPPPPP
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-QQQQQQQQ
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
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PARCEL 6-RRRRRRRR
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-SSSSSSSS
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-TTTTTTTT
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-UUUUUUUU
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1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-VVVVVVVV
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-WWWWWWWW
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL 6-XXXXXXXX
N/F
1ST WOODLAND FUNDING I LLC
C/O TISHMAN SPEYER PROP. LP
USE: OFFICE
ZONE: I-4

PARCEL

GENERAL NOTES

1. APPLICANT REQUESTS. THE APPLICANT IS REQUESTING A PROFFER CONDITION AMENDMENT (PCA) FOR 77-C-098 AND 89-C-039 TO DELETE LAND AREA, A PARTIAL PCA ON 2000-HM-044, AND A CONCEPTUAL/FINAL DEVELOPMENT PLAN (CDP/FDP) TO ALLOW A REZONING FROM I-4 AND PDC TO PDC. THE CDP/FDP PROPOSES TO ESTABLISH A MIXED USE PROJECT THAT INCLUDES MULTI-FAMILY RESIDENTIAL USES ON PARCEL 42. THE OVERALL DEVELOPMENT FOR WOODLAND PARK SHALL REMAIN 0.70 FAR. THE SITE IS PRESENTLY GOVERNED BY THREE ZONING CASES (77-C-098, 89-C-039 AND 2000-HM-044). THE PROPERTY SUBJECT TO THIS REZONING APPLICATION CONSISTS OF 41.33 ACRES OR 2,061,400 SQUARE FEET. THE APPLICANT IS PROPOSING TO REZONE THE SITE TO MODIFY THE GOVERNING PROFFERS IN ORDER TO DEVELOP A MIXED USE PROJECT WITH COMMERCIAL OFFICE/RETAIL AND RESIDENTIAL USES.

2. COMPREHENSIVE PLAN. THE SUBJECT PROPERTY IS LOCATED IN SUB-UNIT B-1 AND B-3 IN THE RESTON HERNDON SUBURBAN CENTER PLANNED FOR COMMERCIAL OFFICE, HOTEL AND MIXED USE DEVELOPMENT UP TO A 0.70 FAR. THE PROPOSED ZONING AMENDMENTS ARE IN HARMONY WITH THE COMPREHENSIVE PLAN AND PREVIOUS APPROVALS FOR WOODLAND PARK.

3. OWNERSHIP/LOCATION. THE PROPERTY IS OWNED BY TST WOODLAND LLC. THE PROPERTY IS LOCATED ON FAIRFAX COUNTY TAX MAP 16-4-((1)), PARCELS 42, 43, 44, 45 AND 46.

4. MIXED USE CONCEPT. NOTWITHSTANDING WHAT IS PRESENTED ON PARCEL 42, THE OWNER RESERVES THE RIGHT TO ESTABLISH SECONDARY USES WITHIN THE FIRST TWO FLOORS (PLAZA, GROUND FLOOR, OR SECOND FLOOR) OF ANY OF THE COMMERCIAL OFFICE BUILDINGS SHOWN. SEE PROFFERS REGARDING THE TOTAL GROSS SQUARE FOOTAGE THAT MAY BE DEVOTED TO SECONDARY USES.

5. PROPOSED USES. IT SHALL BE UNDERSTOOD THAT THE PRIMARY USE OF BUILDINGS 1, 2, 3, 4, 12, AND 13 SHALL BE OFFICE AND SCIENTIFIC RESEARCH AND TRAINING. IN LIEU OF OFFICE USE, A HOTEL USE MAY ALSO BE ESTABLISHED IN EITHER BUILDINGS 1 OR 2. THE PRIMARY USES FOR PARCEL 42 CONSISTING OF BLDGS 5 THROUGH 11 ARE RETAIL SALES ESTABLISHMENTS AND MULTI-FAMILY DWELLINGS THAT ARE REFLECTED ON TABULATION 'B' ON SHEET 2. HOWEVER, THE SECOND STORY LEVEL OF BLDGS 7, 8 & 9 MAY ALSO INCLUDE THE BELOW LISTED PRINCIPAL OR SECONDARY USES. THE FOLLOWING PRINCIPAL AND SECONDARY USES MAY ALSO BE ESTABLISHED:

A. PRINCIPAL USES. BUSINESS SERVICE, PERSONAL SERVICE, AND SUPPLY SERVICE ESTABLISHMENTS, EATING ESTABLISHMENTS, AND FACILITIES TO HOUSE CULTURAL OR CIVIC EVENTS, FINANCIAL INSTITUTIONS, PUBLIC USES, AND RETAIL SALES ESTABLISHMENTS.

B. SECONDARY USES. ACCESSORY USES, ACCESSORY SERVICE USES, BANK-TELLER MACHINES, FAST FOOD RESTAURANTS (AS FURTHER QUALIFIED BY PROFFER), QUICK SERVICE FOOD STORES, HEALTH CLUBS, COMMUNITY USES, DWELLINGS, INSTITUTIONAL USES, CHILD CARE CENTERS, NURSERY SCHOOLS AND PRIVATE SCHOOLS OF GENERAL AND SPECIAL EDUCATION. THIS LIST OF PERMITTED USES SHALL NOT PROHIBIT THE PROPERTY OWNER FROM SEEKING SPECIAL EXCEPTION OR SPECIAL PERMIT APPROVAL, OR A CONCEPTUAL DEVELOPMENT PLAN AMENDMENT TO MODIFY PERMITTED USES. • NO DRIVE THROUGH USES ARE PROPOSED EXCEPT FOR BANK DRIVE THROUGH ON PARCEL 42.

6. DENSITY CREDIT. AS PART OF THIS APPLICATION, THE APPLICANT IS PROPOSING TO UTILIZE DENSITY CREDIT FROM PREVIOUS ROAD DEDICATIONS IN ORDER TO COMPLY WITH THE COMPREHENSIVE PLAN (SEE SHEET 2).

7. SHIFTING GROSS SQUARE FOOTAGE. SEE PROFFERS ENTITLED MINOR MODIFICATIONS AND ALTERATIONS.

8. PARKING. PARKING SHALL BE PROVIDED PURSUANT TO ZONING ORDINANCE SECTION 11-102. A MIXTURE OF SURFACE AND STRUCTURED PARKING WILL BE PROVIDED. THE APPLICANT RESERVES THE RIGHT TO PROVIDE PARKING IN EXCESS OF ZONING ORDINANCE REQUIREMENTS, PROVIDED THAT THE MINIMUM OPEN SPACE SHOWN AND PERIPHERAL DIMENSIONS ARE NOT REDUCED. THE CONSTRUCTION OF THE PARKING GARAGES MAY BE PHASED TO ACCOMMODATE TENANT NEEDS SO LONG AS THE MINIMUM PARKING REQUIREMENTS CAN BE MET.

9. TRAILS. THE COUNTY-WIDE TRAILS PLAN DEPICTS A MAJOR REGIONAL TRAIL ALONG THE SOUTH SIDE OF THE DULLES AIRPORT ACCESS ROAD/RTE 267. THE APPLICANT IS PROPOSING CONSTRUCTION OF AN ON-SITE 8' WIDE PAVED TRAIL WITHIN A 12' WIDE ESMT. (PER THE PFM) AS SHOWN. SIDEWALKS ALONG MONROE STREET AND SUNRISE VALLEY DRIVE WILL BE PROVIDED AT THE TIME OF FINAL SITE PLAN SUBMISSION.

10. WATER/SEWER. THE PROPERTY IS SERVED BY EXISTING PUBLIC SEWER AND WATER. NO OTHER PUBLIC IMPROVEMENTS ARE PROPOSED UNLESS OTHERWISE NOTED.

11. TOPOGRAPHY. TOPOGRAPHY IS FIELD RUN AND WAS PREPARED BY WILLIAM H. GORDON ASSOCIATES. THE CONTOUR INTERVAL IS 2 FEET.

12. SCENIC ASSETS/NATURAL FEATURES. OUTSIDE THE CENTRAL PARK, THERE ARE NO AREAS OF THE SITE THAT HAVE SCENIC ASSETS OR NATURAL FEATURES DESERVING OF PROTECTION.

13. SWM. STORM WATER MANAGEMENT (SWM) FOR THE SOUTHERN PORTION OF WOODLAND PARK EAST IS PROVIDED BY EXISTING FACILITIES LOCATED SOUTH OF THE SITE. ADDITIONAL STORM WATER MANAGEMENT FACILITIES ARE PROPOSED FOR THE REMAINING PORTION OF THE SITE THAT DRAINS EAST TO MONROE STREET. THESE FACILITIES WILL ALSO PROVIDE WATER QUALITY MANAGEMENT ("BMPs") FOR THE DEVELOPMENT AND WILL BE PRIVATELY OWNED AND MAINTAINED. THE APPLICANT RESERVES THE RIGHT TO ELIMINATE PARKING SPACES TO PROVIDE A POND IN LIEU OF UNDERGROUND FACILITIES, TO REQUEST WAIVERS IN ACCORDANCE WITH THE PFM, OR TO PROVIDE OTHER SWM/BMP ALTERNATIVES.

14. RPA. NO RESOURCE PROTECTION AREAS (RPA'S) EXIST ON SITE. THE SITE IS LOCATED WITHIN A RESOURCE MANAGEMENT AREA.

15. FLOODPLAIN/WETLANDS. THERE ARE NO 100-YEAR FLOODPLAIN LIMITS WITHIN THE SITE. THE APPLICANT WILL OBTAIN ALL WETLANDS PERMITS REQUIRED BY LAW PRIOR TO COMMENCING ANY LAND DISTURBING ACTIVITIES.

16. UTILITY EASEMENTS. MAJOR UTILITY EASEMENTS WITH A WIDTH OF 25 FEET OR MORE ARE SHOWN AND INCLUDE A VA. POWER EASEMENT.

17. STREETS. ALL STREETS SHOWN WITHIN THE ZONING LIMITS WILL BE PRIVATELY OWNED AND MAINTAINED.

18. GRAVES. TO THE BEST OF THE APPLICANT'S KNOWLEDGE AND BELIEF, THERE IS NO EVIDENCE OF ANY GRAVE, OBJECT OR STRUCTURE MARKING A PLACE OF BURIAL ON THIS PROPERTY.

19. EXISTING STRUCTURES. THERE ARE NO EXISTING BUILDINGS ON SITE.

20. WAIVERS/REQUESTS. THE PROPOSED USES ARE IN CONFORMANCE WITH THE COMPREHENSIVE PLAN AND THE PROVISIONS OF ALL APPLICABLE ORDINANCES, REGULATIONS, ADOPTED STANDARDS AND ANY APPLICABLE CONDITIONS, EXCEPT AS STATED BELOW:

A. A MODIFICATION OF THE TRANSITIONAL SCREENING AND A WAIVER OF THE BARRIER REQUIREMENTS ALONG THE SOUTHERN BOUNDARY PURSUANT TO 13-304 PARA 3.

B. A MODIFICATION OF 25-FOOT-WIDE TRANSITIONAL SCREENING 1 AND BARRIER TYPE D, E, OR F BETWEEN COMMERCIAL USES AND MULTIFAMILY USES PURSUANT TO 13-304 PARA 3.

C. A WAIVER OF SERVICE DRIVE REQUIREMENT ALONG THE DULLES TOLL ROAD IN ACCORDANCE WITH SECTION 17-201(3).

D. A WAIVER OF THE 75 FOOT SETBACK FROM THE RIGHT-OF-WAY OF THE DULLES AIRPORT ACCESS AND TOLL ROAD ("DAAR") AS REQUIRED BY SECTION 2-414 OF THE ZONING ORDINANCE TO ALLOW A COVERED PEDESTRIAN CONNECTION FROM THE PARKING GARAGE TO THE OFFICE BUILDING.

E. A MODIFICATION OF THE LOADING SPACE REQUIREMENT FOR PARCEL 42 TO PROVIDE FOUR (4) LOADING SPACES AND A LOADING DOCK AS SHOWN ON SHEET 8.

F. A WAIVER OF THE 600-FOOT PRIVATE STREET LENGTH REQUIREMENT PURSUANT TO SEC. 11-302 PARA. 2.

21. CLEARING/GRADING. THE LIMITS OF CLEARING AND GRADING SHALL BE THE ENTIRE BOUNDARY OF THE PROPERTY, UNLESS OTHERWISE NOTED (I.E. % TREE COVERAGE REQUIREMENT WITH PROPOSED LANDSCAPING ALONG THE CENTRAL PARK). THE DEVELOPMENT WILL MEET OR EXCEED THE MINIMUM 10 PERCENT TREE COVERAGE REQUIREMENT WITH PROPOSED LANDSCAPING AND, WHERE FEASIBLE, THE PRESERVATION OF EXISTING VEGETATION.

22. HAZMAT. TO THE BEST OF THE APPLICANT'S KNOWLEDGE AND BELIEF, THERE ARE NO HAZARDOUS OR TOXIC SUBSTANCES (AS SET FORTH IN TITLE 40, CODE OF FEDERAL REGULATIONS PARTS 116.4, 302.4, AND 355; COMMONWEALTH OF VIRGINIA/DEPARTMENT OF WASTE MANAGEMENT REGULATIONS VR 672-10-1 - VIRGINIA HAZARDOUS WASTE MANAGEMENT REGULATIONS; AND/OR PETROLEUM PRODUCTS AS DEFINED IN TITLE 40, CODE OF FEDERAL REGULATIONS PART 280) OR STORAGE TANKS OR CONTAINERS ON SITE. SUCH SUBSTANCES WILL NOT BE GENERATED, UTILIZED, STORED, TREATED AND/OR DISPOSED OF ON SITE. IN THE EVENT THAT SUCH SUBSTANCES ARE FOUND TO BE ON SITE, THEY WILL BE DISPOSED OF IN AN APPROPRIATE MANNER.

23. FAA COMPLIANCE. THE APPLICANT WILL COMPLY WITH ALL FEDERAL AVIATION ADMINISTRATION GUIDELINES REGARDING BUILDING HEIGHT.

24. DEVELOPMENT TIMETABLE. THE DEVELOPMENT SCHEDULE SHALL BE DETERMINED BY THE APPLICANT BASED UPON MARKET CONDITIONS.

25. SPECIAL AMENITIES. COMMERCIAL SITE AMENITIES FOR THE PROJECT INCLUDE A CENTRAL PARK (OUTLOT A), A 22,000 SF +/- PLAYFIELD WITH NATURAL SPACE AND A SAND VOLLEYBALL COURT, AND A JOGGING TRAIL. RECREATIONAL AMENITIES FOR PARCEL 42 INCLUDE TWO LANDSCAPED COURTYARDS (SEE SHEET 10), A FITNESS CENTER AND A COMMUNITY ROOM.

26. MINOR MODIFICATIONS. THE APPLICANT RESERVES THE RIGHT TO ALTER BUILDING FOOTPRINT SIZES, MODIFY LANDSCAPE PLAZAS, ADJUST PEDESTRIAN AND VEHICULAR CIRCULATION AREAS, AND SHIFT BUILDING LOCATIONS WITHIN BUILDING ENVELOPES AT THE TIME OF FINAL ARCHITECTURAL SITE PLAN SUBMISSION PROVIDED THE POINTS OF ACCESS, MINIMUM PERIPHERAL BUILDING SETBACKS AND LOCATION, AND GENERAL AMOUNT OF OPEN SPACE ARE MAINTAINED IN SUBSTANTIAL CONFORMANCE WITH THAT SHOWN ON THE CDP/FDP. MODIFICATIONS MAY ALSO BE MADE IN ORDER TO ACCOMMODATE EMERGENCY/FIRE ACCESS AND/OR LADDER TRUCK ACCESSWAYS.

27. SIGNAGE. ALL SIGNS SHALL COMPLY WITH THE PROVISIONS OF THE FAIRFAX COUNTY SIGN CODE AND THE ADOPTED SIGN PLAN FOR WOODLAND PARK AS MAY BE AMENDED. IN ADDITION, TO ASSURE DESIGN CONSISTENCY, ALL SIGNS SHALL COMPLY WITH THE DESIGN GUIDELINES FOR COMMERCIAL USES ADOPTED BY THE COMMERCIAL OWNERS' ASSOCIATION IN WOODLAND PARK.

TABULATION A: (ENTIRE AREA SUBJECT TO THIS ZONING APPLICATION)

PDC ZONING	PERMITTED/REQ'D	AREAS 'A' + 'B' PROPOSED	I-4 to PDC (AREA 'A') PARCELS 42, 43, 44, PT 46	PDC (AREA 'B') PARCELS 45, PT 46	AREA 'C' FAIRFIELD PARCEL 41
MINIMUM SITE AREA (PDC REZONING):	N/A	47.32848 AC. (2,061,400 SF)	20.9387 AC (912,090 GSF)	26.38676 AC (1,149,407 GSF)	12.93942 AC (563,641 GSF)
CORPORATE PARK DR. CREDIT:			2.00194 AC (87,205 GSF) (4)		
DENSITY CREDIT ROW AREA:	(SEE NOTE 6, THIS SHEET)	(1) 15.57644 AC. (678,510 SF)		15.57644 AC (678,510 GSF) (5)	
TOTAL AREA		64.90384 AC. (2,827,213 SF)	22.94064 AC. (999,295 GSF)	41.96832 AC (1,827,917 GSF)	12.93942 AC (563,641 GSF)
FLOOR AREA RATIO:	1.5 (0.70 PER COMP PLAN)	0.63	0.71	0.58	1.06
PROPOSED GROSS SQUARE FOOTAGE:	1,773,621 GSF(1)	1,773,621 GSF (100%) (1)	712,443 GSF (100%)	1,061,178 GSF (100%)	599,976 GSF
PRINCIPAL USES - (E.G. COMMERCIAL OFFICE, HOTEL, RETAIL, ETC.) SEE NOTE No. 5A	UP TO 100%	1,544,621+/- GSF (87.1 %)	483,443 GSF+/- (67.9 %)	1,061,178 GSF (100%)	N/A
SECONDARY USES:	UP TO 50% OF PRINCIPAL USES	229,000+/- GSF (12.9 %)	229,000 +/- GSF (32.1 %)	N/A	599,976 GSF
- RESIDENTIAL (I.E. DWELLINGS, ADUs)		212,000+/-	212,000 +/- GSF	N/A	599,976 GSF
- NON-RESIDENTIAL (I.E. NON-DWELLINGS, NON-ADUs) (E.G. DRIVE-IN BANKS) SEE NOTE 5B		17,000+/- GSF	17,000 +/- GSF	N/A	N/A
NUMBER OF DWELLING UNITS:	N/A	APPROX. 212 DUs (3)	APPROX. 212 DUs (3)	N/A	564 DUs
MAXIMUM OFFICE BUILDING HEIGHT:	N/A	UP TO 180' FEET(1)	UP TO 180' FEET(1)	UP TO 180' FEET(1)	N/A
MAXIMUM RESIDENTIAL BUILDING HEIGHT:	N/A	AS PRESENTED HEREON	UP TO 85' FEET(1)	N/A	UP TO 180' FEET(1)
MINIMUM YARDS (E.G. FRONT, SIDE, REAR)	(SEE BULK PLANE DIAGRAM ON SHT. 3 FOR COMPARABLE YARDS PER C-3 ZONE DISTRICT)	(AS PRESENTED ON SHT.3 FOR BLDG. SETBACK DIMENSIONS)	(AS PRESENTED ON SHT.3 FOR BLDG. SETBACK DIMENSIONS)	(AS GENERALLY PRESENTED ON SHT 3 THIS SET)	AS PRESENTED ON SHT.2 (CP 38) IN SITE PLAN 5516-SP-34-02
OPEN SPACE:	15%	23% +/-	15% REQ'D / 24% PROV.	15% REQ'D / 23% PROV.	20% REQ'D / 43% PROV.
OFFICE PARKING SPACES:	2.6 SP/1000 GSF	MIN. 2.6 SP/1000 GSF	MIN. 2.6 SP/1000 GSF	MIN. 2.6 SP/1000 GSF	N/A
RESIDENTIAL PARKING SPACES:	1.6 SP/UNIT	MIN. 1.6 SP/UNIT	MIN. 1.6 SP/UNIT	MIN. 1.6 SP/UNIT	935 SP REQ'D / 940 SP PROV.
RETAIL SALES ESTABLISHMENTS	4 SP/1000 GSF	4 SP/1000 GSF	4 SP/1000 GSF	4 SP/1000 GSF	N/A
HOTEL PARKING SPACES:	1 SP/UNIT + 1 PER 50 UNITS	MIN. 1 SP/UNIT + 1 PER 50 UNITS	N/A	MIN. 1 SP/UNIT + 1 PER 50 UNITS	N/A
LOADING SPACES/OFFICE	MAX 5 PER SITE	MAX. 5 PER SITE	MAX. 5 PER SITE	MAX. 5 PER SITE	MAX. 5 PER SITE

FOOTNOTE (TABULATION 'A'):

(1) WHERE COMPATIBLE WITH ANGLE OF BULK PLANE AND FAA REGULATIONS, EXCLUDING PENTHOUSES. SEE GENERAL NOTE No. 23.

(2) SEE PROFFER No. 1 REGARDING LIMITS TO NON-RESIDENTIAL SECONDARY USES ALLOWED.

(3) THE APPLICANT WILL COMPLY WITH ARTICLE 2-800 FOR ADU'S (ESTIMATED AT 5% OF TOTAL FOR TYPE-5 BUILDING)

(4) CORPORATE PARK DRIVE ROW CREDIT

(5) DENSITY CREDITS FOR VARIOUS ROW - SEE TABULATION B, THIS SHEET

TABULATION B:

OVERALL WOODLAND PARK EAST
(Includes Entire PDC Zoning District)

016-4-0043	12	4.0137	Office (SP #5516-SP-28-1)	162,287	0.93	Office	162,287	0.93	0.93
016-4-0044	13	6.7796	Office (SP #5516-SP-28-1)	195,156	0.66	Office	195,156	0.66	0.66
016-4-0041	Fairfield LLC	12.9394	Multi-Family	600,000	1.06	Multi-Family (under construction)	599,976	1.06	1.06
016-4-0045 (portion of)	1 and 2	21.0216	Office/Hotel (8.3 AC per CDP/FDP)	400,000	1.11	Office/Hotel (8.3 AC per CDP/FDP)	400,000	1.11	1.11
016-4-0045 (portion of)	3 and 4		Office (11.8 AC on CDP/FDP)	646,616	1.26	Office (11.8 AC on CDP/FDP)	661,178	1.29	1.29
016-4-0045 (portion of)	N/A		Retail, Restaurant, Service Uses (on 1.1 Ac on CDP/FDP)	28,000	0.54	Retail, Restaurant & Service Uses (uses allocated to Parcel 42, density allocated to Parcel 45)	0	0.00	0.00
016-4-0042	5,6,7,8 9,10,11	8.2333	Office (SP #5516-SP-3-1)	327,452	0.91	Retail Sales, Multi-Family, Office, Restaurant, Bank	355,000	0.99	0.99
016-4-0046	N/A	7.2773	Central Park (excluding private road) is approximatley 3.5 Ac.)	0	0.00	Central park	0	0	0
				2,357,511			2,373,597		
Total Net Area:		60.2649		2,357,511	0.90		2,373,597	0.90	0.90
Plus Density Credit For ROW		15.57644							
Corp. Park Dr. (outlot D) Credit		2.00194							
Allowed and Proposed FAR:		77.84438		2,373,597	0.70	SF UNDER	2,373,597	0.70	0.70

REVISIONS

REV. 1/29/04
REV. 4/02/04
REV. 6/8/04
REV. 6/30/04
REV. 7/28/04
REV. 08/30/04

SURVEY

DESIGN S. GLEASON

DRAWN N. ZELENSKY

CHECKED S. GLEASON

ENGINEERS · SURVEYORS · LAND PLANNERS · LANDSCAPE ARCHITECTS
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4501 Daly Drive · Chantilly, Virginia 20151
(703) 263-1900 · METRO (703) 803-8506 · FAX (703) 2[illegible]

DATE MARCH 2004

SCALE HORZ: N/A VERT: N/A

SEAL: COMMONWEALTH OF VIRGINIA · STEVE B. GLEASON · 8/23/04 · LICENSE No. 001104 · CERTIFIED LANDSCAPE ARCHITECT

PCA/CDP/FDP NOTES

PROJECT
WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

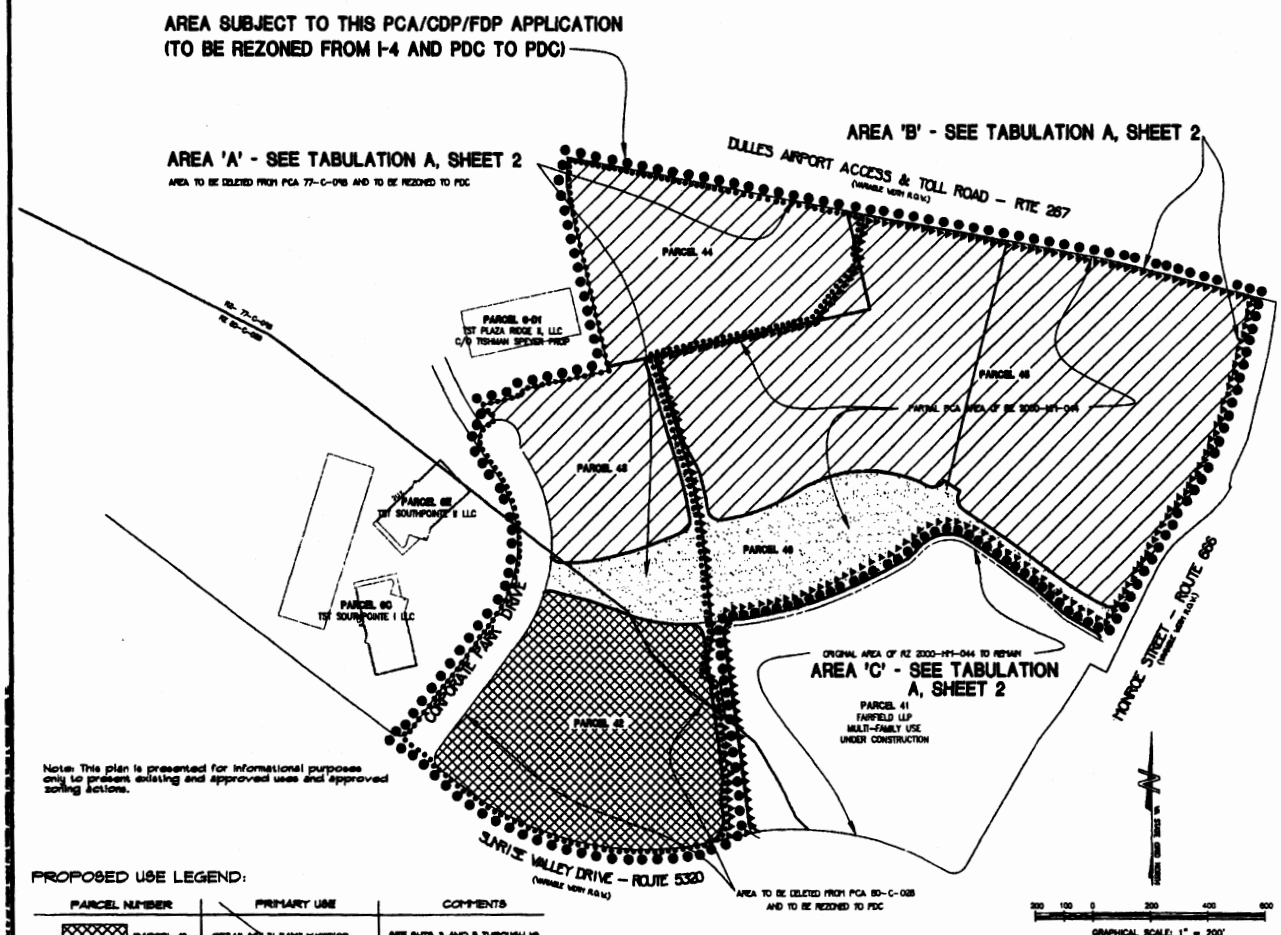
JOB 0313-3014

CADD 0313_NT1A.dwg

SHEET 2 OF 15

WOODLAND PARK EAST

PCA 2000-HM-044-1, PCA 80-C-028-7, PCA 77-C-098-5, RZ 2003-HM-46



Note: This plan is presented for informational purposes only to present existing and approved uses and approved zoning actions.

PROPOSED USE LEGEND:

PARCEL NUMBER	PRIMARY USE	COMMENTS
PARCEL 42	RETAIL/MULTI-FAMILY/OFFICE	SEE SHTS. 3 AND 5 THROUGH 10
PARCELS 43/ 44/ 45	OFFICE	SEE SHTS. 3, 11 & 12
PARCEL 46	CENTRAL PARK (OUTLOT)	SEE SHT. 13 (PERSPECTIVE)

●●●●● LIMITS OF CDP/FDP/PCA

VICINITY MAP
SCALE: 1"=2000'

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SHEET 13 - RIGHT-OF-WAY DENSITY ALLOCATION TABULATION
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REVISIONS
REV. 1/28/04
REV. 4/02/04
REV. 6/8/04
REV. 6/30/04
REV. 7/28/04
REV. 08/28/04

SURVEY
DESIGN S. GLEASON
DRAWN M. HAWES
CHECKED S. GLEA

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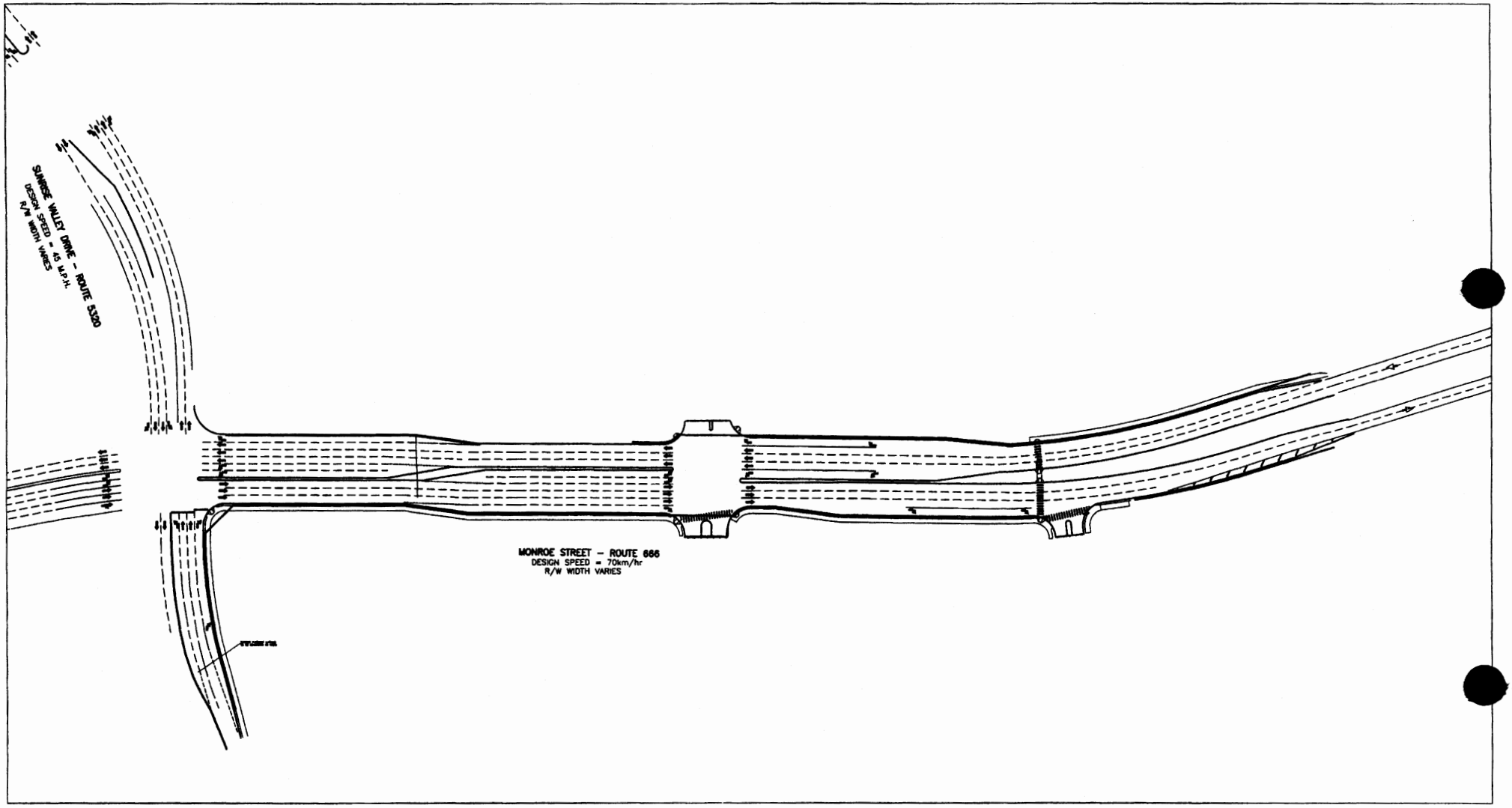
DATE MARCH 2004
SCALE HORZ: N/A VERT: N/A
SEAL
COMMONWEALTH OF VIRGINIA
STEVEN E. GLEASON
8/23/04
LICENSE No. 001104
CERTIFIED LANDSCAPE ARCHITECT

COVER SHEET

PROJECT
WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB 0313-3014
CADD 0313_CS.dwg
SHEET 1 OF 15



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Tishman Speyer Properties

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Date: September, 2002
REV. 6/03/04

WOODLAND PARK
MONROE STREET IMPROVEMENTS EXHIBIT

FAIRFAX COUNTY, VIRGINIA

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

DESCRIPTION OF THE APPLICATION

Proposal:

The applicant, TST Woodland, LLC, has submitted six concurrent applications for the development known as Woodland Park East. The development is located west of Monroe Street, north of Sunrise Valley Drive and south of the Dulles Airport Access Road (DAAR). The applications propose to delete 20.94 acres zoned I-4 (Light Intensity Industrial) District from the existing proffers accepted with the approval of RZ 77-C-098 and RZ 80-C-028 and rezone that area to the PDC (Planned Development Commercial) District with RZ/FDP 2003-HM-046. The 20.94 acres to be rezoned and 26.39 acres currently zoned PDC (RZ 2000-HM-044) are proposed to be developed as a mixed-use development at a combined 0.70 FAR (floor area ratio). The applications do not include Tax Map 16-4 ((1)) 41, which was zoned PDC as part of RZ 2000-HM-044 and is being developed with 599,976 square feet of multi-family residential uses.

RZ/FDP 2003-HM-046

RZ/FDP 2003-HM-046 proposes to rezone the 20.94 acres previously subject to RZ 77-C-098 and RZ 80-C-028 from the I-4 District to the PDC District. The area was previously approved for four office buildings totaling 684,895 square feet. A multi-building retail and residential complex (Buildings 5-11) is proposed in the southwestern portion of the subject site at the intersection of Sunrise Valley Drive and Corporate Park Drive where two 75 feet tall office buildings at 163,726 square feet each and a 50 foot tall parking garage was approved. The proposed mixed-use buildings are clustered close together to facilitate pedestrian access and cross shopping. The buildings are oriented to Sunrise Valley Drive to the south and a central park to the north. The uses are likely to include a grocery store (Building 6), drive-through bank (Building 8), eating establishments, retail and office uses (Buildings 7, 9 and 10) and between 210-230 multi-family dwelling units (Buildings 5, 10 and 11). The residential Buildings 5, 10 and 11 are attached to retail uses in Buildings 6, 7 and the first floor of Building 10. Parking for the residential uses (Building 5, 10 and 11) is located on top of the retail Buildings 6 and 7. Buildings 8 and 9 are pad sites, but have compatible architecture with the rest of the site. The building heights transition from the commercial office buildings to the north to the residential uses south of Sunrise Valley Drive. Buildings 5, 10 and 11 are a maximum of four-stories (55 feet in height). Retail Buildings 6-9 are two floors (38 feet in height). The residential Buildings 5, 10 and 11 provide 212,000 square feet of residential uses for 210-230 dwelling units. Building 6 is between 51,000 and 60,000 square feet; Building 7 is between 18,000 and 27,000 square feet and the first floor of Building 10 (16,000 square feet) consists of non-residential uses. Building 8 is 14,000 square feet and Building 9 is 35,000 square feet.

Buildings 12 and 13 are six stories (75 feet in height) and are proposed to remain offices at 162,287 and 195,156 square feet, respectively. Building 12 faces onto the central park and is served by a thirty foot tall parking garage, while Building 13 is oriented toward the Dulles Airport Access Road and served by a forty-five foot tall parking garage. These buildings are currently site plan approved under the existing I-4 District and no changes are proposed. The proposed development associated with RZ 2003-HM-046 would consist of 712,443 square feet, including 212,000 square feet of residential uses.

Modification/Waivers Requested:

Modification of the transitional screening requirements along Sunrise Valley Drive, as shown on the CDP/FDP.

Waiver of the barrier requirements along Sunrise Valley Drive.

Modification of the loading space requirements for Tax Map 16-4 ((1)) 42 to permit the four loading spaces as shown on the CDP/FDP.

Waiver of the 600 foot maximum length requirement for private streets.

Waiver of the 75 foot minimum setback requirement from the Dulles Airport Access and Toll Road (DAAR).

Waiver of the service drive requirement along the Dulles Airport Access Road.

PCA/FDPA 2000-HM-044

PCA/FDPA 2000-HM-044 requests a partial proffered condition amendment and final development plan amendment to modify the layout for 26.39 acres located in the southwest quadrant of the intersection of the Dulles Airport Access Road and Monroe Street zoned PDC. Buildings 1 and 2 are proposed to remain office uses with an option for hotel and remain located in the northcentral portion of the site. Buildings 3 and 4 are proposed to remain office buildings located with the northeastern portion of the site. Building 5 which was approved for a 26,000 square foot retail/office building is proposed to be deleted. Buildings 1 and 2 continue to be depicted at 200,000 square feet each and ten stories (140 feet in height) each and to share a sixty-five foot tall parking garage. Buildings 3 and 4 were previously depicted at up to 400,000 square foot each, but with the development of Tax Map 16-4 ((1)) 41, they would have been limited to 323,000 square feet each. The applicant now depicts Buildings 3 and 4 at 330,589 square foot each and thirteen stories (190 feet in height), served by two sixty-five foot tall parking garages. (The increase in size from the current approval of 323,000 square feet each to 330,589 square feet each is due to the deletion of the 26,000 square foot retail/office building.) A portion of the square footage for the former retail/office building will be moved into Buildings 3 and 4 and the rest will be relocated into the mixed-use development for Buildings 5-11 (subject to

RZ 2003-HM-046). The size and location of Buildings 1-4 continue to have some flexibility due to the provision of building envelopes rather than precise building footprints and the applicant proposes the ability to transfer square footage among buildings. Buildings 1 or 2 could be between 150,000 to 300,000 square feet each, but no more then 500,000 square feet combined and Buildings 3 or 4 could be between 250,000 and 450,000 square feet each, but no more then 800,000 square feet combined and any increase within Buildings 1-4 would result in a reduction of square footage elsewhere on-site.

The approved non-residential square footage for this portion of RZ 2000-HM-044 is currently 1,072,616 square feet; after the amendment the non-residential square footage will be 1,061,178 square feet. The general building and road layout (with the exception of the deletion of the 26,000 square foot retail building) is not proposed to be significantly modified from the approved Conceptual/Final Development Plan (CDP/FDP).

Modification/Waivers Requested:

Modification of the use limitation for the PDC District to permit the gross floor area of residential to exceed fifty percent of the principal uses to allow 599,976 square feet of residential associated with RZ 2000-HM-044.

Waiver of the 75 foot minimum setback requirement from the Dulles Airport Access Road (DAAR).

Waiver of the service drive requirement along the Dulles Airport Access Road.

PCA 77-C-098-05

Proffered Condition Amendment (PCA) 77-C-098-05, requests to delete 12.82 acres located south of the Dulles Airport Access Road and east of Corporate Park Drive from the proffers associated with RZ 77-C-098, in order for the land to be included with rezoning application RZ/FDP 2003-HM-046. RZ 77-C-098 will continue to govern 27.34 acres zoned I-4 and developed with offices at 0.70 FAR.

PCA 80-C-028-07

Proffered Condition Amendment (PCA) 80-C-028-06, requests to delete 8.11 acres located within the northeast quadrant of Sunrise Valley Drive and Corporate Park Drive from the proffers associated with RZ 80-C-028, in order for the land to be included with rezoning application RZ/FDP 2003-HM-046.
RZ 80-C-028 will continue to govern 23.89 acres zoned I-4 and developed with offices at 0.70 FAR.

Woodland Park East (RZ 2000-HM-044 and RZ 2003-HM-046)

A total of 1,773,621 square feet is proposed with PCA 2000-HM-044 and RZ 2003-HM-046 and another 599,976 square feet of residential space is currently approved and under construction on adjacent Tax Map 16-4 ((1)) 41, but not subject to these amendments. These applications form the development known as Woodland Park East. Combining all the uses proposed in Woodland Park East results in a total development of 2,373,597 square feet, with a resultant FAR of 0.70. (The effective FAR is 0.90; however, the applicant proposes to utilize 474,978 square feet of density credit from right-of-way dedications.) Below is a table outlining the existing and proposed Woodland Park East development.

Parcel	Bldg #	Area	Approved Use	Approved SF	Proposed Use	Proposed SF	Proposed change
41[1]	Fairfield LLC	12.94	MF	599,976 SF	MF	599,976 SF	0 SF
45 pt[2]	1, 2	21.02	Office/ Hotel	400,000 SF	Office/ Hotel	400,000 SF	0 SF
45 pt[2]	3, 4		Office	646,616 SF	Office	661,178 SF	+ 14,562 SF Office
45 pt[2]	5		Retail/ Office	26,000 SF	Plaza	0 SF	- 26,000 SF retail
46[3]	NA	7.28	Central Park	0 SF	Central Park	0 SF	0 SF
42[4]	5, 6, 7, 8, 9, 10, 11	8.23	Office	327,452 SF (Two 163,726 SF buildings)	MF, Retail	355,000 SF (212,000 SF–MF 143,000 SF-retail)	+ 27,548 SF (+212,000 SF MF; +143,000 SF Retail; -327,452 SF office)
43[4]	12	4.01	Office	162,287 SF	Office	162,287 SF	0 SF
44[4]	13	6.78	Office	195,156 SF	Office	195,156 SF	0 SF
Total				2,357,511 SF		2,373,597 SF	+ 16,086 SF[5]

1. Not of part of the application, but a part of RZ 2000-HM-044.
2. Subject to RZ 2000-HM-044 and proposed to be amended by PCA 2000-HM-044.
3. The eastern portion of the central park was subject to RZ 2000-HM-044 and the western portion was subject to RZ 77-C-098
4. Site Plan approved under the existing I-4 District
5. FAR to remain the same since the additional square footage is available due to density credit from Corporate Park Drive that was not previously assigned.

Copies of the draft proffers, final development plan conditions, affidavit and statement of justification are contained in Appendices 1-4, respectively.

LOCATION AND CHARACTER

Site Description:

The site is located west of Monroe Street, north of Sunrise Valley Drive and south of the Dulles Airport Access Road. The site is vacant and wooded; however, a portion has been cleared and graded and construction has begun on

the road network for the multi-family dwelling units located on Tax Map 16-4 ((1)) 41 (not a part of this application, but a part of the PDC District).

Surrounding Area Description:

Direction	Use	Zoning	Plan
North	Worldgate – office (across DAAR)	Town of Herndon	Town of Herndon
South	Residential, MF	PDH-30	Residential, 16-20 du/ac
East	Residential, MF (Part of PDC District) Office (across Monroe Street)	PDC PDC	Mixed-use Office
West	Offices	I-4	Office or Mixed-use

BACKGROUND

Application	Date	Description
RZ 77-C-098	March 13, 1978	Rezoned 56 acres from RE-1 and I-P to the I-4 and C-8 Districts.[1]
RZ 80-C-028 PCA 77-C-098-1	February 2, 1981	Rezoned 140.4 acres from R-1, C-8, and I-4 to the I-4 and C-8 Districts.[2]
PCA 80-C-028-1 RZ 85-C-066 SE 85-C-116	May 5, 1986	Permitted a hotel and increase in height. Rezoned 2.23 acres from R-1 to the C-8 District.[3]
RZ 85-C-065	September 29, 1986	Rezoned 30.91 acres from R-1 to I-4.[4]
RZ 87-C-050	April 11, 1988	Rezoned 5.15 acres from R-1 to I-4.[5]
PCA 77-C-098-2 PCA 80-C-028-2 RZ 94-H-065	July 17, 1995	Deleted 44 acres from the proffers to be rezoned to the PDH-12 District.[6]
PCA 80-C-028-3 RZ 96-H-029	March 10, 1997	Deleted 16.24 acres from the proffers to be rezoned to the PDH-30 District.[7]
PCA 77-C-098-3 PCA 80-C-028-4 RZ 1997-HM-054	May 18, 1998	Deleted 23.44 acres from the proffers to be rezoned to the I-4 District.[8]
PCA 80-C-028-5 RZ 1999-HM-037	September 11, 2000	Deleted 5.57 acres from the proffers to be rezoned to the PDC and I-4 Districts.[9]
PCA 77-C-098-4 PCA 80-C-028-6 RZ 2000-HM-044	June 17, 2002	Deleted 6.01 acres from the proffers to be rezoned to the PDC District for a 39.3 acre mixed-use development.[10]

1. On March 13, 1978, the Board of Supervisors approved RZ 77-C-098 to rezone 56 acres south of the Dulles Airport Access Road from the I-P (Industrial Park) and RE-1 Districts (One Family Residential, 1 acre) to the I-4 District (formerly I-P District) for 49 acres and the C-8 District (formerly C-DM District) for 7 acres. A Generalized Development Plan (GDP) was submitted but not proffered. The proffers and unproffered Generalized Development Plan are on file with the Zoning Evaluation Division of the Department of Planning and Zoning.

2. On February 2, 1981, the Board of Supervisors approved RZ 80-C-028, concurrent with PCA 77-C-098-1 to rezone 140.4 acres from the R-1, C-8, and I-4 Districts to the I-4 District (121.5 acres) and C-8 District (18.9 acres). A Generalized Development Plan was proffered

with respect to the alignment of Sunrise Valley Drive only. The proffers and Generalized Development Plan are on file with the Zoning Evaluation Division of the Department of Planning and Zoning.

3. On May 5, 1986, the Board of Supervisors approved PCA 80-C-028-1 (concurrent with RZ 85-C-066 and SE 85-C-116), to permit a hotel use and an increase in height for offices and hotels within the I-4 District portion of Woodland Park and rezone 2.23 acres from the R-1 District to the C-8 District. The applications were limited to the northwest portion of Woodland Park that area was later rezoned to the PDC District with RZ 1999-HM-037. The proffers and Generalized Development Plan are on file with the Zoning Evaluation Division of the Department of Planning and Zoning.

4. On September 29, 1986, the Board of Supervisors approved RZ 85-C-065, to rezone 30.91 acres (Tax Maps 16-4 ((1)) 41 pt., 45 pt. and 46 pt.) from the R-1 District to the I-4 District. The proffers and Generalized Development Plan are on file with the Zoning Evaluation Division of the Department of Planning and Zoning. This area was later rezoned to the PDC District as part of RZ 2000-HM-044.

5. On April 11, 1988, the Board of Supervisors approved RZ 87-C-050, to rezone 5.15 acres (Tax Map 16-4 ((1)) 45 pt.) from the R-1 District to I-4 District. The proffers and Generalized Development Plan are on file with the Zoning Evaluation Division of the Department of Planning and Zoning. This area was later rezoned to the PDC District as part of RZ 2000-HM-044.

6. On July 17, 1995, the Board of Supervisors approved PCA 77-C-098-2 and PCA 80-C-028-2 (concurrent with RZ 94-H-065) to delete 44 acres of land zoned I-4 south of Sunrise Valley Drive from the approved proffers for Woodland Park so that the property could be rezoned to the PDH-12 District pursuant to RZ 94-H-065. The proffers, Conceptual/Final Development Plan, and conditions are on file with the Zoning Evaluation Division of the Department of Planning and Zoning.

7. On March 10, 1997, the Board of Supervisors approved PCA 80-C-028-3 (concurrent with RZ 96-H-029) to delete 16.24 acres of land zoned I-4 south of Sunrise Valley Drive from the proffers for Woodland Park to allow the area to be rezoned to the PDH-30 District pursuant to RZ 96-H-029. The proffers, Conceptual/Final Development Plan, and conditions are on file with the Zoning Evaluation Division of the Department of Planning and Zoning.

8. On May 18, 1998, the Board of Supervisors approved PCA 77-C-098-3 and PCA 80-C-028-4 (concurrent with RZ 1997-HM-054) to delete 8.90 acres from the proffers associated with PCA 77-C-098-1 and 14.54 acres associated with RZ 80-C-028 located in the northwest portion of Woodland Park to permit the area to be rezoned I-4 District pursuant to RZ 1997-HM-054. This area was later rezoned to the PDC District with RZ 1999-HM-037. The proffers, Conceptual/Final Development Plan, and conditions are on file with the Zoning Evaluation Division of the Department of Planning and Zoning.

9. On September 11, 2000, the Board of Supervisors approved PCA 80-C-028-5 to delete 5.57 acres from the proffers to permit the area to be included as part of RZ/FDP 1999-HM-037, which rezoned 29.04 acres to the I-4 (5.57 acres) and PDC District (23.46 acres) located in the northwest portion of Woodland Park. The proffers, Conceptual/Final Development Plan, and conditions are on file with the Zoning Evaluation Division of the Department of Planning and Zoning.

10. On June 17, 2002, the Board of Supervisors approved PCA 77-C-098-4 to delete 5.27 acres and PCA 80-C-028-6 to delete 0.74 acres from the respective proffers to permit the area to be rezoned as part of RZ 2000-HM-044 to PDC District (39.30 acres). The 39.3 acre development (Tax Maps 16-4 ((1)) 41, 45 46 pt.) was approved for 1,072,616 square feet within four office buildings (with the option for two hotels) and a retail/office building and up

to 600,000 square feet of multi-family residential uses. Copies of the proffers, Conceptual/Final Development Plan and conditions are contained in Appendix 5. The application site included 26.39 acres where Buildings 1-4 and a portion of the central park are located and that is proposed to be amended by the subject applications.

COMPREHENSIVE PLAN PROVISIONS (Appendix 6)

The Fairfax County Comprehensive Plan, Area III Volume, 2003 Edition, Upper Potomac Planning District, Reston-Herndon Suburban Center and Transit Station Areas, as amended through February 10, 2003, under the heading Land Unit B, beginning on page 28, states:

"...A high quality living environment can be created through the provision of well-designed residential and mixed-use projects which provide active recreation, entertainment and other site amenities. Each residential development should include on-site affordable housing that is well integrated and dispersed throughout the development.

To achieve full capacity of the roadway network in the area, Centreville Road between Frying Pan Road and West Ox Road should be improved as soon as possible in order to maximize the benefits of the road improvements constructed to date. Development proposals in Land Unit B should dedicate needed right-of-way and/or construct or contribute toward the construction of these roadway segments on a pro rata basis unless these proposals are on properties that have previously built part of the existing roadway network.

Sub-unit B-1 (North of Sunrise Valley Drive)

The area which is located north of Sunrise Valley Drive is planned for commercial office, hotel or mixed-use development up to .70 FAR. Mixed-use projects should be at least one-third residential in composition. This area along the Dulles Airport Access Road has high visibility and is appropriate for high quality development including corporate headquarters, hotels and office buildings. Mixed-use developments should create a viable, quality living environment with active recreational facilities and other amenities for residents. Residential development should be sited away from the Access Road and towards Sunrise Valley Drive. Support retail and service uses may be appropriate in non-residential or mixed-use development if they are located within office, hotel or residential buildings.

Pedestrian connections throughout the area and to transit facilities should be provided. Clustering of buildings in a transit friendly design is encouraged, whereby development that is built prior to possible rail transit service can be clustered on a portion of the area so as not to preclude additional buildings and intensity in the future if rail service is extended to this area. The overall design should seek to concentrate open space, to the extent possible, into common

areas such as urban parks and plazas to provide visual focus and pleasant outdoor spaces for employees.

The development of this sub-unit should incorporate recreational amenities for future employees (and residents if residential development is included) such as jogging paths, exercise stations and volley ball courts that are appropriate to the mix of employees/residents and their needs. The development of this area should incorporate a vehicular circulation system that is appropriate to the type and intensity of the ultimate uses and the pattern of subdivision..."

The Fairfax County Comprehensive Plan, Area III Volume, 2003 Edition, Upper Potomac Planning District, Reston-Herndon Suburban Center and Transit Station Areas, as amended through February 10, 2003, under the heading Land Unit B-3 (part of Herndon-Monroe Transit Station Area), beginning on page 32, states:

"Sub-unit B-3 (part of the Herndon-Monroe Transit Station Area)

"Sub-unit B-3 is located in the southwest quadrant of the DAAR and Monroe Street. It is a part of the Woodland Park development, a large mixed-use development.

This land unit is planned for mixed-use, with any combination of office, hotel, residential and support retail uses up to .70 FAR.

For development in this sub-unit, including all baseline recommendations and options, pedestrian walkways should be provided to facilitate circulation throughout the land unit and should connect to walkways in adjacent land units and existing sidewalks or trails along major streets in or around the land unit. All proposed developments should be in conformance with the Urban Design Guidelines, located after the land unit recommendations."

Plan Map: Mixed-use

ANALYSIS

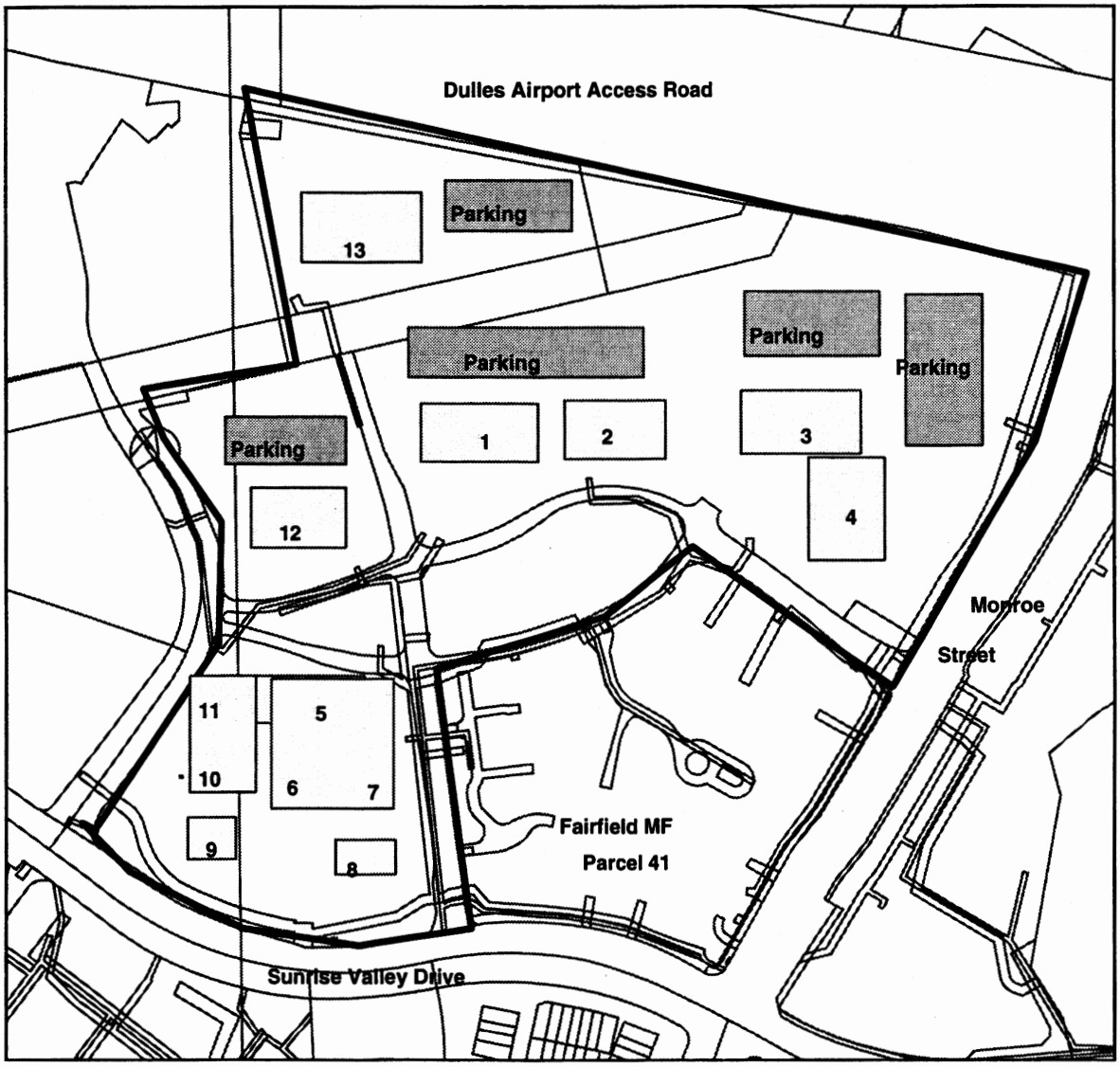
Combined Conceptual/Final Development Plan for RZ/FDP 2003-HM-046 and PCA/FDPA 2000-HM-044 (Copy at front of staff report)

Title of CDP/FDP:	"Woodland Park East"
Prepared By:	William H. Gordan Associates Inc.
Original and Revision Dates:	March 2004, as revised through August 23, 2004

Description of the Plan:

The applicant has submitted a combined CDP/FDP for the concurrent rezoning and proffered condition amendment applications since the area is being developed under a common plan known as Woodland Park East. Below is a description of the proposed buildings, uses and their sizes.

Bldg #	Proposed Use	Proposed Size
1	Office/Hotel	200,000 SF; 10 stories (140 feet)
2	Office/Hotel	200,000 SF; 10 stories (140 feet)
3	Office	330,589 SF; 13 stories (190 feet)
4	Office	330,589 SF; 13 stories (190 feet)



Buildings 1-4 are the subject of PCA 2000-HM-044 (previously approved as part of RZ/FDP 2000-HM-044.) Buildings 1 and 2, located in the northcentral portion

of the site are proposed to be developed as either offices or hotels and share a sixty-five foot tall parking garage; Buildings 3 and 4, located in the northeastern portion of the site, are proposed for offices and are served by two sixty-five foot tall parking garages. Buildings 1 and 2 are proposed to be revised slightly in their location and orientation, but are generally located in the same area as previously approved and the total square footage and height for the buildings has not been revised. An office plaza with vegetated trellis is now proposed between Buildings 1 and 2, as detailed on Sheet 11. The location of Buildings 3 and 4 remains unchanged from the previous approval; however, the depicted square footage of the two buildings has increased from 646,616 square feet to 661,178 square feet (increase of 14,562 square feet). The proposed plans will remove the previously approved retail building located between Buildings 3 and 4 in favor of a landscape plaza area, with the options for a garden park, reflecting pool, or sculpture as depicted on Sheet 11. Sheets 11 and 12 also depict elevations and renderings for Buildings 1-4 and site amenities for the office development (bike racks, benches, lights, etc). While the development plan depicts the building and garage locations, the applicant has continued to provide for building envelopes and proposes to locate the building and garages anywhere within those envelopes. Therefore, the exact location and dimensions of the buildings and garages shown on the CDP/FDP may not be what is provided upon development. Furthermore, the size of the buildings may be modified and the applicant has the option to move square footage between the buildings. Buildings 1 or 2 could be between 150,000 to 300,000 square feet each, but no more then 500,000 square feet combined and Buildings 3 or 4 could be between 250,000 and 450,000 square feet each, but no more then 800,000 square feet combined. However, with an increase in size, the maximum height for Buildings 1 and 2 would not exceed 10 stories (140 feet) and Buildings 3 and 4 would not exceed 13 stories (190 feet).

Bldg #	Proposed Use	Proposed Size
12	Office	162,287 SF; 6 stories (75 feet)
13	Office	195,156 SF; 6 stories (75 feet)

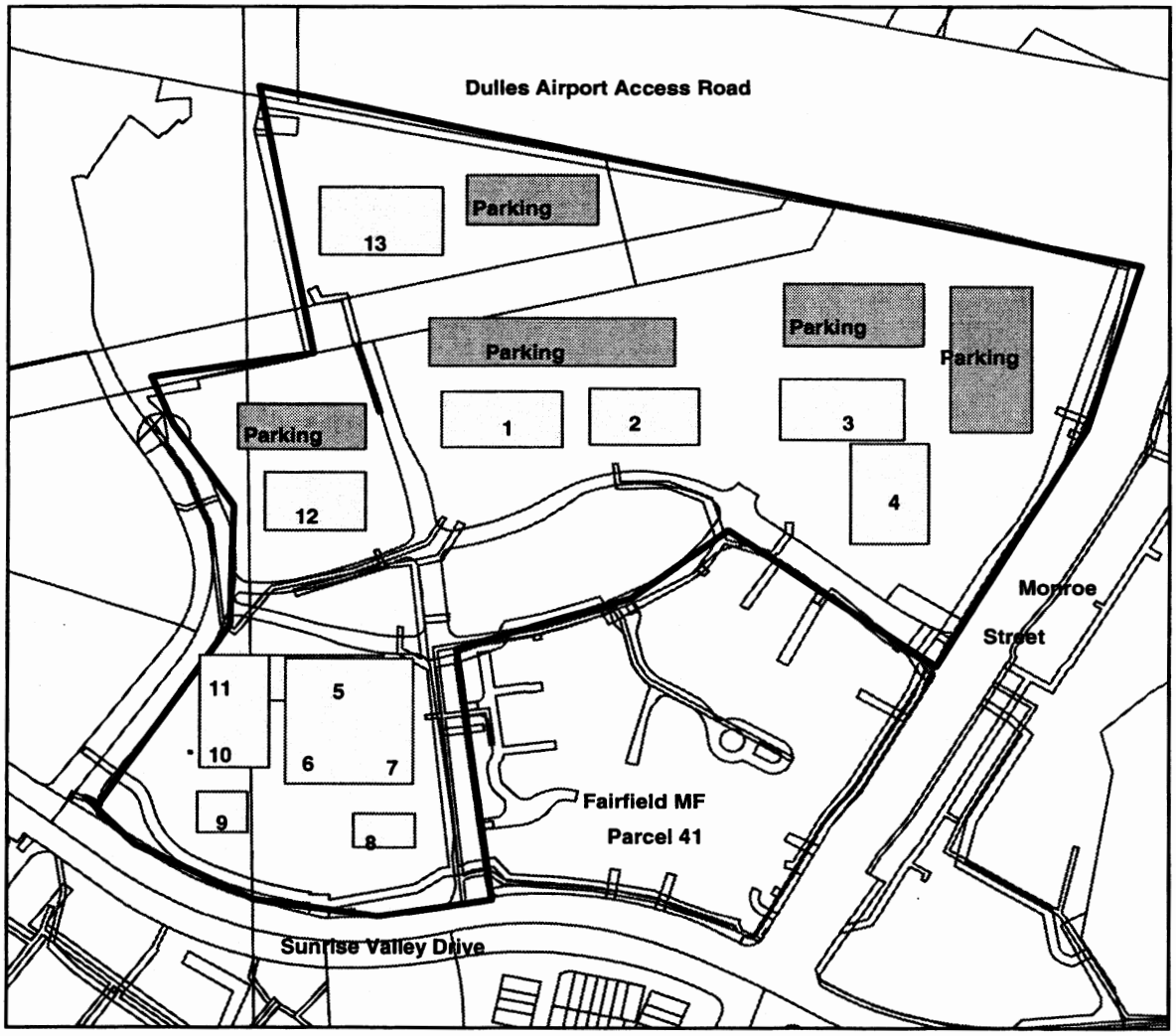
Buildings 12 and 13 are currently site plan approved under the existing I-4 District for offices. RZ 2003-HM-046 proposes no change to the location, size or height of Buildings 12 and 13. Buildings 12 and 13 continue to be served by 30 and 45 foot tall parking garages, respectively. Building 12 fronts onto the 3.5 acre central park, while Building 13 is adjacent to the Dulles Airport Access Road. Sheet 11 depicts renderings of Building 12 and 13.

A 22,000 square foot un-programmed play area and sports court is located along the northern portion of the site, near the parking garage for Building 13. A 3-5 foot tall berm and 6 foot tall fence are proposed along the northern property boundary to screen the play area from the Dulles Airport Access Road. A Countywide trail is proposed along the south side of the Dulles Airport Access Road and the on-site trails and sidewalks connect to the County-wide trail.

Sidewalks are proposed along the public and private streets within the development. Covered walkways are provided between the parking garages and office buildings. The central portion of the site provides a 3.5 acre central park that is the location of passive recreation areas and a playground. The central park divides the site, with the office/hotel uses to the north and the residential and retail uses to the south.

Bldg #	Proposed Use	Proposed Size
5	Multi-Family	81,000 SF; 4 floors (55 feet); 81 dwelling units
6	Retail (Grocery)	51,000-60,000 SF; 4 floors[1] (38 feet)
7	Retail/Eating Establishment	18,000-27,000 SF; 4 floors[1] (38 feet)
10	Retail/Eating Establishments/MF	70,000 SF; 4 floors[2] (55 feet); 55 dwelling units
11	Multi-Family	77,000 SF; 4 floors (55 feet); 76 dwelling units

1. Includes two levels of parking above the retail.
2. Ground floor retail/eating establishment and three floors residential



A multi-building retail and residential complex (Buildings 5-7, 10, 11) is proposed in the southwestern portion of the site at the intersection of Sunrise Valley Drive and Corporate Park Drive. The non-residential Buildings 6 and 7 are integrated with the multi-family units (Buildings 5, 10 and 11) by the connection of the buildings and the provision of the residential parking on top of Buildings 6 and 7. Buildings 5 and 11 consist of four stories of multi-family dwelling units; Building 10 consists of residential uses on the top three floors and retail and other non-residential uses on the ground floor. Buildings 5 and 11 are connected by the third and fourth floors above a private street that connects to East Park Drive. The multi-family units are designed to orient towards the central park, Corporate Park Drive and Building 6. Buildings 6 and 7 are oriented to Sunrise Valley Drive. The buildings are clustered close together to facilitate pedestrian access and cross-shopping, providing an "urban village" atmosphere. A landscaped courtyard for the residents of Building 5 is provided between the multi-family building and the retail building (Building 6). A courtyard for Buildings 10 and 11 is adjacent to Corporate Park Drive. The courtyards are detailed on Sheet 10. This portion of the development provides for 212,000 square feet of residential and 94,000 square feet of non-residential uses.

Bldg #	Proposed Use	Proposed Size
8	Drive-In Bank/Office	14,000 SF; 2 floors (38 feet)
9	Retail/ Eating Establishments/Office	35,000 SF; 2 floors (38 feet)

Buildings 8 and 9 are multi-user buildings that are located adjacent to Sunrise Valley Drive. Building 8 provides a drive-in bank with three drive-thru aisles on the ground floor and offices on the second floor. Building 9 provides space for general retail, eating establishments and offices. At least 50% of the space on the second floors of the buildings will be for office use. A twenty-two to twenty-five foot wide buffer would be provided along Sunrise Valley Drive. The buffer would provide berms and conceal the underground parking garage and is depicted on Sheet 9.

The non-residential uses in Buildings 6-9 and the first floor of Building 10 may include eating establishments, retail, and offices as well as business service and supply service establishments; establishment for scientific research, development and training where assembly, integration and testing of products (in a completely enclosed building is incidental to the principal use of scientific research, development and training); fast food restaurants (not to include a drive-through); financial institutions; health clubs; institutional uses; medical offices; personal service establishments; private clubs and public benefit associations; public uses; quick service food stores; repair service establishments; and private schools of general education. Non-residential uses in Buildings 6-10 are limited to a total of 143,000 square feet.

Surface and underground parking is provided adjacent to Buildings 8 and 9. There are entrances to the large underground parking area to the west and east

of Building 9 and south of Buildings 8 and 9. Sheet 6 of the CDP/FDP provides a floor diagram of the development to depict where the underground parking is located. Sheets 6-9 provide floor diagrams and cross sections of the multi-family and retail complex to demonstrate how the buildings are integrated.

Access to the site is provided from the intersection of East Park Drive and Monroe Street and the intersections of Sunrise Valley Drive with Corporate Park Drive and Woodland Pointe Avenue. In addition to the full intersections on Sunrise Valley Drive, a right-in/out is provided to the east of Building 9. Improvements for Monroe Street include the half section improvement of the six lane section with a right turn lane and dual lefts turn lanes into the site. Improvements to Sunrise Valley Drive include turn lanes into the site, which could include dual left lanes and traffic signals.

A total of 1,773,621 square feet is proposed with the land associated with PCA 2000-HM-044 and RZ 2003-HM-046 and another 599,976 square feet of residential space is currently approved and under construction on adjacent Tax Map 16-4 ((1)) 41 (subject to RZ 2000-HM-044, but not a part of these applications). Combining all the uses proposed in the PDC zoned area known as Woodland Park East results in a total development of 2,373,597 square feet, with a resultant FAR of 0.70. (The effective FAR is 0.90; however, the applicant proposes to utilize 474,978 square feet of reserved density credit from previous right-of-way dedications.)

Comprehensive Plan/Land Use Analysis (Appendix 6)

The applicant has filed PCA 77-C-098-05 (12.5 acres) and PCA 80-C-028-07 (8.11 acres) to delete the acreage from their respective proffers. The parcels are zoned I-4 and their proffers relate to road improvements that have either been completed or are being carried forward by the applicant. The parcels are subject to a Generalized Development Plan (GDP) for the location of the road network only and did not depict any building or uses. There are no issues related to these proffered condition amendment applications and the following discussion is for RZ/FDP 2003-HM-046 and PCA/FDPA 2000-HM-044 only. The applicant is requesting a mixed-use development, including residential uses, up to 0.70 FAR in accordance with Comprehensive Plan. This analysis is based on the combined applications and not on the individual rezoning cases and specific Comprehensive Plan guidelines are discussed below and within the Residential Development Criteria analysis which follows. The primary analysis for the non-residential Buildings 1-4, 12 and 13 is detailed below and the primary analysis for the residential mixed-use portion of the site (Buildings 5-11) is provided under the Residential Development Criteria.

Issue: Mixed-use Development

The Comprehensive Plan states: "The area which is located north of Sunrise Valley Drive is planned for commercial office, hotel or mixed-use development up

to .70 FAR.....This area along the Dulles Airport Access Road has high visibility and is appropriate for high quality development including corporate headquarters, hotels and office buildings."

Resolution:

In accordance with the Comprehensive Plan the applicant is proposing an office/hotel development north of the central park along the Dulles Airport Access Road and a mixed-use development south of the central park towards Sunrise Valley Drive, at 0.70 FAR.

Issue: Layout/Open Space

The Comprehensive Plan states: "Clustering of buildings in a transit friendly design is encouraged, whereby development that is built prior to possible rail transit service can be clustered on a portion of the area so as not to preclude additional buildings and intensity in the future if rail service is extended to this area. The overall design should seek to concentrate open space, to the extent possible, into common areas such as urban parks and plazas to provide visual focus and pleasant outdoor spaces for employees."

The office is concentrated at the northern portion of the site. The development proposes a 3.5 acre central park as a concentrated open space amenity. With the deletion of the previously approved retail building pad site near office Buildings 3 and 4, a new office plaza has been provided, as is a plaza area between office Buildings 1 and 2. The plazas provide a visual focus and pleasant outdoor space for passive recreation for the employees. The applicant has provided for building envelopes for Buildings 1-4 and related parking garages that would accommodate changes in the orientation and sizes of the buildings. The applicant was requested to revise the development plan to either remove the envelopes, or to significantly reduce them.

Resolution:

The office development is not designed to easily accommodate additional buildings should rail transit be provided near the site and additional FAR be permitted; however, the buildings could be increased in size or re-designed to provide the additional intensity if available prior to their construction. While the applicant has revised and further limited the building envelopes from those approved as part of RZ 2000-HM-044, staff would prefer a further restriction of the building envelopes; however, the plan is consistent with the current approval.

Issue: Recreational Amenities

The Comprehensive Plan state: "The development of this sub-unit should incorporate recreational amenities for future employees (and residents if residential development is included) such as jogging paths, exercise stations and

volleyball courts that are appropriate to the mix of employees/residents and their needs." The development provides the central park, trails, sidewalks, un-programmed play area and sports court for recreational uses for employees as well as the central park. Staff had raised a concern that the un-programmed open play area and sports court may be adversely affected by transportation generated noise. In addition, the proffers originally stated that the play area may not be provided if leasing arrangements prohibit the play area.

Resolution:

The applicant has revised the proffers and now commits to the unconditional provision of the un-programmed play area. The play area will be shielded by a four foot tall berm and six foot fence to mitigate the roadway noise; however, the applicant has not demonstrated that this will be adequate noise mitigation to reduce the noise level to below 65 dBA.

Residential Development Criteria

The application is being reviewed in accordance with the Residential Development Criteria, which is located in Appendix 9 of the Land Use Section of the Policy Plan. (A complete copy of the text of the Residential Development Criteria is contained in Appendix 16 of this report.) While the residential development criteria is typically limited to the residential portion of the development, in this case staff has applied the criteria to the mixed-use portion of the development (Buildings 5-11) that proposes integrated multi-family and non-residential buildings, since the non-residential uses are so closely integrated into the residential structures. The primary review of non-residential portion of the site (Buildings 1-4, 12 and 13) was provided under the Comprehensive Plan/Land Use Analysis above; however, the entire site is discussed below in terms of compatibility and integration.

Fairfax County expects new residential development to enhance the community by: fitting into the fabric of the neighborhood and addressing land use issues, respecting the environment, addressing transportation impacts, addressing impacts on other public facilities, being responsive to our historic heritage, contributing to the provision of affordable housing and, being responsive to the unique site specific considerations of the property. To that end, the following criteria are used in evaluating zoning requests for new residential development.

Site Design

Criterion 1 of the Residential Development Criteria states that all rezoning applications should be characterized by high quality site design. Rezoning proposals, regardless of the proposed density, should be evaluated based upon the following principles, although not all of the principles may be applicable for all developments. (Specific site design issues are discussed in the Land Use Analysis contained in Appendix 6.)

Consolidation: Developments should provide parcel consolidation in conformance with any site specific text and applicable policy recommendations of the Comprehensive Plan. Should the Plan text not specifically address consolidation, the nature and extent of any proposed parcel consolidation should further the integration of the development with adjacent parcels. In any event, the proposed consolidation should not preclude nearby properties from developing as recommended by the Plan.

There is no specific consolidation requirement in the Comprehensive Plan. The development consolidates all of the adjacent undeveloped industrial zoned portions of Woodland Park into the PDC District.

Layout: The layout should: provide logical, functional and appropriate relationships among the various parts (e. g. dwelling units, yards, streets, open space, stormwater management facilities, existing vegetation, noise mitigation measures, sidewalks and fences); provide dwelling units that are oriented appropriately to adjacent streets and homes; include usable yard areas within the individual lots that accommodate the future construction of decks, sunrooms, porches, and/or accessory structures in the layout of the lots, and that provide space for landscaping to thrive and for maintenance activities; provide logical and appropriate relationships among the proposed lots including the relationships of yards, the orientation of the dwelling units, and the use of pipestem lots; provide convenient access to transit facilities; identify all existing utilities and make every effort to identify all proposed utilities and stormwater management outfall areas; encourage utility collocation where feasible.

The Comprehensive Plan states: "...A high quality living environment can be created through the provision of well-designed residential and mixed-use projects which provide active recreation, entertainment and other site amenities. Each residential development should include on-site affordable housing that is well integrated and dispersed throughout the development." The Comprehensive Plan further states: "Mixed-use developments should create a viable, quality living environment with active recreational facilities and other amenities for residents. Residential development should be sited away from the Access Road and towards Sunrise Valley Drive...."

In response to staff comments and concerns, the applicant revised the development plan and deleted the option for residential on Parcel 43 in lieu of 162,287 square feet of office building. That portion of the site will now be developed with office uses. Parcel 42 is planned to be developed with a mix of residential and retail uses that are provided within several interconnected buildings. The residential buildings are oriented towards an internal landscaped street which features ground floor retail, on-street parking and pedestrian amenities as well as the central park, which is a focal open space element for the larger Woodland Park East development. The residential development includes the provision of affordable dwelling units that are integrated into the

buildings. The applicant has proposed several landscaped courtyards and plaza areas in connection with residential Buildings 5, 10 and 11. The applicant has provided for an integrated development of residential and retail uses, which helps create a walkable community where non-residential amenities are readily available to the residents. The mixed-use development is more compatible than the previously approved office and parking garage with the adjacent residential to the east and south. The central park is directly to the north of the residential buildings and contains passive as well as limited active recreation areas. An additional small recreation area is shown to be located in the northernmost portion of the larger office development; however, this area may not be convenient for the residents since it is not central to the residential units. The applicant has provided for a consistent streetscape along Sunrise Valley Drive with the recently approved residential to the east. The façade treatment of the mixed use development is proffered to create the appearance of a unified and coordinated development to create a harmonious design and lively pedestrian oriented level with display windows and store entrances. A coordinated sign plan will be provided for the development.

Open Space: Developments should provide usable, accessible, and well-integrated open space. This principle is applicable to all projects where open space is required by the Zoning Ordinance and should be considered, where appropriate, in other circumstances.

The Comprehensive Plan states: "The overall design should seek to concentrate open space, to the extent possible, into common areas such as urban parks and plazas to provide visual focus and pleasant outdoor spaces for employees." The development continues to preserve the central park as a concentrated open space amenity which is readily available to the residents. The central park provides a playground, trails, picnic areas and benches.

Landscaping: Developments should provide appropriate landscaping: for example, in parking lots, in open space areas, along streets, in and around stormwater management facilities, and on individual lots.

The applicant revised the design to increase the buffer along Sunrise Valley Drive to buffer the non-residential uses from the residential uses to the south. The development now provides a twenty-two to twenty-five foot wide landscape buffer along Sunrise Valley Drive, which is consistent with the adjacent residential development to the east. The landscape buffers along Corporate Park Drive, Woodland Pointe Avenue and East Park Drive are limited to ten feet in width in several locations. Staff had requested additional buffer be provided for these streets, specifically along Woodland Pointe Avenue, which is adjacent to residential to the east. The applicant did not revise the landscaping as requested by staff. The landscaping within the office portion of the development is essentially identical to what was previously approved as part of the site plan and proffered condition amendment.

Amenities: Developments should provide amenities such as benches, gazebos, recreational amenities, play areas for children, walls and fences, special paving treatments, street furniture, and lighting.

The Comprehensive Plan states: "The development of this sub-unit should incorporate recreational amenities for future employees (and residents if residential development is included) such as jogging paths, exercise stations and volleyball courts that are appropriate to the mix of employees/residents and their needs. The development of this area should incorporate a vehicular circulation system that is appropriate to the type and intensity of the ultimate uses and the pattern of subdivision..."

The applicant has proposed several landscaped courtyards and plaza areas in connection with residential Buildings 5, 10 and 11. The 3.5 acre central park provides passive recreation facilities as well as trails and a playground for children. There is a significant pedestrian circulation system that includes sidewalks and trails within the development. The residents would also have access to the un-programmed play area and sports court near Building 13. The provision of active recreation is supported by the Comprehensive Plan but the location is not ideal for the residents and is more suitable for the office employees.

Neighborhood Context:

Criterion 2 states that all rezoning applications, regardless of the proposed density, should be designed to fit into the community within which the development is to be located. Developments should fit into the fabric of their adjacent neighborhoods, as evidenced by an evaluation of: transitions to abutting and adjacent uses; orientation of the proposed dwelling units to adjacent streets and homes; architectural elevations and materials; pedestrian, bicycle and vehicular connections to off-site trails, roadways, transit facilities and land uses; existing topography and vegetative cover and proposed changes to them as a result of clearing and grading. It is not expected that developments will be identical to their neighbors, but that the development will fit into the fabric of the community. (Specific neighborhood context issues are discussed in the Land Use Analysis contained in Appendix 6.)

The development to the south and east is multi-family; the proposed mixed-use development (55 feet in height) will be more compatible with these uses than as currently approved for two six story (75 feet tall) office buildings at 163,726 square feet each and a six level (50 foot tall) parking garage. To screen the non-residential loading activities for Building 6 from the multi-family units to the east the loading are will be screened by the building on three sides and the applicant has proffered to provide a roll up screen door or other screening mechanism that is visually compatible with the proposed grocery store. In addition, the development will be accessed from the internal street network and will be providing sidewalks and trails that interconnect to the adjacent facilities.

Environment:

Criterion 3 of the Residential Development Criteria states that all rezoning applications should respect the environment. Rezoning proposals, regardless of the proposed density, should be consistent with the policies and objectives of the environmental element of the Policy Plan, and will also be evaluated on the following principles, where applicable. (Specific environmental issues are discussed in the Environmental Analysis contained in Appendix 7.)

Preservation: Developments should conserve natural environmental resources by protecting, enhancing, and/or restoring the habitat value and pollution reduction potential of floodplains, stream valleys, EQCs, RPAs, woodlands, wetlands and other environmentally sensitive areas.

The site does not contain floodplains, stream valleys, EQC, RPA or other environmentally sensitive areas worthy of preservation, except for trees which are discussed under Criterion 4.

Slopes and Soils: The design of developments should take existing topographic conditions and soil characteristics into consideration.

There were no issues with the slopes identified. The soil survey indicates that the subject property is characterized by soil types that are subject to limitations and some may be considered hydric soil. Hydric soil is one parameter which is evaluated in determining the presence of jurisdictional wetlands. In the event that this development proposal will have an impact on a jurisdictional non-tidal wetland, then the applicant is required to demonstrate compliance with § 404 of the Clean Water Act which is administered by the Corps of Engineers and/or the Virginia Department of Environmental Quality.

Water Quality and Drainage: Developments should minimize off-site impacts on water quality by commitments to state of the art best management practices for stormwater management and low-impact site design techniques. The volume and velocity of stormwater runoff from new development should be managed in order to avoid impacts on downstream properties. Where drainage is a particular concern, the applicant should demonstrate that off-site drainage impacts will be mitigated and that stormwater management facilities are designed and sized appropriately. Adequate drainage outfall should be verified, and the location of drainage outfall (onsite or offsite) should be shown on development plans.

The site is related to the larger development known as Woodland Park and water quality and water quantity requirements are continuing to be accommodated by an existing stormwater management facility south of Sunrise Valley Drive. There is a small area that may not be detained by the existing facility and either an underground facility or above ground detention may be provided near Building 4.

The applicant has proffered to verify that the existing facility can accommodate the site as well as the ability to drain the site to the facility and the applicant's right to use the facility. If the existing of-site facility can not accommodate stormwater from the site, a proffered condition amendment may be required to provide for on-site detention.

Noise: Developments should protect future and current residents and others from the adverse impacts of transportation generated noise.

A highway noise analysis was performed by staff for the Dulles Airport Access Road which indicated that the 65 dBA L_{dn} noise impact area was 700 feet from centerline and the 70 dBA L_{dn} noise impact area was 325 feet from centerline of the Dulles Airport Access Road. The residential uses are located outside of the transportation generated noise impact area. The optional hotels for Buildings 1 and 2 may be located within the impact area and the applicant has proffered to mitigate interior noise by the utilization of construction materials designed to reduce transportation generated noise.

The property is located approximately two miles east of Dulles Airport; while not within the 60 decibel airport noise impact area, the applicant has proffered to provide full disclosure to future residents regarding the proximity of this development to Dulles Airport.

Lighting: Developments should commit to exterior lighting fixtures that minimize neighborhood glare and impacts to the night sky.

To ensure consistency with the Comprehensive Plan policy to minimize unfocused light emissions and to ensure conformance with the Reston Herndon Suburban Center and Transit Station Area Design Guidelines, the applicant provided details regarding lighting for the development. Furthermore, the applicant proffered that the lights will be full-cut off, directed downward and limited the heights to twenty feet for street lights and fifteen for the top of parking garages. The applicant has also proffered to locate light within the parking garages to be between the ceiling beams to further reduce glare.

Energy: Developments should use site design techniques such as solar orientation and landscaping to achieve energy savings, and should be designed to encourage and facilitate walking and bicycling.

The applicant has proffered to construct the units in accordance with the energy efficient guidelines. The applicant has provided for a mixed-use development that locates residents within walking distance to retail and offices. Furthermore, the applicant has provided for a trail and sidewalk network to encourage walking and bicycling.

Tree Preservation and Tree Cover Requirements:

Criterion 4 of the Residential Development Criteria states that all rezoning applications, regardless of the proposed density, should be designed to take advantage of the existing quality tree cover. If quality tree cover exists on site it is highly desirable that developments meet most or all of their tree cover requirement by preserving and, where feasible and appropriate, transplanting existing trees. Tree cover in excess of ordinance requirements is highly desirable. Proposed utilities, including stormwater management and outfall facilities and sanitary sewer lines, should be located to avoid conflicts with tree preservation and planting areas. (Specific tree preservation issues are discussed in the Environmental Analysis contained in Appendix 7.)

The site will be cleared of all vegetation with the exception of portions of the central park area and a small area near Building 13. To ensure consistency with the Comprehensive Plan policy to restore vegetation to developing sites, the applicant has provided a comprehensive landscape plan in addition to transplanting trees. While additional tree save areas would beneficial to the site the tree save areas depicted are essentially identical to those provided as part of the approved site plans and proffered condition amendment.

Transportation:

Criterion 5 of the Residential Development Criteria states that all rezoning applications for residential development should implement measures to address planned transportation improvements. Applicants should offset their impacts to the transportation network. Accepted techniques should be utilized for analysis of the development's impact on the network. Residential development considered under these criteria will range widely in density and, therefore, will result in differing impacts to the transportation network. Some criteria will have universal applicability while others will apply only under specific circumstances. Regardless of the proposed density, applications will be evaluated based upon the following principles, although not all of the principles may be applicable. (Specific transportation issues are discussed in the Transportation Analysis contained in Appendix 8.)

Transportation Improvements: Residential development should provide safe and adequate access to the road network, maintain the ability of local streets to safely accommodate traffic, and offset the impact of additional traffic through commitments to the following: capacity enhancements to nearby arterial and collector streets; street design features that improve safety and mobility for non-motorized forms of transportation; signals and other traffic control measures; development phasing to coincide with identified transportation improvements; right-of-way dedication; construction of other improvements beyond ordinance requirements; monetary contributions for improvements in the vicinity of the development.

The Comprehensive Plan states "To achieve full capacity of the roadway network in the area, Centreville Road between Frying Pan Road and West Ox Road should be improved as soon as possible in order to maximize the benefits of the road improvements constructed to date. Development proposals in Land Unit B should dedicate needed right-of-way and/or construct or contribute toward the construction of these roadway segments on a pro rata basis unless these proposals are on properties that have previously built part of the existing roadway network."

The applicant has carried forward the previous transportation proffers for the road improvements for Monroe Street and Sunrise Valley Drive. The applicant has proffered to: 1) Extend the existing left turn lane from eastbound Sunrise Valley Drive onto northbound Monroe Street; 2) Construct left turn lanes, including possible dual left turn lanes, from eastbound Sunrise Valley Drive onto Corporate Park Drive and Woodland Pointe Avenue in conjunction with the installation of the traffic signals; 3) Construct one half of a six lane section along its Monroe Street frontage; 4) Provide dual left turn lanes from southbound Monroe Street onto eastbound Sunrise Valley Drive, northbound Monroe Street onto East Park Drive, and northbound Monroe Street onto westbound Sunrise Valley Drive and; 5) and provide a signal warrant analysis and install traffic signals at the intersections of Sunrise Valley Drive/Corporate Park Drive, Sunrise Valley Drive/Woodland Pointe Avenue, and East Park Drive/Monroe Street, if warranted by VDOT. At staff's request, the applicant has modified the proffers for the traffic signals to commit to the installation of the signals, if warranted, for up to two years after final bond release instead of at the time of site plan approval for the sixth office building as previously proposed.

Transit/Transportation Management: Mass transit usage and other transportation measures to reduce vehicular trips should be encouraged by: provision of bus shelters; implementation and/or participation in a shuttle bus service; participation in programs designed to reduce vehicular trips; incorporation of transit facilities within the development and integration of transit with adjacent areas; provision of trails and facilities that increase safety and mobility for non-motorized travel.

The applicant proffered to provide transportation demand management programs designed to attempt to reduce trips for the office and residential uses by 15%. The applicant has proffered to provide participation in the Fairfax County Ride Share Program; dissemination of information regarding Metrorail, Metrobus, ridesharing and other relevant transit options in residential sale/lease packages; making Metro maps, schedules and forms, ridesharing and other relevant transit option information available to owners/tenants and employees in a common areas of each building; providing amenities for bicycle storage; providing broadband, high capacity data/network connections in all dwellings to facilitate working at home; and providing a business center wired with high capacity data/network connections. At staff's request, the applicant made several minor changes to the proffers, which clarified that the reduction in trips is

for AM and PM peaks and that the strategies are not limited to those specifically stated in the proffers. However, in staff's opinion, the applicant has not provided for an adequate financial penalty if the reduction is not met. The applicant was requested to provide a minimum $200 per unit yearly contribution to the fund if the 15% reduction did not occur and instead has provided for a $50 per unit yearly contribution. Staff is concerned that if the 15% reduction is not attained, the relatively minor contribution proposed by the applicant will not result in adequate funds for the transportation demand program to achieve the proffered results. The applicant has revised the proffers per staff's request to provide the flexibility in the location of bus shelter along Sunrise Valley Drive and Monroe Street.

Interconnection of the Street Network: Vehicular connections between neighborhoods should be provided, as follows: local streets within the development should be connected with adjacent local streets to improve neighborhood circulation; when appropriate, existing stub streets should be connected to adjoining parcels. If street connections are dedicated but not constructed with development, they should be identified with signage that indicates the street is to be extended; streets should be designed and constructed to accommodate safe and convenient usage by buses and non-motorized forms of transportation; traffic calming measures should be implemented where needed to discourage cut-through traffic, increase safety and reduce vehicular speed; the number and length of long, single-ended roadways should be minimized; sufficient access for public safety vehicles should be ensured.

The development accesses the previously approved road network and streets within the development and is connected to the adjacent streets within Woodland Park.

Streets: Public streets are preferred. If private streets are proposed in single family detached developments, the applicant shall demonstrate the benefits for such streets. Applicants should make appropriate design and construction commitments for all private streets so as to minimize maintenance costs which may accrue to future property owners. Furthermore, convenience and safety issues such as parking on private streets should be considered during the review process.

The mixed-use development is for mixed-use multi-family, retail and offices and utilizes private streets. The applicant has proffered to construct the streets to public street standards. Furthermore, the streets are internal to the mixed-use development.

Non-motorized Facilities: Non-motorized facilities, such as those listed below, should be provided: connections to transit facilities; connections between adjoining neighborhoods; connections to existing non-motorized facilities; connections to off-site retail/commercial uses, public/community facilities, and

natural and recreational areas; an internal non-motorized facility network with pedestrian and natural amenities, particularly those included in the Comprehensive Plan; offsite non-motorized facilities, particularly those included in the Comprehensive Plan; driveways to residences should be of adequate length to accommodate passenger vehicles without blocking walkways; construction of non-motorized facilities on both sides of the street is preferred. If construction on a single side of the street is proposed, the applicant shall demonstrate the public benefit of a limited facility.

The Comprehensive Plan states: "pedestrian walkways should be provided to facilitate circulation throughout the land unit and should connect to walkways in adjacent land units and existing sidewalks or trails along major streets in or around the land unit." The Trails Plan Map depicts a major regional trail the south side of the Dulles Airport Access Road adjacent to the subject property and the applicant has proffered to build the trail. In addition, sidewalks and trails are provided along the frontage of the site and within the development to facilitate walking between the uses on-site and in the community. The applicant did not provide sidewalks on both sides of Woodland Point Avenue near Building 13, due to the location of a tree save area.

Alternative Street Designs: Under specific design conditions for individual sites or where existing features such as trees, topography, etc. are important elements, modifications to the public street standards may be considered.

Other then the use of private streets within the development, there are no proposed alternative street designs.

Public Facilities:

Criterion 6 of the Residential Development Criteria states that residential development impacts public facility systems (i.e., schools, parks, libraries, police, fire and rescue, stormwater management and other publicly owned community facilities). All rezoning applications are expected to offset their public facility impact and to first address public facility needs in the vicinity of the proposed development. Impact offset may be accomplished through the dedication of land suitable for the construction of an identified public facility need, the construction of public facilities, the contribution of specified in-kind goods, services or cash earmarked for those uses, and/or monetary contributions to be used toward funding capital improvement projects. Selection of the appropriate offset mechanism should maximize the public benefit of the contribution. Furthermore, phasing of development may be required to ensure mitigation of impacts. (Specific public facilities issues are discussed in detail in Appendices 9-14).

Sanitary Sewer Analysis (Appendix 9)

The site is located in the Horsepen Creek watershed (A1/A2) and would be sewered into the Blue Plains Treatment Plant. Based upon current and

committed flow, there is excess capacity and the existing eight and ten to twelve inch lines located in Sunrise Valley Drive and Corporate Park Drive, respectively, are adequate for the proposed use.

Water Service Analysis (Appendix 10)

The property is located within the Fairfax County Water Authority service area and adequate domestic water service is available at the site from existing twelve and sixteen inch water mains located at the property.

Fire and Rescue Analysis (Appendix 11)

The site is serviced by Herndon Station #2 of the Fairfax County Fire and Rescue Department and currently meets fire protection guidelines.

Stormwater Management Analysis (Appendix 12)

There are no downstream complaints on file or deficiencies identified in the Fairfax County Master Drainage Plan. Stormwater will continue to be provided for within the existing off-site facility to the south of Sunrise Valley Drive and the potential facility near Building 4. The applicant has proffered to verify that the existing facility can accommodate the site as well as the ability to drain the site to the facility and the applicant's right to use the facility.

Schools Analysis (Appendix 13)

The Fairfax County Public Schools Facilities Planning Branch analysis projects that 225 multi-family units would generate fourteen McNair Elementary students, two Carson Middle School and six Westfield High School students for a total of twenty-two students, all which would be additional from the by-right zoning. The 2007/2008 projected membership for McNair and Westfields are 566 and 600 students over capacity, respectively and Carson is projected to have capacity for 79 additional students. The projected twenty-two students at $7,500 per student, would equate to a contribution of $165,000. The applicant has proffered to contribute $765 per dwelling unit ($172,125 based on 225 units) for capital improvements to schools in the vicinity of the development prior to issuance of the first residential use permit (RUP).

Park Authority Analysis (Appendix 14)

The Comprehensive Plan states: "The development of this sub-unit should incorporate recreational amenities for future employees (and residents if residential development is included) such as jogging paths, exercise stations and volleyball courts that are appropriate to the mix of employees/residents and their needs." The Parks and Recreational Needs Assessment further clarifies the nature of these park deficiencies. Currently, there are no parks located in the Dulles Corridor area. There is a significant need for all types of parkland in this

area. The Dulles Corridor area is underserved by parkland as compared to other areas of the County and the impacts of existing, approved, and pending residential development in this region generates the need for almost 500 acres of parkland. Existing nearby parks (Floris Community Center, Frying Pan Park, Floris School site, Hutchinson School site, and Stratton Woods) meet only a small fraction of the demand for parkland generated by residential development in the Dulles Corridor. Besides parkland, the recreational facilities in greatest need in this area include two indoor gymnasiums, two reservable picnic shelters with amenities, an additional adult softball field, and a neighborhood skate park and trails.

Issue: Contribution

The Park Authority's primary concern with the proposal is the impacts to park and recreational facilities of the proposed new residential and retail uses. Based on 225 new multi-family units, the development would add approximately 466 residents to the current population of the Hunter Mill District. New residential uses on this site should offset the impact of the proposal on parks and recreational. Based on the Zoning Ordinance Sections 6-110 and 16-404, the applicant is required to provide $955 per non-ADU residential unit for recreational facilities to serve the development population. The $955 per unit funds required by the Zoning Ordinance typically only offset a portion of the impact to provide recreational facilities for the new residents generated by this development. In order to offset the additional impacts of the residential portion of this development on park facilities, the applicant was requested to provide an additional $123,490 for the residential development to the Park Authority for recreational facility development within the service area of this development. In addition, the Comprehensive Plan for the Reston-Herndon area calls for non-residential development to contribute toward offsetting that impact. Recent monetary contributions for commercial development in Suburban Centers have averaged twenty-seven cents per square foot. Applying this rate to the proposed 140,000 square feet of new retail uses, the suggested contribution for the development is $37,800 for a total of $161,290 for the new residential and non-residential uses in addition to the previously proffered $25,000 contribution for the office Buildings 1-4.

Resolution:

The applicant has carried forward the previous commitment for a $25,000 contribution for the office Buildings 1-4. In addition, the applicant has proffered to construct the county-wide trail and a play area with a sports court. The applicant has proffered to provide the recreational amenities as required by the Zoning Ordinance and to contribute any outstanding amount to the Park Authority. In addition, to the required recreation amenities the applicant proffered to contribute $161,290 for the development of recreational facilities in the area.

Issue: Un-programmed Playfield

Staff previously identified the need for an open play area approximately 100 feet by 200 feet to accommodate an un-programmed playfield. The area designated as a playfield is not the most suitable for the residents due to its location adjacent to the Dulles Airport Access Road and noise impacts, limitations of shape, size, access and proximity to the residents. Staff recommended that the CDP/FDP and proffers be revised to indicate that a variety of park and recreational experiences will be provided on-site with equal-access to all residents and employees.

Furthermore, staff was concerned the proffer that subjects the provision of the un-programmed play area and sand volleyball court to security/leasing requirements of the office buildings, which could result in the play area not being constructed. In light of the severe shortage of parkland in this area, it is important that the un-programmed playfield and sand volleyball courts should be open for use by any of the residents or workforce of this development.

Resolution:

The applicant revised the proffers and has firmly committed to the provision of the un-programmed play area and sports court and will be providing a berm and fence; however, the area is still inconvenient to the residential uses and the berm and fence may not adequately mitigate the transportation noise.

Affordable Housing:

Criterion 7 of the Residential Development Criteria states that ensuring an adequate supply of housing for low and moderate income families, those with special accessibility requirements, and those with other special needs is a goal of the County. The applicant can elect to fulfill this criterion by providing affordable units that are not otherwise required by the ADU Ordinance. As an alternative, land, adequate and ready to be developed for an equal number of units may be provided to the Fairfax County Redevelopment and Housing Authority or to such other entity as may be approved by the Board. Satisfaction of this criterion may also be achieved by a contribution to the Housing Trust Fund or, as may be approved by the Board, a monetary and/or in-kind contribution to another entity whose mission is to provide affordable housing in Fairfax County, equal to 0.5% of the value of all of the units approved on the property except those that result in the provision of ADUs.

The Comprehensive Plan states: "Each residential development should include on-site affordable housing that is well integrated and dispersed throughout the development." The dwelling units are proposed to be constructed of a combustible material and will be subject to the Affordable Dwelling Unit Ordinance. The applicant has provided for 5% of the dwelling units as ADUs

(approximately 11 units), which is the amount required for multi-family dwelling units with structured parking.

Heritage Resources:

Criterion 9 of the Residential Development Criteria states that heritage resources are those sites or structures, including their landscape settings, that exemplify the cultural, architectural, economic, social, political, or historic heritage of the County or its communities. In reviewing rezoning applications for properties on which known or potential heritage resources are located, some or all of the following shall apply: protect heritage resources from deterioration or destruction until they can be documented, evaluated, and/or preserved; conduct archaeological, architectural, and/or historical research to determine the presence, extent, and significance of heritage resources; and to submit proposals for archaeological work to the County for review and approval.

There are no known heritage resources located on the site.

ZONING ORDINANCE PROVISIONS (Appendix 15)

PCA 77-C-098-05 (12.82 acres) and PCA 80-C-028-07 (8.11 acres) are requests to delete the acreage from their respective proffers and rezone the areas to the PDC District as part of RZ/FDP 2003-HM-046. There are no issues related to these proffered condition amendment applications and the following discussion is for RZ/FDP 2003-HM-046 and PCA/FDPA 2000-HM-044 only. The application must comply with the applicable regulations of the Zoning Ordinance found in Article 6, Planned Development District Regulations and Article 16, Development Plans, among others.

Article 6

Sect. 6-201 states that the PDC District was 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 the commercial developments."

The application proposes to retain the PDC District for 26.39 acres where Buildings 1-4 are proposed and to rezone 20.94 acres from the I-4 District to the PDC District. The proffered condition amendment will modify the layout of the existing PDC District but would continue to provide for design, essentially as previously approved. The proposed rezoning will retain the previously approved intensity for the I-4 District and provide for an innovate mix of uses that would not be permitted in a conventional zoning district. The office development to the

west is a part of Woodland Park and developed at a similar intensity as the subject site.

Par. 5 of Sect. 6-206 states: "secondary uses shall be permitted 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 dwelling units as a secondary use shall not exceed fifty percent of the gross floor area of all principal uses in the development, except that the floor area for affordable dwelling and market rate dwelling units which compromise 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 percent of the gross floor area of all principal uses in the development."

The applicant has requested a modification of the use limitation which is detailed below.

Par. 1 of Sect. 6-207 requires that a PDC District result in a minimum yield of 100,000 square feet of gross floor area or that the proposed development be a logical extension of an existing P District and yield a minimum of 40,000 square feet of gross floor area.

The proposed development satisfies the minimum yield by extending the approved PDC District creating a PDC District for Woodland Park East totaling 2,373,597 square feet. (RZ 2003-HM-046 proposes 712,443 square feet and PCA 2000-HM-044 proposes 1,061,178 square feet and the unconsolidated portion of RZ 2000-HM-044 is 599,967 square feet.)

Par. 3 of Sect. 6-208 permits a maximum FAR of 1.5.

The overall Woodland Park East development provides a 0.70 FAR. (RZ 2003-HM-032 FAR is 0.71, PCA 2000-HM-044 FAR is 0.58, and the unconsolidated portion of RZ 2000-HM-044 FAR is 1.06.)

Par. 1 of Sect. 6-209 requires that a minimum open space area of 15% be adhered to in the PDC District.

The applicant has proposed a minimum open space area of 23% with the subject site. (RZ 2003-HM-046 open space area is 24%, PCA 2000-HM-044 open space area is 25%, the unconsolidated portion of RZ 2000-HM-044 is 43% and Woodland Park East [RZ 2000-HM-044 and RZ 2003-HM-046] is 27%.)

Article 16, Sects. 16-101 and 16-102

All planned developments must meet the general standards specified in Sect. 16-101.

General Standard 1 requires substantial conformance with the Comprehensive Plan. The Comprehensive Plan recommends a mixed-use development at 0.70 FAR, which should include residential uses. The proposed development provides a 0.70 FAR for the mixed-use development that includes residential and in staff's opinion, as previously as discussed in this report, is in conformance with the use and intensity guidelines of the Comprehensive Plan.

General Standard 2 requires that the design of the proposed planned development result in a more efficient use of the land and in a higher quality site design than could be achieved in a conventional district. Due to the proposed integration of uses the mixed-use development could not be achieved within a conventional district. In staff's opinion, this standard has been met.

General Standard 3 requires that the design of the proposed development protect and preserve the natural features on the site. The development plan proposes to preserve the same amount of tree areas as the previous approved development plans for the site within the central park area and there are no other natural features worthy of preservation. In staff's opinion, this standard has been met.

General Standard 4 requires that the proposed development be designed to prevent substantial injury to the use and value of existing surrounding development and not to hinder, deter, or impede development of surrounding undeveloped properties in accordance with the adopted Comprehensive Plan. The approved development provides for office uses north of the central park and the applicant continues to provide for offices in this area. Tax Map 16-4 ((1)) 42 was previously approved for an office building and the proposed mixed-use development will provide an improved transition to the approved residential units to the east and existing residential units to the south of Sunrise Valley Drive. In staff's opinion, the development would not create injury to the use or value of the existing and proposed development and this standard has been met.

General Standard 5 requires that the planned development be located in an area where transportation, police, fire protection and other public facilities are available and adequate for the proposed use. As stated previously, sufficient public facilities, except parks, are available to meet the needs of the proposed development.

General Standard 6 requires that the planned development coordinate linkages among internal facilities and services as well as provide connections to major external facilities and services at a scale appropriate to the development. The applicant has proffered to provide improvements to Monroe Street and Sunrise Valley Drive to address the traffic generated by the site. In staff's opinion, this standard has been met.

All planned developments must meet the Design Standards of Section 16-102 of the Zoning Ordinance.

Sect. 16-102 Design Standards:

Design Standard 1 states that, at all peripheral lot lines, 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.

The non-residential portion of the development most closely resembles the C-3 District; the following table depicts the bulk regulations of the C-3 District and how the proposed office development conforms to these bulk regulations.

Bulk Standards (C-3)		
Standard	**Required**	**Provided**
Front Yard	25° angle of bulk plane (ABP), but not less than 40 feet. (30 feet for a 65 foot tall parking garage, 19 feet for a 40 foot tall building [Buildings 8 and 9] and 86 feet for a 190 foot tall building [Building 4])	Minimum of 40 feet for parking garage and Buildings 8 and 9 and 150 feet for Building 4.
Rear Yard	20° ABP, but not less than 25 feet. (24 foot setback for a 65 foot tall parking garage and 58 feet for a 160 foot tall building [Building 13])	40 feet to the parking garage and 80 feet to Building 13.
Side Yards	No Requirement	Not Applicable

The residential portion of the development most closely resembles the R-30 District with Affordable Dwelling Units (ADUs); the following table depicts the bulk regulations of the R-30 District and how the proposed residential development conforms to these bulk regulations.

Bulk Standards (R-30)		
Standard	**Required**	**Provided**
Front Yard Min.	20° ABP, but not less than 15 feet. (20 foot setback for a 55 foot tall building)	Minimum of 10 feet from Corporate Park Drive and Woodland Pointe Avenue (private streets) and 240 feet from Sunrise Valley Drive.

As depicted in the above tables, the development generally provides the setbacks as recommended by the Zoning Ordinance. The residential mixed-use building locates portions of the building closer to the interior private streets then that would be recommended by the Zoning Ordinance; however, the reduced yards are only for a small portion of the building. In staff's opinion, this issue has been adequately addressed.

Design Standard 2 states the development must provide adequate open space, parking and loading spaces as set forth in the Ordinance. The subject site

provides 23% open space; whereas, 15% is required. The applicant will provide parking spaces in accordance with the Zoning Ordinance and has requested a modification of the loading requirements as stated below. In staff's opinion, this standard has been met.

Design Standard 3 states the streets and driveways shall be designed to conform to the Zoning Ordinance, and that a network of trails and sidewalks shall provide access to recreational amenities and open space. The applicant has provided for a network of trails and sidewalks to provide access to the open space and other amenities within the development. In staff's opinion, this standard has been met.

Waivers/Modifications for RZ/FDP 2003-HM-046

Waiver/Modification of Transitional Screening and Barrier Requirements

The applicant requests a modification of the transitional screening and waiver of the barrier requirements along the southern boundary of the site in favor of the landscaping shown on the CDP/FDP. The request is pursuant to Par. 3 of Sect. 13-304 of the Zoning Ordinance which permits a modification/waiver in the PDC District where the building, barrier and/or the land between the building and property line has been specifically designed to minimize adverse impact through a combination of landscaping and architectural techniques. Transitional Screening 1 (twenty-five feet in width) and Type 2 (thirty-five feet in width) are required to buffer the multi-family units south of Sunrise Valley Drive. Barrier D, E, F or G (chain link fence, six foot tall brick wall or solid wood fence) would also be required along Sunrise Valley Drive. The CDP/FDP provides a landscaped area (deciduous and evergreen vegetation) along the Sunrise Valley Drive frontage twenty-two to twenty-five feet in width. The amendment will provide residential and non-residential uses with a maximum height of fifty-five feet in lieu of the approved office and parking garage. Staff believes that the applicant's request meets the intent of the Zoning Ordinance and provides an appropriate transition and has no objection to the modification of the transitional screening and waiver of the barrier requirements.

Waiver of the 75 Foot Minimum Setback

The northernmost parking structure is proposed at a minimum of forty (40) feet from the Dulles Airport Access Road. Because the applicant proposes to provide a pedestrian bridge connection between the garage and buildings (which would result in the garage being considered as part of the building), a waiver of the 75 foot setback requirement from the DAAR is necessary. The request is consistent with the waiver previously approved by the Board of Supervisors for RZ 2000-HM-044, which is adjacent to the site. Staff has no objection to the waiver.

Waiver of the Service Drive Requirement

The applicant has requested a waiver of providing the service drive along the Dulles Airport Access Road. The proposed waiver is consistent with the waiver previously approved for RZ 2000-HM-044 which is adjacent to the site. Staff has no objection since the request is consistent with other service drive waivers along the DAAR and there are no plans to provide a service drive in this area.

Modification of the loading space requirement

The applicant requests a modification of Section 11-202 of the Zoning Ordinance which requires five loading spaces for the mixed-use development on Tax Map 16-4 ((1)) 42. The applicant requests to provide three loading spaces within the loading dock for Buildings 6 and 7 and one loading space for the multi-family building as depicted on the CDP/FDP. In staff's opinion the proposed loading spaces are sufficient and staff has no objection to the proposed modification.

Waiver of the 600 foot maximum length requirement for private streets.

The applicant requests a waiver of the 600 foot maximum length for private streets within the development. Private streets are found in many mixed-use developments to allow flexibility in the layout in order to provide a high quality development. The waiver was previously approved as part of RZ 2000-HM-044 and staff has no objection to the waiver of the 600 foot maximum length for private streets.

Waivers/Modifications for PCA/FDPA 2000-HM-044

Modification of the use limitation for a PDC District

The applicant requests a modification of the use limitation for a PDC District to permit the gross floor area of the secondary uses, including residential, to exceed fifty percent (50%) of the principal uses. The applicant requests to permit 212,000 square feet of residential uses on Tax Map 16-4 ((1)) 42 associated with RZ 2003-HM-046, in addition to the previously approved 599,976 square feet of residential uses approved on Tax Map 16-4 ((1)) 41, associated with RZ 2000-HM-044, for a total of 811,976 square feet within Woodland Park East (58% of the principal uses).

For RZ 2000-HM-044, the principal uses of office and hotel are located within four buildings (Buildings 1-4) consisting of 1,061,178 square feet; however, in accordance with the proffers a maximum of 10% of the non-residential uses in Buildings 1-4 could be secondary uses other then residential (this is a further restriction from the Zoning Ordinance which permit 25% of non-residential secondary uses). Potentially RZ 2000-HM-044 could contain 955,060 square feet of principal uses, 106,118 square feet of non-residential secondary uses and

599,976 square feet of residential. The Zoning Ordinance would permit 50% of the principal uses as residential or 477,530 square feet of residential. The Board of Supervisors previously approved a modification of the standard to permit up to 600,000 square feet of residential uses (63% of the principal uses). The proposed modification would permit 599,976 square feet of residential uses (63% of the principal uses) and is consistent with the previous approval by the Board of Supervisors.

For RZ 2003-HM-046, the principal uses of office and retail are located within nine buildings (Buildings 6-10, 12 and 13) consisting of 500,443 square feet; however, in accordance with the proffers a maximum of 10% of the non-residential uses in Buildings 6-10 and 12 and 13 could be secondary uses other then residential (this is a further restriction from the Zoning Ordinance which permit 25% of non-residential secondary uses). Potentially RZ 2003-HM-046 could contain 450,399 square feet of principal uses, 50,044 square feet of non-residential secondary uses and 212,000 square feet of residential uses. The Zoning Ordinance would permit 50% of the principal uses as residential or 225,199 square feet of residential. The applicant has requested only 212,000 square feet (47% of the principal uses) of residential uses; therefore no modification is required for RZ 2003-HM-046.

The Comprehensive Plan encourages a mixed-use development, including residential units. Specifically, the Plan states that Sub-unit B-1 should include approximately one-third of the development as residential, and Sub-unit B-3 should have a mix of office, hotel, retail, and residential. The Comprehensive Plan further encourages residential uses to be located in proximity to the Herndon-Monroe Transit area; however, residential units should be located away from the Dulles Airport Access Road. Woodland Park is currently permitted to develop approximately 5,250,000 square feet, which includes 1,000,000 square feet of residential uses (19%). The proposed application would permit 1,212,000 square feet of residential units (23%) within Woodland Park (Sub-units B-1 and B-3). (Staff notes that these percentages are based on a non-residential to residential comparison and not residential to principal uses. Using the similar comparison, the development in Woodland Park East is 34% residential and 66% non-residential). In staff's opinion, the Comprehensive Plan encourages the residential uses to be located on the site at the intensity proposed by the applicant. Staff recommends approval of the proposed modification to permit 599,976 square feet (63% of the principal uses) for RZ 2000-HM-044.

Waiver of the 75 Foot Minimum Setback

The northernmost parking structure is proposed at a minimum of forty (40) feet from the Dulles Airport Access Road. Because the applicant proposes to provide a pedestrian bridge connection between the garage and buildings (which would result in the garage being considered as part of the building), a waiver of the 75 foot setback requirement from the DAAR is necessary. The Board of Supervisors

previously approved the waiver for RZ 2000-HM-044. Staff continues to have no objection to the waiver.

Waiver of the Service Drive Requirement

The applicant has requested a waiver of providing the service drive along the Dulles Airport Access Road. The waiver was previously approved for RZ 2000-HM-044 and staff has no objection since the request is consistent with other service drive waivers along the DAAR and there are no plans to provide a service drive in this area.

CONCLUSIONS AND RECOMMENDATIONS

Staff Conclusions

The applicant proposes to delete 20.94 acres previously subject to proffers for the I-4 District and rezone that area to the PDC District to become part of a 60 acre mixed-use development zoned PDC known as Woodland Park East consisting of approximately 812,000 square feet of residential, 143,000 square feet of retail, and 1,418,600 square feet of office/hotel uses. The office is concentrated at the northern portion of the site and the residential is located near Sunrise Valley Drive as recommended by the Comprehensive Plan. The residential portion of the development is 34%, which is consistent with the recommendations of the Comprehensive Plan. The mixed-use development is more compatible then the previously approved office and parking garage to the adjacent residential to the east and south. The residential development includes the provision of affordable dwelling units. The applicant has carried forward the previous transportation proffers and will be providing improvements to Sunrise Valley Drive and Monroe Street that includes traffic signals, turn lanes and additional travel lanes. The applicant has provided for a transportation demand management program for the office and residential uses to attempt to reduce vehicle trips by 15%. The applicant has proffered to contribute to the school system per the Comprehensive Plan guidance. The applicant has proffered to use best efforts to provide a grocery store of approximately 40,000 - 60,000 square feet for Building 6. The applicant has provided for an integrated development of residential and retail uses, which helps create a walkable community where non-residential amenities are readily available to the residents. The development provides the central park, trails, sidewalks, un-programmed play area and sports court for recreational uses for employees as well as a playground in the central park, fitness center and courtyards as part of the residential complex. The applicant carried forward the previous proffer for an office related contribution of $25,000 to the Park Authority and has proffered to construct the County-wide trail along the northern portion of the site. The applicant has also proffered to contribute an additional $161,290 for the development of recreation uses in the area. Staff concludes that the subject application is in conformance with the Comprehensive Plan and applicable

Zoning Ordinance provisions with the execution of the proffers contained in Appendix 1 and development conditions in Appendix 2.

Staff Recommendations

RZ/FDP 2003-HM-046

Staff recommends approval of RZ 2003-HM-046, subject to the execution of proffers consistent with those contained in Appendix 1 and the Board of Supervisors' approval of PCA 77-C-098-05, PCA 80-C-028-07 and PCA 2000-HM-044.

Staff recommends approval of FDP 2003-HM-046, subject to the proposed final development plan conditions contained in Appendix 2 and the Board of Supervisors' approval of PCA 2003-HM-046.

Staff recommends approval of a modification of the transitional screening requirements along Sunrise Valley Drive, in accordance with the landscaping depicted on the CDP/FDP.

Staff recommends approval of a waiver of the barrier requirements along Sunrise Valley Drive.

Staff recommends approval of a waiver of the 75 foot minimum setback requirement from the Dulles Airport Access Road.

Staff recommends approval of a waiver of the service drive requirement along the Dulles Airport Access Road.

Staff recommends approval of a modification of the loading space requirements for Tax Map 16-4 ((1)) 42 to permit the four loading spaces as shown on the CDP/FDP.

Staff recommends approval of a waiver of the 600 foot maximum length requirement for private streets.

PCA/FDPA 2000-HM-044

Staff recommends approval of PCA 2000-HM-044, subject to the execution of proffers consistent with those contained in Appendix 1 and the Board of Supervisors' approval of PCA 77-C-098-05, PCA 80-C-028-07 and RZ 2003-HM-046.

Staff recommends approval of FDPA 2000-HM-044, subject to the proposed final development plan conditions contained in Appendix 2 and the Board of Supervisors' approval of PCA 2000-HM-044.

Staff recommends approval of a modification of the use limitation for the PDC District to permit the gross floor area of residential use to exceed fifty percent of the principal uses to allow 599,976 square feet of residential use associated with RZ 2000-HM-044.

Staff recommends approval of a waiver of the 75 foot minimum setback requirement from the Dulles Airport Access Road.

Staff recommends approval of a waiver of the service drive requirement along the Dulles Airport Access Road.

PCA 77-C-098-05

Staff recommends approval of PCA 77-C-098-05.

PCA 80-C-028-07

Staff recommends approval of PCA 80-C-028-07.

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

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

APPENDICES

1. Draft Proffers
2. Proposed Final Development Plan Conditions
3. Affidavit
4. Statement of Justification
5. RZ 2000-HM-044 proffers, conditions and CDP/FDP
6. Plan Citations and Land Use Analysis
7. Environmental Analysis
8. Transportation Analysis
9. Sanitary Sewer Analysis
10. Water Service Analysis
11. Fire and Rescue Analysis
12. Stormwater Management Analysis
13. Schools Analysis
14. Park Authority Analysis
15. Applicable Zoning Ordinance Provisions
16. Residential Development Criteria
17. Glossary of Terms

APPENDIX 1

WOODLAND PARK EAST II

PROFFERS

RZ 2003-HM-046
PCA 2000-HM-044

August 23, 2004

Pursuant to Section 15.2-2303(a), Code of Virginia, 1950 as amended, and subject to the Board of Supervisors approving a rezoning and proffered condition amendment to the PDC District for property identified as Tax Map 16-4 ((1)) 42, 43, 44, 45 and 46 (hereinafter referred to as the "Application Property"), TST Woodland LLC, the Applicant in RZ 2003-HM-046 and PCA 2000-HM-044 proffers for themselves, their successors and assigns the following conditions. In the event that this Application is approved, any previous proffers for the Application Property are hereby deemed null and void and hereafter shall have no effect on the Application Property.

1. Development Plan. Development of the Application Property shall be in substantial conformance with the Conceptual Plan/Final Development Plan (CDP/FDP Plat) prepared by William H. Gordon Associates, Inc., consisting of fifteen (15) sheets dated January 23, 2004 through August 23, 2004, which CDP/FDP proposes a maximum of 1,773,621 gross square feet of building area. The following Principal and Secondary Uses may be permitted within the buildings shown on the CDP/FDP:

   a. Accessory uses and accessory service uses.
   b. Business service and supply service establishments.
   c. Eating establishments.
   d. Establishment for scientific research, development and training where assembly, integration and testing of products in a completely enclosed building is incidental to the principal use of scientific research, development and training.
   e. Fast food restaurants, only if located in line with other principal or secondary uses and not to include a drive-through.
   f. Financial institutions, including a drive-thru bank for Building 8 only.
   g. Health clubs.
   h. Institutional uses.
   i. Medical offices.
   j. Personal service establishments.
   k. Offices.
   l. Private clubs and public benefit associations.
   m. Public uses.
   n. Quick service food stores.
   o. Repair service establishments.
   p. Retail sales establishments.
   q. Bank teller machines.
   r. Child care centers and nursery schools.
   s. Dwelling units.
   t. Affordable dwelling units

u. Hotels
v. Private schools of general education
w. Private school of special education
x. Colleges and Universities

Additional Principal and Secondary uses not listed above may be permitted with the approval of a Final Development Plan Amendment (FDPA) or Special Exception (SE) if in substantial conformance with the CDP/FDP and proffers. A Proffered Condition Amendment (PCA) application shall not be required so long as the layout is in substantial conformance with the CDP/FDP. The gross floor area of secondary uses, other than dwelling units and affordable dwelling units, shall be limited to ten percent of the principal uses in the development.

2. CDP Elements. Notwithstanding that the CDP/FDP is presented on fifteen (15) sheets and said CDP/FDP is the subject of Proffer 1 above, it shall be understood that the CDP shall be the entire plan shown on Sheets 2 and 3 relative to the points of access, the maximum square footage, maximum 212,000 square feet of residential uses, the amount of open space, the general location and arrangement of the buildings, the parking garages and the central park, and the peripheral setbacks. The Applicant has the option to request a FDPA for elements other than the 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, if in conformance with the approved CDP and proffers.

3. Minor Modifications. Pursuant to Paragraph 4 of Section 16-403 of the Zoning Ordinance, minor modifications to the FDP may be permitted as determined by the Zoning Administrator. The Applicant shall have the flexibility to modify the layouts shown on the CDP/FDP without requiring approval of an amended FDP provided such changes are in substantial conformance with the FDP as determined by the Department of Planning and Zoning ("DPZ") and do not increase the total amount of square footage, decrease the amount of open space, decrease the setback from the peripheries, or increase building heights.

4. Density Credit. Density credit shall be reserved as may be permitted by the provisions of Paragraph 5 of Section 2-308 of the Fairfax County Zoning Ordinance for all eligible dedications described herein or as may be required by Fairfax County or VDOT at time of site plan approval. A total of 1,773,621 square feet of development shall be permitted on the Application Property, including 474,978 square feet derived from the public street dedication density credit. The public street dedication density credit of 474,978 square feet, applied to the PDC Application Property as portrayed graphically and in tabular form on Sheets 2 and 13 of the CDP/FDP, shall be utilized for development of the Application Property only, unless otherwise revised through approval of a proffered condition amendment.

5. Alterations. For Buildings 1-4, the Applicant reserves the right to alter building footprint sizes, modify landscape plazas, adjust pedestrian and vehicular circulation areas, and shift

building locations within designated building envelopes and/or move building gross square footage between buildings provided Buildings 1 and 2 are between 150,000 and 300,000 square feet each and no more than 500,000 square feet for Buildings 1 and 2 combined; Buildings 3 and 4 are between 250,000 and 450,000 square feet each and no more than 800,000 square feet for Buildings 3 and 4 combined; the total gross square footage for the Application Property does not exceed 1,773,621 square feet; the buildings heights as shown on the CDP/FDP are not exceeded; and the minimum open space and peripheral dimensions to lot lines are not reduced. In addition, the parking garage footprints may be altered within the designated "garage envelopes" for Buildings 1-4 as shown on Sheet 2 of the CDP/FDP, provided the garage heights are not exceeded and the minimum open space and peripheral dimensions to lot lines are not reduced.

6. Retail/Service Uses.

a. Retail, eating establishments, fast food restaurants, and service establishment uses may be provided within all buildings on the Application Property. The majority of the retail, restaurant and/or service uses shall be located on the first floor of buildings with direct public access and windows oriented to adjacent internal roads in an effort to create an inviting streetscape.

b. Retail, eating establishment, fast food restaurants, service and similar compatible establishments listed in Proffer 1 shall be provided within Buildings 6, 7, 8, 9 and the first floor of Building 10. Such uses shall have direct public access and windows oriented toward the internal roads. Buildings 8 and 9 shall be two stories in height, with at least 50 percent of the net square footage of the second story devoted to office uses.

It is intended that the principal use of Building 6 be a grocery store of approximately 40,000-60,000 square feet. The Applicant shall use best efforts to ensure provision of a grocery store as the initial tenant of Building 6. Best efforts shall include retaining a qualified retail broker and marketing the space for a twenty-four (24) month period beginning no more than twenty-for (24) months prior to commencement of construction. If marketing efforts are not successful in attracting a grocery store to Building 6, proof of best efforts to lease this space for a grocery store shall be provided to the Director, Department of DPZ to demonstrate the failed attempts. In that event, the space within Building 6 shall be utilized for neighborhood retail/service/eating establishments/fast food restaurant uses such that no one tenant shall occupy more than 25,000 square feet.

c. Buildings 5-11 shall be included on a consolidated site plan.

d. Non-RUPs for Buildings 6 and 7 shall not be issued unless one or more of Buildings 5, 10 and 11 are under construction. Non-RUPs for Buildings 8 and 9 shall not be issued unless one or more of Buildings 5, 6, 7, 10 and 11 are under construction. For the purposes of this proffer, "under construction" shall be defined as having completed the foundation and the framing for one level.

e. The loading area for Building 6 shall provide a roll up screen door or other screening mechanism that is visually compatible, in terms of building color and style with the proposed grocery store, as determined by the Director, Department of Planning and Zoning (DPZ).

7. Sunrise Valley Drive. The Applicant shall extend the existing left turn lane from eastbound Sunrise Valley Drive onto northbound Monroe Street prior to the issuance of the first Non-Residential Use Permit (Non-RUP) or Residential Use Permit (RUP) on the Application Property, or as may be required by the Virginia Department of Transportation ("VDOT"), whichever shall occur first. (This improvement is being constructed with approved Fairfax County Plan #5518-SP-24-02 and is currently under construction.)

8. Monroe Street. The Applicant shall construct one half of a six lane section along its Monroe Street frontage and shall construct dual left turn lanes from (a) southbound Monroe Street onto eastbound Sunrise Valley Drive; (b) northbound Monroe Street onto East Park Drive; and (c) northbound Monroe Street onto westbound Sunrise Valley Drive. These improvements shall be made consistent with that shown on Sheet 15 of 15 of the CDP/FDP. Said improvements shall be open to traffic prior to the issuance of any Non-RUP or Residential Use Permit (RUP). For purposes of these proffers, "open to traffic" shall mean that the committed road improvement is open to public traffic, whether or not accepted in the State system. Acceptance of public roads by VDOT into its roadway system shall be diligently pursued by the Applicant, and shall be accomplished prior to final bond release. (These improvements are being constructed with approved Fairfax County Plan #5518-SP-24-02 and are currently under construction.)

9. Signal Warrants. Prior to first site plan approval for the Application Property, excluding site plans for Buildings 12 and 13, the Applicant shall provide signal warrant analyses for signals at the intersections of (1) Sunrise Valley Drive/Corporate Park Drive; (2) Sunrise Valley Drive/Woodland Pointe Avenue; and (3) East Park Drive/Monroe Street. If determined warranted by VDOT, the Applicant shall make timely application to VDOT for signal installation with the goal of having the required signals in place prior to the issuance of the first RUP or Non-RUP for the Application Property, excluding Buildings 12 and 13. The Applicant shall include in any signal design plans, crosswalks and pedestrian activated countdown signals with noise activation for the seeing impaired, as may be permitted by VDOT. These obligations shall become null and void for any signal not warranted by VDOT within two years of final bond release for the Application Property.

Left turn lanes currently exist from eastbound Sunrise Valley Drive onto Corporate Park Drive and Woodland Pointe Avenue. Prior to the issuance of the first Non-RUP or RUP for the Application Property, excluding Buildings 12 and 13, the Applicant shall construct dual left turn lanes at these two intersections as may be required by VDOT in conjunction with the installation of the traffic signals.

10. Office Transportation Demand Management. The use of mass transit, ride-sharing and other transportation strategies shall be utilized to reduce traffic trips for office Buildings 1-4, 12 and 13 during peak periods by a minimum of 15% of the trips generated according to the Institute of Transportation Engineers (ITE) Trip Generation Manual, 6th Edition for the AM and PM peaks. Lessees/purchasers shall be advised of this transportation strategy. Transportation coordination duties shall be carried out by a designated property manager(s) or transportation management coordinator(s) who may be the same individual coordinating the Residential Transportation Demand Management program. The transportation strategy management position may be a part of other duties assigned to the individual(s) but transportation demand management shall be one of the person's primary duties. The transportation management strategies shall be implemented upon issuance of Non-RUPs for 75% of the first office building. Strategies implemented shall include, but not be limited to, the following:

    a. Lessees of the office buildings shall be encouraged to join the Dulles Area Transportation Association (DATA), a recognized Commonwealth public-private Transportation Management Association;

    b. Transportation Demand Management materials discussing available transit information, car/van pooling formation, alternative work schedules, and the Metrocheck program shall be distributed to lessees/purchasers.

    c. Voluntary car pool/van pool programs shall be established for employees with the program under the direction of the transportation management coordinator;

    d. A program for matching car pool and van pool services shall be coordinated with DATA, various governmental agencies and other private employers in the area;

    e. Convenient parking in preferred locations of office parking structures shall be designated for car pool/van pool use;

    f. Mass transit usage shall be encouraged and promoted by the transportation management coordinator. Bus stop(s)/shelter(s), exclusive of bus pull off lanes, shall be installed as described in Proffer 12;

    g. Pedestrian walkways linking access to adjacent properties shall be provided;

    h. Broadband, high capacity data/network connections shall be provided to each office building; and

    i. Amenities for bicycle storage and shower facilities shall be provided for each office building.

    The Applicant shall notify the Fairfax County Department of Transportation (DOT) of the date that the transportation strategies are implemented. One year after the transportation management strategies are implemented, the Applicant shall conduct a survey of employees in the office development to determine their transportation

characteristics. This survey will help form the basis of the transportation management program and shall be developed in consultation with DOT and submitted to the DOT for review and approval.

Bi-annually thereafter, the Applicant shall conduct a multi-modal transportation split survey of the employees of the office development to demonstrate whether the goal of reducing Single Occupancy Vehicle (SOV) trips by 15% has been met during peak hours. The report shall be submitted to the DOT for review. Based on the studies, the coordinator shall work with DOT to define new strategies to reduce trips.

If the multi-modal transportation split surveys indicate that a reduction of SOV trips by 15% during peak hours has not occurred, five cents ($0.05) per square feet of occupied gross floor area shall be contributed annually to a transportation demand management fund to be established for the six office buildings until such time as the reduction has occurred. The terms of this proffer shall expire fifteen (15) years after final bond release for the last of Buildings 1-4, 12 or 13.

11. Residential Transportation Demand Management. The use of mass transit, ride-sharing and other transportation strategies shall be utilized to reduce traffic trips for the residential units during peak hours by a minimum of 15% of the trips generated according to the ITE Trip Generation Manual, 6th Edition for the AM and PM peaks. Residents and employees of the residential development shall be advised of this transportation strategy. Transportation coordination duties shall be carried out by a designated property manager(s) or transportation management coordinator(s) who may be the same individual coordinating the Office Transportation Demand Management program. The transportation strategy management position may be a part of other duties assigned to the individual(s) but transportation demand management shall be one of the person's primary duties. The transportation management strategies shall be implemented prior to the 150th RUP being issued. Strategies implemented shall include, but not be limited to, the following:

a. Participation in the Fairfax County Ride Share Program;

b. Dissemination of information regarding Metrorail, Metrobus, ridesharing and other relevant transit options in residential sale/lease packages;

c. Making Metro maps, schedules and forms, ridesharing and other relevant transit option information available to owners/tenants and employees in a common area(s) of each building;

d. Providing amenities for bicycle storage;

e. Providing a sidewalk system designed to encourage/facilitate pedestrian circulation;

f. Providing broadband, high capacity data/network connections in all dwellings to facilitate working at home;

g. Providing a business center wired with high capacity data/network connections.

The Applicant shall notify DOT of the date that the transportation strategies are implemented. One year after the transportation management strategies are implemented, the Applicant shall conduct a survey of residents and employees in the residential development to determine their transportation characteristics. This survey will help form the basis of the transportation management program for development and shall be developed in consultation with DOT and submitted to the DOT for review and approval.

Bi-annually thereafter, the Applicant shall conduct a multi-modal transportation split survey of the residents and employees of the residential development to demonstrate whether such goal of reducing SOV trips by 15% has been met during peak hours. The report shall be submitted to the DOT for review. Based on the studies, the coordinator shall work with DOT to define new strategies to reduce trips.

If the multi-modal transportation split surveys indicate that a reduction of SOV trips by 15% during peak hours has not occurred, $50.00 per occupied dwelling unit shall be contributed annually to a transportation demand management fund to be established for the residential development until such time as the reduction has occurred. The terms of this proffer shall expire fifteen (15) years after final bond release for Tax Map 16-4 ((1)) 42.

12. Bus Shelters. The Applicant shall provide up to two (2) bus shelters for the Application Property, along Monroe Street and/or Sunrise Valley Drive, with the specific location(s) to be determined jointly by the Washington Metropolitan Area Transit Authority (WMATA) and DOT. The bus shelter(s) shall be the typical open type and the installation shall be limited to the concrete pad, the shelter itself and a trash can. No bus turn outs or special lanes shall be provided by the Applicant. If, by the time of site plan approval for the properties fronting on Monroe Street and/or Sunrise Valley Drive, WMATA/DOT has not determined the exact location of the bus shelter(s), the Applicant shall escrow $20,000 per shelter with DPWES to be used for future bus shelters on Sunrise Valley Drive or Monroe Street in the immediate area of the Application Property. If, after ten years, the bus shelters have not been installed, the Applicant shall be entitled to release and return of the escrowed funds. If installed along the Applicant's frontage, the bus shelter and trash can shall be maintained by the Applicant.

13. Site Amenities.

a. Paved and landscaped plaza areas between Buildings 1 and 2, and between Buildings 3 and 4 shall be provided as generally shown on Sheet 11 of the CDP/FDP. A plaza focal area shall be provided adjacent to Building 6 as illustrated on Sheet 5. These plaza areas shall include a central focal area for passive recreational use to consist of one of the following features: a small

reflecting pool or fountain, a display area for sculpture, a garden park with seating, or a vegetated overhead trellis feature. These plaza areas shall be designed to visually complement architectural elements of the adjacent building in terms of color, materials and/or design composition. The plazas will include specialty paving materials, enhanced landscaping, pedestrian lighting and site furnishings (benches, seating areas, tree grates, etc.) and may also incorporate visitor drop-off areas and limited visitor parking. In the event that Buildings 1 and 2 or 3 and 4 are phased, the plaza areas shall be completed prior to issuance of Non-RUPs for the second building.

b. A central park area shall be provided as shown on the CDP/FDP. This amenity shall be an area of tree preservation coupled with passive and active recreational use. Tree preservation shall be provided as specified in Proffer 15. In addition, complementary landscaping, a comprehensive pedestrian pathway system, a playground, picnic shelter, benches and outdoor seating areas shall be provided within the central park, as generally illustrated on Sheets 12 and 14. These improvements are being constructed with approved Fairfax County Plan #5518-SP-27 and are currently under construction.

c. An unprogrammed playfield and a sport court (such as a basketball court, tennis court, multi-purpose court or sand volleyball court) shall be provided behind the parking garages for Buildings 2 and 3 as shown on the CDP/FDP. This area shall be linked with pedestrian connections to adjacent office and nearby residential areas. The Applicant shall provide a four foot berm and an architecturally solid fence, six (6) feet in height, to shield the play area from roadway noise. No other noise mitigation shall be required/provided. These facilities shall be constructed with the first of Buildings 2 or 3.

d. Paved and landscaped courtyards adjacent to Residential Buildings 5, 10 and 11 to include specialty paving, extensive landscaping, tables with chairs, benches, and possible water features shall be provided as generally illustrated on Sheet 10.

e. A community room, a minimum of 2000 square feet in size, to include exercise facilities, a lounge with high speed internet access shall be provided within the residential buildings.

14. Landscape Plan. A landscape plan shall be submitted as part of the site plan(s) and shall be coordinated with and approved by the Urban Forester. This plan shall be in substantial conformance with the landscape concepts plan as to quantity and quality of plantings, and in general conformance with the location of plantings as shown on Sheets 4, 9 and 10. The Applicant shall work with the Urban Forester to select plant species that in addition to meeting other landscaping requirements such as durability, availability and aesthetics, also aid in the maintenance of air quality. Location of plantings may be modified based on utility location, sight distance easements, and final engineering details as approved by the Urban Forester. (Landscaping for the central park area, identified in Proffer 13b, is

being constructed with approved Fairfax County Plan #5518-SP-27 and is currently under construction.)

Streetscaping shall be provided along Sunrise Valley Drive as depicted on Sheet 9. Shade trees shall be planted along the Sunrise Valley Drive and shall be supplemented with ornamental trees and a combination of evergreen and deciduous shrubs. An earthen berm shall be utilized to accent the plantings and to help screen automobile parking from the roadway.

15. Tree Preservation. The Applicant shall provide for tree preservation in the area on the CDP/FDP identified as the "central park" as determined by the Urban Forester and as shown adjacent to Building 13. The central park is an amenity to be used for the passive recreational enjoyment of the residents and the office occupants of Application Property. As such, it is not designed as an undisturbed area, but rather as a wooded park. Clearing and limited grading may occur within the central park to develop the pedestrian walkway system, seating and outdoor eating areas, specialized landscaped areas, limited areas of lawn, and to clear the understory of undesirable vegetation and permit new plantings where desirable. Within this context, the Applicant shall perform the following measures relating to tree preservation in the areas on the CDP/FDP identified as the central park and adjacent to Building 13:

a. The Applicant shall submit a tree preservation plan of the first and all subsequent site plan submissions for the central park/tree save area and Building 13. The preservation plan shall be prepared by a professional with experience in the preparation of tree preservation plans, such as a certified arborist or landscape architect, and reviewed and approved by the Urban Forestry Division. The tree preservation plan shall consist of a tree survey that includes the location, species, size, crown spread, and condition rating percentage of all trees ten inches in diameter or greater in the central park/tree preservation areas. The condition analysis ratings shall be prepared using methods outlined in the latest edition of the Guide for Plant Appraisal published by the International Society of Arboriculture. Specific tree preservation activities that will maximize the survivability of trees identified to be preserved, such as: crown pruning, root pruning, mulching, fertilization, and others as necessary, shall be included in the Plan.

b. The trees designated to be saved shall be protected by chain link fencing, a minimum of four (4) feet in height attached to six (6) foot steel posts driven eighteen (18) inches into the ground and placed no further than ten (10) feet apart, placed at the dripline of the trees. The fencing shall be installed prior to any work being conducted on the site, including demolition of existing structures and shall remain at all times during construction of the central park and improvements related to Building 13. Signage affirming restricted access shall be provided on the temporary fence highly visible to construction personnel. The landscape architect contracted by the Applicant shall monitor the construction of the proposed development to ensure consistency with the landscape/tree preservation

plan. Three days prior to commencement of any clearing, grading, or demolition activities, the Urban Forestry Division shall be notified and given the opportunity to inspect the site to assure that all tree preservation devices have been correctly installed.

c. As a result of final engineering in the event the areas designated as tree save areas on the CDP/FDP are modified or cannot be preserved, equivalent tree save areas or equivalent landscaped areas shall be substituted on the site as determined by the Urban Forestry Division.

(These improvements are being constructed with approved Fairfax County Plan #5518-SP-27 and are currently under construction.)

16. Tree Transplantation. Prior to any site disturbance activities on the Application Property, the Applicant shall identify existing, quality vegetation suitable for transplanting elsewhere on the Application Property. The Applicant shall develop and implement a transplanting plan to be reviewed and approved by the Urban Forester. Plants identified on the residential portion of the Application Property as suitable candidates for transplantation, as determined by the Project Landscape Architect/Arborist and reviewed by the Urban Forester shall, if feasible, be replanted into the central park area. Plants on the non-residential portions of the Application Property which are determined to be suitable transplantation candidates, as determined by the Project Landscape Architect/Arborist and reviewed by the Urban Forester, shall, if feasible, be replanted in the central park or elsewhere on the non-residential portions of the site. A tree transplantation plan shall be submitted to the Urban Forestry Division for review and approval and shall contain the species and sizes to be transplanted, existing location of trees, proposed final location of trees, proposed time of year to move the trees, transplant method to be used, including tree spade size, if applicable, and details regarding after-transplant care, including mulching and watering. (Tree transplantation is currently being implemented with approved Fairfax County Plan #5518-SP-27.)

17. Phasing. The Applicant shall construct the landscaped entrance road from Monroe Street to the central park amenity with the first phase of construction. The central park shall be substantially complete as determined by the Urban Forester prior to issuance of the first Non-RUP or RUP. (These improvements are being constructed with approved Fairfax County Plan # 5518-SP-27.)

18. Hotels. If hotels are provided in Buildings 1 and/or 2, an independent noise analysis shall be provided to determine the impact of roadway noise from the Dulles Airport Access Road (DAAR) on the hotel. The study and any proposed mitigation methods for reducing the interior noise levels to DNL 45 dBA or less shall be reviewed and approved by DPWES in consultation with the Department of Planning and Zoning (DPZ) and implemented by the Applicant.

19. Architectural Design.

a. The architectural design of the facades of the office/hotel Buildings 1-4, 12 and 13 shall be architecturally compatible with each other and the buildings which surround them in Woodland Park and include complementary colors, façade treatments and architectural elements. Building materials shall include one or more of the following: masonry, stone, pre-cast concrete, metal panels and glass. The architectural style shall be in keeping with the general character of that depicted on Sheet 11.

b. The architectural design of the retail, residential and drive-in bank buildings (Buildings 5-11) shall be in substantial conformance and general character with that shown on Sheets 7 and 8. The individual buildings shall be designed to create the appearance of a unified and coordinated development and shall be complementary in terms of architectural style and scale. The intent is to create a harmonious design with complementary yet distinctive architecture, and to ensure a lively pedestrian oriented street level. This coordinated development shall be accomplished through the use of complementary building materials, colors, landscaping or similar design features, and the following:

1). Retail buildings shall be constructed with masonry (brick, stone, and ground or split face CMU) with EIFS, molded polyurethane (FYPON) and wood trim accents. Storefronts shall be constructed with aluminum and/or wood framing, glass, decorative brackets and awnings.

2). Building materials for the residential buildings shall include one or more of the following: masonry (brick, stone, and ground or split face CMU) or cementitious siding, with EFIS, painted wood or painted metal accents.

3). All buildings shall be constructed with consistent four-sided architectural treatments. Rooftop mechanical equipment shall be located to limit visibility.

4). A coordinated color palate designed to complement the building materials shall be developed with a consistency of use for all buildings.

5). A coordinated signage system shall be provided to establish project identity. Signs shall be complementary in terms of size, location and lighting. Signs shall be provided in accordance with Article 12, Section 205 of the Zoning Ordinance, unless modified through a comprehensive sign plan or special exception.

20. Parking Structures. All exposed facades of the office parking structures shall be constructed of either masonry, stone, metal panels or pre-cast concrete and shall be designed to be compatible with the facade treatments of the office buildings they serve. All exposed facades of the residential parking structures shall be constructed of either

masonry, stone, or pre-cast concrete with either masonry or stone accents at the entrances to the parking structures.

The two parking garages serving Office Buildings 3 and 4 shall be constructed with planters as an integral part of portions of the exterior walls adjacent to the DAAR and Monroe Street. Cascading evergreen plant material, or substitute plant selections as approved by the Urban Forester, shall be installed in these planters to soften the edge and screen the façades. The Applicant shall provide an irrigation system for the planters. Details of the parking structure planters for these two garages shall be submitted for review by the Urban Forester at the time of final site plan submission.

21. FAA Approval. If required, the Applicant shall obtain FAA approval for the height of the buildings prior to site plan approval. If FAA approval is not received, the Applicant shall lower the height of the building to that approved by the FAA.

22. Trails/Sidewalks. Pedestrian connections shall be constructed as follows:

    a. Sidewalks shall be provided along the Application Property's frontages with Sunrise Valley Drive and Monroe Street.

    b. Sidewalks shall be provided throughout the interior of the Application Property connecting the various buildings, garages, and amenities as generally shown on Sheet 14 of the FDP.

    c. Crosswalks with specialty pavers or stamped asphalt shall be provided at locations shown on the CDP/FDP and as required by VDOT.

    d. The Applicant shall construct an eight (8) foot wide asphalt trail along the Application Property's northern property line within or adjacent to the DAAR right-of way, as generally shown on Sheets 3 and 14. The trail shall be constructed coincident with the development of Buildings 3, 4 and 13. Should the trail be constructed on the Application Property, a public access easement shall be provided in a form acceptable to the County Attorney.

23. Lighting. All outdoor lighting fixtures shall be in accordance with the Performance Standards contained in Part 9 (Outdoor Lighting Standards) of Article 14 of the Zoning Ordinance. Fixtures used to illuminate streets, parking areas and walkways shall not exceed twenty (20) feet in height and shall utilize full cut-off fixtures which shall focus directly on the Application Property. All upper level parking deck lighting fixtures shall not exceed the height of fifteen (15) feet. Lighting in the parking decks shall be installed between the ceiling beams to reduce glare.

24. Recreational Facilities. The Applicant shall comply with Paragraph 2 of Section 6-110 of the Zoning Ordinance regarding developed recreational facilities for the residential uses. The Applicant proffers that the minimum expenditure for the recreational facilities shall be $955.00 per residential unit. The Applicant shall receive credit for the on-site

recreational facilities which shall include, but not be limited to, a community center with exercise facilities, children's playground in the central park, and passive courtyards.

25. Park Contribution.

a. In addition to Proffer 24 above, upon site plan approval for the first residential building, the Applicant shall escrow $161,290 with Fairfax County for development of a baseball field to be constructed by others on property identified as Tax Map 15-4 ((1)) 13, 23A and 23A1. Should the baseball field not be constructed within ten (10) years of the approval of these applications, the escrowed money may be used for the development of facilities in nearby parks or park acquisition.

b. In addition to provision of the unstructured playfield described in Proffer 15c and the trail described in Proffer 23d, upon site plan approval for the first office building, the Applicant shall escrow $25,000 with Fairfax County for development of a baseball field to be constructed by others on property identified as Tax Map 15-4 ((1)) 13, 23A, 23A1. Should the baseball field not be constructed within ten (10) years of the approval of these applications, the escrowed money may be used for the development of facilities in nearby parks or park acquisition.

26. Affordable Dwelling Units. The Applicant shall provide five percent (5%) of the units as affordable dwelling units, as defined by Article 2 of the Zoning Ordinance.

27. Stormwater Management. Stormwater management with Best Management Practices (BMP) shall be provided for the residential and non-residential uses in the off-site pond located on Tax Map 16-3 ((1)) 25D1, as approved by DPWES. In addition, stormwater management may be provided in one or more surface and/or underground facilities on the Application Property, as approved by the Department of Public Works and Environmental Management ("DPWES"). The maintenance of the on-site facilities shall be the responsibility of the Applicant and/or the Woodland Park Property Owners Association. Subject to DPWES approval, the Applicant shall ensure that the off-site facility is designed to provide detention for the Application Property, that run-off is adequately conveyed to the pond, and the Applicant has permission to use the facility. If the Applicant cannot provide adequate SWM/BMP in general conformance with the CDP/FDP, a PCA and/or FDPA may be required.

28. School Contribution. Prior to issuance of the first RUP for the residential buildings, the Applicant shall contribute $765 per unit to the Fairfax County Board of Supervisors for the construction of capital improvements to public schools in the vicinity of the Application Property.

29. Airport Noise Notification. The homeowners association documents and/or leasing agreements for the residential units shall contain a notification that the Application Property is in close proximity to the International Airport at Dulles and within two miles

of the 60 dBA Ldn noise contour and that the dwelling units may experience airport related noise.

30. Energy Efficiency. All residential units shall meet the thermal standards of the CABOL Model Energy Program for energy efficient homes, or its equivalent, as determined by DPWES for either electric or gas energy homes as applicable.

31. Private Street Design. Both the streets and sidewalks shall be constructed in conformance with Public Facilities Manual TS 5A Standards with regard to design, depth of pavement and materials consistent with public streets and sidewalk standards. The Applicant shall be responsible for the maintenance of all private streets.

32. Successors and Assigns. These proffers will bind and inure to the benefit of the Applicant and his/her successors and assigns.

33. 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 in the same instrument.

34. Severability. Any of the sections/buildings within the Application Property may be subject to Proffered Condition Amendments or Final Development Plan Amendments without joinder or consent of the other sections.

[SIGNATURES BEGIN ON NEXT PAGE]

APPLICANT/TITLE OWNER OF TAX MAP 16-4 ((1)) PT. 42, 43, PT. 44, PT. 45, PT. 46

TST WOODLAND, L.L.C., A Delaware Limited Liability Company

By: Burton Lehman
Its: Vice President

[SIGNATURES CONTINUE ON NEXT PAGE]

CONTRACT PURCHASER
OF TAX MAP 16-4 ((1)) PT. 42

JBG/ROSENFELD WOODLAND, L.L.C.

_____

By: Robert J.T. Rosenfeld
Its: Managing Member

[SIGNATURES END]

FINAL DEVELOPMENT PLAN CONDITIONS

FDP 2003-HM-046/FDPA 2000-HM-044

August 25, 2004

If it is the intent of the Planning Commission to approve FDP 2003-HM-046 and FDPA 2000-HM-044 for a mixed-use development located at Tax Maps 16-4 ((1)) 42-46 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 fifteen sheets of the CDP/FDP entitled "Woodland Park East" prepared by William H. Gordon Associates, Inc. dated March 2004 as revised through August 23, 2004.

2. Prior to site plan approval, it shall be demonstrated to DPWES that non-tidal wetlands are not present on the site, or if present, evidence of compliance with § 404 of the Clean Water Act shall be provided to DPWES.

3. The parking garages for Building 3 and 4 shall be setback a minimum of forty feet from the Dulles Airport Access and Toll Road and Monroe Street rights-of-way.

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.

R7

APPENDIX 3

REZONING AFFIDAVIT

DATE: July 6, 2004
(enter date affidavit is notarized)

I, Elizabeth D. Baker, agent, do hereby state that I am an
(enter name of applicant or authorized agent)

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

80856c

in Application No.(s): RZ/FDP 2003-HM-046
(enter County-assigned application number(s), e.g. RZ 88-V-001)

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

1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS,** and **LESSEES** of the land described in the application, and, if any of the foregoing is a **TRUSTEE***, each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS,** and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in **BOLD** above)
TST Woodland L.L.C. Agents: Andrew J. Nathan (former) James A. Evans Rustom A. Cowasjee Burton Lehman (nmi) Paul A. Galiano	c/o Tishman Speyer Properties 520 Madison Avenue New York, New York 10022	Applicant/Title Owner Tax Map 16-4 ((1)) pt. 42, 43, pt. 44, pt. 45, pt. 46; Former Title Owner of Tax Map 16-4 ((1)) pt. 42
William H. Gordon Associates, Inc. Agents: Steven E. Gleason Derrick B. Cave (former) Joseph W. McClellan Robert W. Walker	4501 Daly Drive Brookfield Corporate Center Chantilly, Virginia 22021	Engineers/Planners/Agents

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

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

80856c

Rezoning Attachment to Par. 1(a)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2003-HM-046
(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.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in **BOLD** above)
Davis, Carter, Scott Ltd Agent: Douglas N. Carter	1676 International Drive Suite 500 McLean, Virginia 22102	Architects/Agent
M.J. Wells & Associates, LLC Agents: Martin J. Wells Robin L. Antonucci Tanya N. King Christopher R. Kabatt	1420 Spring Hill Road, Suite 600 McLean, Virginia 22102	Transportation Consultant/ Agent
Walsh, Colucci, Lubeley, Emrich & Terpak, PC Agents: Martin D. Walsh, Timothy S. Sampson Lynne J. Strobel, Elizabeth D. Baker Keith C. Martin (former), Susan K. Yantis M. Catharine Puskar, Inda E. Stagg William J. Keefe, Shannon M.P. Johnson (former)	2200 Clarendon Boulevard 13th Floor Arlington, Virginia 22201	Attorneys/Planners/Agent
JBG/Rosenfeld Woodland, L.L.C. Agents: Grant M. Ehat Robert J.T. Rosenfeld Richard J. Hakim	c/o JBG Rosenfeld Retail Properties 7101 Wisconsin Avenue, #1111 Bethesda, Maryland 20814	Contract Purchaser of Tax Map 16-4 ((1)) pt. 42

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

808560

Rezoning Attachment to Par. 1(a)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2003-HM-046
(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.

NAME (enter first name, middle initial, and last name)	**ADDRESS** (enter number, street, city, state, and zip code)	**RELATIONSHIP(S)** (enter applicable relationships listed in **BOLD** above)
TST Woodland Parcel B LLC Agents: James A. Evans Rustom A. Cowasjee Burton Lehman (nmi) Paul A. Galiano	c/o Tishman Speyer Properties 520 Madison Avenue New York, New York 10022	Title Owner of Tax Map 16-4 ((1)) pt. 42

(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: July 6, 2004
(enter date affidavit is notarized)

80856c

for Application No. (s): RZ/FDP 2003-HM-046
(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)
TST Woodland L.L.C., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

DESCRIPTION OF CORPORATION: (check one statement)

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

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

/ Tishman Speyer/Travelers Real Estate Venture L.P. - Managing Member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. **President**, Robert V. Tishman, Chairman; Jerry I. Speyer, President; David Augarten (nmi), Sr. Managing Director, CFO, VP, Treasurer; Katherin G. Farley, Sr. Managing Director, VP; Andrew J. Nathan, Sr. Managing Director, VP (former), Assistant Secretary; Gary W. Roth, Sr. Managing Director, VP, Bruce D. Saber, Sr. Managing Director, VP, Secretary; Michael P.M. Spies, Sr. Managing Director, VP; Steven R. Wechsler, Sr. Managing Director, VP; Paul A. Galiano, Managing Director, VP, Assistant Treasurer, Assistant Secretary; Thomas Shapiro (nmi), Managing Director, VP; Burton Lehman (nmi), VP.

(check if applicable) [X] 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.

80856c

Rezoning Attachment to Par. 1(b)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2003-HM-046
(enter County-assigned application number (s))

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

3 Citigroup Alternative Investment Opportunity Fund II, L.L.C.
399 Park Avenue
New York, New York 10043

DESCRIPTION OF CORPORATION: (check one statement)

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

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

7 Citigroup Inc., Member/Manager

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)

7 Citigroup Inc.
399 Park Avenue
New York, New York 10043

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Traded on NYSE.

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

(check if applicable) [X] 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: July 6, 2004
(enter date affidavit is notarized)

80856c

for Application No. (s): RZ/FDP 2003-HM-046
(enter County-assigned application number (s))

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

Davis, Carter & Scott Ltd.
1676 International Drive, Suite 500
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Douglas N. Carter
Lena I. Scott

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)

William H. Gordon Associates, Inc.
4501 Daly Drive
Chantilly, Virginia 22021

DESCRIPTION OF CORPORATION: (check one statement)

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

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

William H. Gordon R. Steve Hulsey
Joseph W. McClellan Robert W. Walker
Eugene C. Dorn C. Terry Titus

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

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

80856c

Rezoning Attachment to Par. 1(b)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2003-HM-046
(enter County-assigned application number (s))

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

M.J. Wells & Associates, LLC
1420 Spring Hill Road, Suite 600
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Martin J. Wells & Associates, Inc., Member
Terence J. Miller & Associates, Inc., 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)

Martin J. Wells & Associates, Inc.
1420 Spring Hill Road, Suite 600
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Martin J. Wells

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

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

80856c

Rezoning Attachment to Par. 1(b)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2003-HM-046
(enter County-assigned application number (s))

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

Terence J. Miller & Associates, Inc.
1420 Spring Hill Road, Suite 600
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Terence J. Miller

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)
Walsh, Colucci, Lubeley, Emrich & Terpak, PC
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.
[X] 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	Thomas J. Colucci	James P. Downey	Jay du Von
Jerry K. Emrich	William A. Fogarty	John H. Foote	H. Mark Goetzman
Michael D. Lubeley	Keith C. Martin (former)	J. Randall Minchew	John E. Rinaldi
Timothy S. Sampson	Lynne J. Strobel	Nan E. Terpak	Garth M. Wainman
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) [X] There is more corporation information and Par. 1(b) is continued further on a "Rezoning Attachment to Par. 1(b)" form.

80856c

Rezoning Attachment to Par. 1(b)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2003-HM-046
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
JBG/Rosenfeld Woodland, L.L.C.
c/o JBG Rosenfeld Retail Properties
7101 Wisconsin Avenue, #1111
Bethesda, Maryland 20814

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Robert J.T. Rosenfeld, Managing 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)
TST Woodland Parcel B LLC c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Tishman Speyer/Travelers Real Estate Venture L.P. - 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 AFFIDAVIT

DATE: July 6, 2004
(enter date affidavit is notarized)

80856c

for Application No. (s): RZ/FDP 2003-HM-046
(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)

1 Tishman Speyer/Travelers Real Estate Venture L.P., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

(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)**

Tishman Speyer/Travelers Associates - General Partner (#)
2 TSCE Real Estate L.P. - Limited Partner
3 Citigroup Alternative Investment Opportunity Fund II, L.L.C., Limited Partner
Salomon Smith Barney Travelers Real Estate Fund, L.P., Limited Partner (#)

(check if applicable) [X] 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.

80856c

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2003-HM-046
(enter County-assigned application number (s))

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

TSCE Real Estate L.P., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

4 TSCE Real Estate II, L.P., General Partner
(#)

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

80856c

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2003-HM-046
(enter County-assigned application number (s))

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

4 TSCE Real Estate II, L.P., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

5 Tishman Speyer Crown Equities, General Partner
(#)

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

80856c

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2003-HM-046
(enter County-assigned application number (s))

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

5 Tishman Speyer Crown Equities, c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

Tishman Speyer Global Associates LLC, General Partner (#)
6 TSE Limited Partnership, General Partner

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

80856c

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2003-HM-046
(enter County-assigned application number (s))

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

6 TSE Limited Partnership, c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

General Partner:
TSE GP Corp. (#)
Limited Partners:
Joanne Crown (nmi)
Lester Crown (nmi)
John Crown Living Trust for the benefit of John Crown (nmi)
Catherine Crown 65 Trust for the benefit of Catherine Crown (nmi)
Milton Falkoff Partnership Trust for the benefit of Milton Falkoff (nmi)
8 Henry Crown & Company (not incorporated)

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

808560

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): RZ/FDP 2003-HM-046
(enter County-assigned application number (s))

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

Henry Crown & Company (not incorporated)
222 North LaSalle Street, Suite 2000
Chicago, IL 60601

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

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,

General Partners: Steve Crown (nmi); James Crown (nmi); William Crown (nmi); Richard Goodman (nmi)
Limited Partners:
Alan L. Reinstein and Arie Steven Crown, Trustees of the Arie Crown Trust; Beneficiary: Arie Crown (nmi)
Geoffrey F. Grossman, Trustee of the Rebecca Crown Trust; Beneficiary: Rebecca Crown (nmi)
Geoffrey F. Grossman, Trustee of the David Crown Trust; Beneficiary: David Crown (nmi)
Geoffrey F. Grossman, Trustee of the Judith Crown Trust; Beneficiary: Judith Crown (nmi)
Geoffrey F. Grossman, Trustee of the Arie Crown Trust; Beneficiary: Arie Crown (nmi)
Geoffrey F. Grossman, Trustee of the James Crown Trust; Beneficiary: James Crown (nmi)
Geoffrey F. Grossman, Trustee of the Patricia Crown Trust; Beneficiary: Patricia Crown (nmi)
Geoffrey F. Grossman, Trustee of the Daniel Crown Trust; Beneficiary: Daniel Crown (nmi)
Geoffrey F. Grossman, Trustee of the Susan Crown Trust; Beneficiary: Susan Crown (nmi)
Geoffrey F. Grossman, Trustee of the Sara Crown Trust; Beneficiary: Sara Crown (nmi)
Geoffrey F. Grossman, Trustee of the Janet Crown Trust; Beneficiary: Janet Crown (nmi)
Geoffrey F. Grossman, Trustee of the Debra Crown Trust; Beneficiary: Debra Crown (nmi)
Geoffrey F. Grossman, Trustee of the Nancy Crown Trust; Beneficiary: Nancy Crown (nmi)
Geoffrey F. Grossman, Trustee of the Elizabeth Crown Trust; Beneficiary: Elizabeth Crown (nmi)
Geoffrey F. Grossman, Trustee of the William Crown Trust; Beneficiary: William Crown (nmi)
Geoffrey F. Grossman, Trustee of the Richard Goodman Trust; Beneficiary: Richard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Barbara Goodman Trust; Beneficiary: Barbara Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Leonard Goodman Trust; Beneficiary: Leonard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Rebecca Crown 65 Trust; Beneficiary: Rebecca Crown (nmi)
Geoffrey F. Grossman, Trustee of the David Crown 65 Trust; Beneficiary: David Crown (nmi)
Geoffrey F. Grossman, Trustee of the Judith Crown 65 Trust; Beneficiary: Judith Crown (nmi)
Geoffrey F. Grossman, Trustee of the Arie Crown 65 Trust; Beneficiary: Arie Crown (nmi)
Geoffrey F. Grossman, Trustee of the James Crown 65 Trust; Beneficiary James Crown (nmi)
Geoffrey F. Grossman, Trustee of the Patricia Crown 65 Trust; Beneficiary: Patricia Crown (nmi)
Geoffrey F. Grossman, Trustee of the Daniel Crown 65 Trust; Beneficiary: Daniel Crown (nmi)
Geoffrey F. Grossman, Trustee of the Susan Crown 65 Trust; Beneficiary: Susan Crown (nmi)
Geoffrey F. Grossman, Trustee of the Sara Crown 65 Trust; Beneficiary: Sara Crown (nmi)
Geoffrey F. Grossman, Trustee of the Janet Crown 65 Trust; Beneficiary: Janet Crown (nmi)
Geoffrey F. Grossman, Trustee of the Debra Crown 65 Trust; Beneficiary: Debra Crown (nmi)
Geoffrey F. Grossman, Trustee of the Nancy Crown 65 Trust; Beneficiary: Nancy Crown (nmi)
Geoffrey F. Grossman, Trustee of the Elizabeth Crown 65 Trust; Beneficiary: Elizabeth Crown (nmi)
Geoffrey F. Grossman, Trustee of the William Crown 65 Trust; Beneficiary: William Crown (nmi)
Geoffrey F. Grossman, Trustee of the Richard Goodman 65 Trust; Beneficiary: Richard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Barbara Goodman 65 Trust; Beneficiary: Barbara Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Leonard Goodman 65 Trust; Beneficiary: Leonard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Alexander Robb Trust; Beneficiary: Alexander Robb (nmi)
Geoffrey F. Grossman, Trustee of the Lily Goodman Trust 94; Beneficiary: Lily Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Sadie Malaby Trust; Beneficiary: Sadie Malaby (nmi)
Geoffrey F. Grossman, Trustee of the Jordan Goodman Trust 94; Beneficiary: Jordan Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Daniel Goodman Trust 94; Beneficiary: Daniel Goodman (nmi)

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

REZONING AFFIDAVIT

DATE: July 6, 2004
(enter date affidavit is notarized)

80856a

for Application No. (s): RZ/FDP 2003-HM-046
(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:

[X] 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: July 6, 2004
(enter date affidavit is notarized)

80856c

for Application No. (s): RZ/FDP 2003-HM-046
(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 $200 or more, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "**NONE**" on line below.)
M.J. Wells & Associates, L.L.C. and Supervisor Elaine McConnell have a business relationship; however, the business relationship is not related to any party to this application.
William H. Gordon of William H. Gordon Associates, Inc. has donated in excess of $200 to Supervisor Michael Frey through two entities in which he is a partner/shareholder: William H. Gordon Associates, Inc. and 4501 Daly L.P.

(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: Elizabeth D. Baker

(check one) [ ] Applicant [✓] Applicant's Authorized Agent

Elizabeth D. Baker, agent
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 6 day of July 2004, in the State/Comm. of Virginia, County/City of Arlington.

Kimberly K. Fuller
Notary Public

My commission expires: 11/30/2007

FORM RZA-1 Updated (3/24/03)

PCA 2000-HM-044

REZONING AFFIDAVIT

DATE: August 23, 2004
(enter date affidavit is notarized)

I, Inda E. Stagg, agent, do hereby state that I am an
(enter name of applicant or authorized agent)

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

80870c

in Application No.(s): PCA 2000-HM-044
(enter County-assigned application number(s), e.g. RZ 88-V-001)

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

1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS,** and **LESSEES** of the land described in the application, and, if any of the foregoing is a **TRUSTEE***, each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS,** and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in **BOLD** above)
TST Woodland L.L.C. Agents: Andrew J. Nathan (former) James A. Evans Rustom A. Cowasjee Burton Lehman (nmi) Paul A. Galiano	c/o Tishman Speyer Properties 520 Madison Avenue New York, New York 10022	Applicant/Title Owner Tax Map 16-4 ((1)) pt. 44, pt. 45, pt. 46, pt. 42
William H. Gordon Associates, Inc. Agents: Steven E. Gleason Derrick B. Cave (former) Joseph W. McClellan Robert W. Walker	4501 Daly Drive Brookfield Corporate Center Chantilly, Virginia 22021	Engineers/Planners/Agents

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

* 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: August 23, 2004
(enter date affidavit is notarized)

80870c

for Application No. (s): PCA 2000-HM-044
(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.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in **BOLD** above)
Davis, Carter, Scott Ltd Agent: Douglas N. Carter	1676 International Drive Suite 500 McLean, Virginia 22102	Architects/Agent
M.J. Wells & Associates, LLC Agents: Martin J. Wells Robin L. Antonucci Tanya N. King Christopher R. Kabatt	1420 Spring Hill Road, Suite 600 McLean, Virginia 22102	Transportation Consultant/ Agent
Walsh, Colucci, Lubeley, Emrich & Terpak, PC Agents: Martin D. Walsh Lynne J. Strobel Keith C. Martin (former) M. Catharine Puskar William J. Keefe Timothy S. Sampson Elizabeth D. Baker Susan K. Yantis Inda E. Stagg Shannon M.P. Johnson (former)	2200 Clarendon Boulevard 13th Floor Arlington, Virginia 22201	Attorneys/Planners/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: August 23, 2004
(enter date affidavit is notarized)

80870c

for Application No. (s): PCA 2000-HM-044
(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)
TST Woodland L.L.C., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Tishman Speyer/Travelers Real Estate Venture L.P. - Managing Member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g., President)
Robert V. Tishman, Chairman; Jerry I. Speyer, President; David Augarten (nmi), Sr. Managing Director, CFO, VP, Treasurer; Katherin G. Farley, Sr. Managing Director, VP; Andrew J. Nathan, Sr. Managing Director, VP (former), Assistant Secretary; Gary W. Roth, Sr. Managing Director, VP, Bruce D. Saber, Sr. Managing Director, VP, Secretary; Michael P.M. Spies, Sr. Managing Director, VP; Steven R. Wechsler, Sr. Managing Director, VP; Paul A. Galiano, Managing Director, VP; Assistant Treasurer, Assistant Secretary; Thomas Shapiro (nmi), Managing Director, VP; Burton Lehman (nmi), VP.

(check if applicable) [X] 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: August 23, 2004
(enter date affidavit is notarized)

80870c

for Application No. (s): PCA 2000-HM-044
(enter County-assigned application number (s))

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

3 Citigroup Alternative Investment Opportunity Fund II, L.L.C.
399 Park Avenue
New York, New York 10043

DESCRIPTION OF CORPORATION: (check one statement)

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

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

7 Citigroup Inc., Member/Manager

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)

7 Citigroup Inc.
399 Park Avenue
New York, New York 10043

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Traded on NYSE.

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

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

80870c

Rezoning Attachment to Par. 1(b)

DATE: August 23, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 2000-HM-044
(enter County-assigned application number (s))

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

Davis, Carter & Scott Ltd.
1676 International Drive, Suite 500
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Douglas N. Carter
Lena I. Scott

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)

William H. Gordon Associates, Inc.
4501 Daly Drive
Chantilly, Virginia 22021

DESCRIPTION OF CORPORATION: (check one statement)

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

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

William H. Gordon R. Steve Hulsey
Joseph W. McClellan Robert W. Walker
Eugene C. Dorn C. Terry Titus

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

(check if applicable) [X] 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: August 23, 2004
(enter date affidavit is notarized)

80870c

for Application No. (s): PCA 2000-HM-044
(enter County-assigned application number (s))

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

M.J. Wells & Associates, LLC
1420 Spring Hill Road, Suite 600
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Martin J. Wells & Associates, Inc., Member
Terence J. Miller & Associates, Inc., 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)

Martin J. Wells & Associates, Inc.
1420 Spring Hill Road, Suite 600
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Martin J. Wells

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

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

80870c

Rezoning Attachment to Par. 1(b)

DATE: August 23, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 2000-HM-044
(enter County-assigned application number (s))

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

Terence J. Miller & Associates, Inc.
1420 Spring Hill Road, Suite 600
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Terence J. Miller

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)
Walsh, Colucci, Lubeley, Emrich & Terpak, PC
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.
[X] 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	Thomas J. Colucci	James P. Downey	Jay du Von
Jerry K. Emrich	William A. Fogarty	John H. Foote	H. Mark Goetzman
Michael D. Lubeley	Keith C. Martin (former)	J. Randall Minchew	John E. Rinaldi
Timothy S. Sampson	Lynne J. Strobel	Nan E. Terpak	Garth M. Wainman
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 AFFIDAVIT

DATE: August 23, 2004
(enter date affidavit is notarized)

80870c

for Application No. (s): PCA 2000-HM-044
(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)

/ Tishman Speyer/Travelers Real Estate Venture L.P., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

(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)**

Tishman Speyer/Travelers Associates - General Partner (#)
2 TSCE Real Estate L.P. - Limited Partner
3 Citigroup Alternative Investment Opportunity Fund II, L.L.C., Limited Partner
Salomon Smith Barney Travelers Real Estate Fund, L.P., Limited Partner (#)

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

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

Rezoning Attachment to Par. 1(c)

80870c

DATE: August 23, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 2000-HM-044
(enter County-assigned application number (s))

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

TSCE Real Estate L.P., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

4 TSCE Real Estate II, L.P., General Partner
(#)

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

Rezoning Attachment to Par. 1(c)

DATE: August 23, 2004
(enter date affidavit is notarized)

80870c

for Application No. (s): PCA 2000-HM-044
(enter County-assigned application number (s))

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

4 TSCE Real Estate II, L.P., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

5 Tishman Speyer Crown Equities, General Partner
(#)

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

Rezoning Attachment to Par. 1(c)

DATE: August 23, 2004
(enter date affidavit is notarized)

80870c

for Application No. (s): PCA 2000-HM-044
(enter County-assigned application number (s))

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

5 Tishman Speyer Crown Equities, c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

Tishman Speyer Global Associates LLC, General Partner (#)
6 TSE Limited Partnership, General Partner

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

808706

Rezoning Attachment to Par. 1(c)

DATE: August 23, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 2000-HM-044
(enter County-assigned application number (s))

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

6 TSE Limited Partnership, c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

General Partner:
TSE GP Corp. (#)
Limited Partners:
Joanne Crown (nmi)
Lester Crown (nmi)
John Crown Living Trust for the benefit of John Crown (nmi)
Catherine Crown 65 Trust for the benefit of Catherine Crown (nmi)
Milton Falkoff Partnership Trust for the benefit of Milton Falkoff (nmi)
8 Henry Crown & Company (not incorporated)

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

80870c

Rezoning Attachment to Par. 1(c)

DATE: August 23, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 2000-HM-044
(enter County-assigned application number (s))

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

8 Henry Crown & Company (not incorporated)
222 North LaSalle Street, Suite 2000
Chicago, IL 60601

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

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,

General Partners: Steve Crown (nmi); James Crown (nmi); William Crown (nmi); Richard Goodman (nmi)
Limited Partners:
Alan L. Reinstein and Arie Steven Crown, Trustees of the Arie Crown Trust; Beneficiary: Arie Crown (nmi)
Geoffrey F. Grossman, Trustee of the Rebecca Crown Trust; Beneficiary: Rebecca Crown (nmi)
Geoffrey F. Grossman, Trustee of the David Crown Trust; Beneficiary: David Crown (nmi)
Geoffrey F. Grossman, Trustee of the Judith Crown Trust; Beneficiary: Judith Crown (nmi)
Geoffrey F. Grossman, Trustee of the Arie Crown Trust; Beneficiary: Arie Crown (nmi)
Geoffrey F. Grossman, Trustee of the James Crown Trust; Beneficiary: James Crown (nmi)
Geoffrey F. Grossman, Trustee of the Patricia Crown Trust; Beneficiary: Patricia Crown (nmi)
Geoffrey F. Grossman, Trustee of the Daniel Crown Trust; Beneficiary: Daniel Crown (nmi)
Geoffrey F. Grossman, Trustee of the Susan Crown Trust; Beneficiary: Susan Crown (nmi)
Geoffrey F. Grossman, Trustee of the Sara Crown Trust; Beneficiary: Sara Crown (nmi)
Geoffrey F. Grossman, Trustee of the Janet Crown Trust; Beneficiary: Janet Crown (nmi)
Geoffrey F. Grossman, Trustee of the Debra Crown Trust; Beneficiary: Debra Crown (nmi)
Geoffrey F. Grossman, Trustee of the Nancy Crown Trust; Beneficiary: Nancy Crown (nmi)
Geoffrey F. Grossman, Trustee of the Elizabeth Crown Trust; Beneficiary: Elizabeth Crown (nmi)
Geoffrey F. Grossman, Trustee of the William Crown Trust; Beneficiary: William Crown (nmi)
Geoffrey F. Grossman, Trustee of the Richard Goodman Trust; Beneficiary: Richard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Barbara Goodman Trust; Beneficiary: Barbara Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Leonard Goodman Trust; Beneficiary: Leonard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Rebecca Crown 65 Trust; Beneficiary: Rebecca Crown (nmi)
Geoffrey F. Grossman, Trustee of the David Crown 65 Trust; Beneficiary: David Crown (nmi)
Geoffrey F. Grossman, Trustee of the Judith Crown 65 Trust; Beneficiary: Judith Crown (nmi)
Geoffrey F. Grossman, Trustee of the Arie Crown 65 Trust; Beneficiary: Arie Crown (nmi)
Geoffrey F. Grossman, Trustee of the James Crown 65 Trust; Beneficiary James Crown (nmi)
Geoffrey F. Grossman, Trustee of the Patricia Crown 65 Trust; Beneficiary: Patricia Crown (nmi)
Geoffrey F. Grossman, Trustee of the Daniel Crown 65 Trust; Beneficiary: Daniel Crown (nmi)
Geoffrey F. Grossman, Trustee of the Susan Crown 65 Trust; Beneficiary: Susan Crown (nmi)
Geoffrey F. Grossman, Trustee of the Sara Crown 65 Trust; Beneficiary: Sara Crown (nmi)
Geoffrey F. Grossman, Trustee of the Janet Crown 65 Trust; Beneficiary: Janet Crown (nmi)
Geoffrey F. Grossman, Trustee of the Debra Crown 65 Trust; Beneficiary: Debra Crown (nmi)
Geoffrey F. Grossman, Trustee of the Nancy Crown 65 Trust; Beneficiary: Nancy Crown (nmi)
Geoffrey F. Grossman, Trustee of the Elizabeth Crown 65 Trust; Beneficiary: Elizabeth Crown (nmi)
Geoffrey F. Grossman, Trustee of the William Crown 65 Trust; Beneficiary: William Crown (nmi)
Geoffrey F. Grossman, Trustee of the Richard Goodman 65 Trust; Beneficiary: Richard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Barbara Goodman 65 Trust; Beneficiary: Barbara Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Leonard Goodman 65 Trust; Beneficiary: Leonard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Alexander Robb Trust; Beneficiary: Alexander Robb (nmi)
Geoffrey F. Grossman, Trustee of the Lily Goodman Trust 94; Beneficiary: Lily Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Sadie Malaby Trust; Beneficiary: Sadie Malaby (nmi)
Geoffrey F. Grossman, Trustee of the Jordan Goodman Trust 94; Beneficiary: Jordan Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Daniel Goodman Trust 94; Beneficiary: Daniel Goodman (nmi)

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

REZONING AFFIDAVIT

DATE: August 23, 2004
(enter date affidavit is notarized)

808700

for Application No. (s): PCA 2000-HM-044
(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:

[X] 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: August 23, 2004
(enter date affidavit is notarized)

80870C

for Application No. (s): PCA 2000-HM-044
(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 $200 or more, with any of those listed in Par. 1 above.

EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "**NONE**" on line below.)
M.J. Wells & Associates, L.L.C. and Supervisor Elaine McConnell have a business relationship; however, the business relationship is not related to any party to this application.
William H. Gordon of William H. Gordon Associates, Inc. has donated in excess of $200 to Supervisor Michael Frey through two entities in which he is a partner/shareholder: William H. Gordon Associates, Inc. and 4501 Daly L.P.

(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) [ ] Applicant [✓] Applicant's Authorized Agent

Inda E. Stagg, agent
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 23 day of August 2004, in the State/Comm. of Virginia, County/City of Arlington.

Notary Public

My commission expires: 11/30/2007

FORM RZA-1 Updated (3/24/03)

PCA 77-C-098

REZONING AFFIDAVIT

DATE: July 6, 2004
(enter date affidavit is notarized)

I, Elizabeth D. Baker, agent, do hereby state that I am an
(enter name of applicant or authorized agent)

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

80868c

in Application No.(s): PCA 77-C-098-05
(enter County-assigned application number(s), e.g. RZ 88-V-001)

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

1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS,** and **LESSEES** of the land described in the application, and, if any of the foregoing is a **TRUSTEE***, each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS,** and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in **BOLD** above)
TST Woodland L.L.C. Agents: Andrew J. Nathan (former) James A. Evans Rustom A. Cowasjee Burton Lehman (nmi) Paul A. Galiano	c/o Tishman Speyer Properties 520 Madison Avenue New York, New York 10022	Applicant/Title Owner Tax Map 16-4 ((1)) pt. 43, pt. 44, pt. 45, pt. 46; Former Title Owner of Tax Map 16-4 ((1)) pt. 42
William H. Gordon Associates, Inc. Agents: Steven E. Gleason Derrick B. Cave (former) Joseph W. McClellan Robert W. Walker	4501 Daly Drive Brookfield Corporate Center Chantilly, Virginia 22021	Engineers/Planners/Agents

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

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

80868e

Rezoning Attachment to Par. 1(a)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 77-C-098-05
(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.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in **BOLD** above)
Davis, Carter, Scott Ltd Agent: Douglas N. Carter	1676 International Drive Suite 500 McLean, Virginia 22102	Architects/Agent
M.J. Wells & Associates, LLC Agents: Martin J. Wells Robin L. Antonucci Tanya N. King Christopher R. Kabatt	1420 Spring Hill Road, Suite 600 McLean, Virginia 22102	Transportation Consultant/ Agent
Walsh, Colucci, Lubeley, Emrich & Terpak, PC Agents: Martin D. Walsh, Timothy S. Sampson Lynne J. Strobel, Elizabeth D. Baker Keith C. Martin (former), Susan K. Yantis M. Catharine Puskar, Inda E. Stagg William J. Keefe, Shannon M.P. Johnson (former)	2200 Clarendon Boulevard 13th Floor Arlington, Virginia 22201	Attorneys/Planners/Agent
JBG/Rosenfeld Woodland, L.L.C. Agents: Grant M. Ehat Robert J.T. Rosenfeld Richard J. Hakim	c/o JBG Rosenfeld Retail Properties 7101 Wisconsin Avenue, #1111 Bethesda, Maryland 20814	Contract Purchaser of Tax Map 16-4 ((1)) pt. 42

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

Rezoning Attachment to Par. 1(a)

80868c

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 77-C-098-05
(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.

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in **BOLD** above)
TST Woodland Parcel B LLC Agents: James A. Evans Rustom A. Cowasjee Burton Lehman (nmi) Paul A. Galiano	c/o Tishman Speyer Properties 520 Madison Avenue New York, New York 10022	Title Owner of Tax Map 16-4 ((1)) pt. 42

(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: July 6, 2004
(enter date affidavit is notarized)

80868c

for Application No. (s): PCA 77-C-098-05
(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)
TST Woodland L.L.C., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

DESCRIPTION OF CORPORATION: (check one statement)

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

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

/ Tishman Speyer/Travelers Real Estate Venture L.P. - Managing Member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. **President**,
Robert V. Tishman, Chairman; Jerry I. Speyer, President; David Augarten (nmi), Sr. Managing Director, CFO, VP, Treasurer; Katherin G. Farley, Sr. Managing Director, VP; Andrew J. Nathan, Sr. Managing Director, VP (former), Assistant Secretary; Gary W. Roth, Sr. Managing Director, VP, Bruce D. Saber, Sr. Managing Director, VP, Secretary; Michael P.M. Spies, Sr. Managing Director, VP; Steven R. Wechsler, Sr. Managing Director, VP; Paul A. Galiano, Managing Director, VP, Assistant Treasurer, Assistant Secretary; Thomas Shapiro (nmi), Managing Director, VP; Burton Lehman (nmi), VP.

(check if applicable) [X] 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.

80868c

Rezoning Attachment to Par. 1(b)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 77-C-098-05
(enter County-assigned application number (s))

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

3 Citigroup Alternative Investment Opportunity Fund II, L.L.C.
399 Park Avenue
New York, New York 10043

DESCRIPTION OF CORPORATION: (check one statement)

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

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

7 Citigroup Inc., Member/Manager

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)

7 Citigroup Inc.
399 Park Avenue
New York, New York 10043

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Traded on NYSE.

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

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

80868c

Rezoning Attachment to Par. 1(b)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 77-C-098-05
(enter County-assigned application number (s))

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

Davis, Carter & Scott Ltd.
1676 International Drive, Suite 500
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Douglas N. Carter
Lena I. Scott

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)

William H. Gordon Associates, Inc.
4501 Daly Drive
Chantilly, Virginia 22021

DESCRIPTION OF CORPORATION: (check one statement)

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

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

William H. Gordon — R. Steve Hulsey
Joseph W. McClellan — Robert W. Walker
Eugene C. Dorn — C. Terry Titus

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

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

80868c

Rezoning Attachment to Par. 1(b)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 77-C-098-05
(enter County-assigned application number (s))

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

M.J. Wells & Associates, LLC
1420 Spring Hill Road, Suite 600
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Martin J. Wells & Associates, Inc., Member
Terence J. Miller & Associates, Inc., 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)

Martin J. Wells & Associates, Inc.
1420 Spring Hill Road, Suite 600
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Martin J. Wells

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

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

80868c

Rezoning Attachment to Par. 1(b)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 77-C-098-05
(enter County-assigned application number (s))

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

Terence J. Miller & Associates, Inc.
1420 Spring Hill Road, Suite 600
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Terence J. Miller

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)
Walsh, Colucci, Lubeley, Emrich & Terpak, PC
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.
[X] 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	Thomas J. Colucci	James P. Downey	Jay du Von
Jerry K. Emrich	William A. Fogarty	John H. Foote	H. Mark Goetzman
Michael D. Lubeley	Keith C. Martin(former)	J. Randall Minchew	John E. Rinaldi
Timothy S. Sampson	Lynne J. Strobel	Nan E. Terpak	Garth M. Wainman
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) [X] 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: July 6, 2004
(enter date affidavit is notarized)

80868c

for Application No. (s): PCA 77-C-098-05
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
JBG/Rosenfeld Woodland, L.L.C.
c/o JBG Rosenfeld Retail Properties
7101 Wisconsin Avenue, #1111
Bethesda, Maryland 20814

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Robert J.T. Rosenfeld, Managing 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)
TST Woodland Parcel B LLC c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Tishman Speyer/Travelers Real Estate Venture L.P. - 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.

80868c

REZONING AFFIDAVIT

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 77-C-098-05
(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)

1 Tishman Speyer/Travelers Real Estate Venture L.P., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

(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)**

Tishman Speyer/Travelers Associates - General Partner (#)
2 TSCE Real Estate L.P. - Limited Partner
3 Citigroup Alternative Investment Opportunity Fund II, L.L.C., Limited Partner
Salomon Smith Barney Travelers Real Estate Fund, L.P., Limited Partner (#)

(check if applicable) [X] 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.

808680

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 77-C-098-05
(enter County-assigned application number (s))

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

TSCE Real Estate L.P., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

4 TSCE Real Estate II, L.P., General Partner
(#)

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

808680

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 77-C-098-05
(enter County-assigned application number (s))

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

4 TSCE Real Estate II, L.P., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

5 Tishman Speyer Crown Equities, General Partner
(#)

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

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

808682

for Application No. (s): PCA 77-C-098-05
(enter County-assigned application number (s))

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

5 Tishman Speyer Crown Equities, c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

Tishman Speyer Global Associates LLC, General Partner (#)
6 TSE Limited Partnership, General Partner

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

80868c

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 77-C-098-05
(enter County-assigned application number (s))

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

6 TSE Limited Partnership, c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

General Partner:
TSE GP Corp. (#)
Limited Partners:
Joanne Crown (nmi)
Lester Crown (nmi)
John Crown Living Trust for the benefit of John Crown (nmi)
Catherine Crown 65 Trust for the benefit of Catherine Crown (nmi)
Milton Falkoff Partnership Trust for the benefit of Milton Falkoff (nmi)
8 Henry Crown & Company (not incorporated)

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

80868c

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 77-C-098-05
(enter County-assigned application number (s))

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

Henry Crown & Company (not incorporated)
222 North LaSalle Street, Suite 2000
Chicago, IL 60601

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

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,

General Partners: Steve Crown (nmi); James Crown (nmi); William Crown (nmi); Richard Goodman (nmi)
Limited Partners:
Alan L. Reinstein and Arie Steven Crown, Trustees of the Arie Crown Trust; Beneficiary: Arie Crown (nmi)
Geoffrey F. Grossman, Trustee of the Rebecca Crown Trust; Beneficiary: Rebecca Crown (nmi)
Geoffrey F. Grossman, Trustee of the David Crown Trust; Beneficiary: David Crown (nmi)
Geoffrey F. Grossman, Trustee of the Judith Crown Trust; Beneficiary: Judith Crown (nmi)
Geoffrey F. Grossman, Trustee of the Arie Crown Trust; Beneficiary: Arie Crown (nmi)
Geoffrey F. Grossman, Trustee of the James Crown Trust; Beneficiary: James Crown (nmi)
Geoffrey F. Grossman, Trustee of the Patricia Crown Trust; Beneficiary: Patricia Crown (nmi)
Geoffrey F. Grossman, Trustee of the Daniel Crown Trust; Beneficiary: Daniel Crown (nmi)
Geoffrey F. Grossman, Trustee of the Susan Crown Trust; Beneficiary: Susan Crown (nmi)
Geoffrey F. Grossman, Trustee of the Sara Crown Trust; Beneficiary: Sara Crown (nmi)
Geoffrey F. Grossman, Trustee of the Janet Crown Trust; Beneficiary: Janet Crown (nmi)
Geoffrey F. Grossman, Trustee of the Debra Crown Trust; Beneficiary: Debra Crown (nmi)
Geoffrey F. Grossman, Trustee of the Nancy Crown Trust; Beneficiary: Nancy Crown (nmi)
Geoffrey F. Grossman, Trustee of the Elizabeth Crown Trust; Beneficiary: Elizabeth Crown (nmi)
Geoffrey F. Grossman, Trustee of the William Crown Trust; Beneficiary: William Crown (nmi)
Geoffrey F. Grossman, Trustee of the Richard Goodman Trust; Beneficiary: Richard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Barbara Goodman Trust; Beneficiary: Barbara Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Leonard Goodman Trust; Beneficiary: Leonard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Rebecca Crown 65 Trust; Beneficiary: Rebecca Crown (nmi)
Geoffrey F. Grossman, Trustee of the David Crown 65 Trust; Beneficiary: David Crown (nmi)
Geoffrey F. Grossman, Trustee of the Judith Crown 65 Trust; Beneficiary: Judith Crown (nmi)
Geoffrey F. Grossman, Trustee of the Arie Crown 65 Trust; Beneficiary: Arie Crown (nmi)
Geoffrey F. Grossman, Trustee of the James Crown 65 Trust; Beneficiary James Crown (nmi)
Geoffrey F. Grossman, Trustee of the Patricia Crown 65 Trust; Beneficiary: Patricia Crown (nmi)
Geoffrey F. Grossman, Trustee of the Daniel Crown 65 Trust; Beneficiary: Daniel Crown (nmi)
Geoffrey F. Grossman, Trustee of the Susan Crown 65 Trust; Beneficiary: Susan Crown (nmi)
Geoffrey F. Grossman, Trustee of the Sara Crown 65 Trust; Beneficiary: Sara Crown (nmi)
Geoffrey F. Grossman, Trustee of the Janet Crown 65 Trust; Beneficiary: Janet Crown (nmi)
Geoffrey F. Grossman, Trustee of the Debra Crown 65 Trust; Beneficiary: Debra Crown (nmi)
Geoffrey F. Grossman, Trustee of the Nancy Crown 65 Trust; Beneficiary: Nancy Crown (nmi)
Geoffrey F. Grossman, Trustee of the Elizabeth Crown 65 Trust; Beneficiary: Elizabeth Crown (nmi)
Geoffrey F. Grossman, Trustee of the William Crown 65 Trust; Beneficiary: William Crown (nmi)
Geoffrey F. Grossman, Trustee of the Richard Goodman 65 Trust; Beneficiary: Richard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Barbara Goodman 65 Trust; Beneficiary: Barbara Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Leonard Goodman 65 Trust; Beneficiary: Leonard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Alexander Robb Trust; Beneficiary: Alexander Robb (nmi)
Geoffrey F. Grossman, Trustee of the Lily Goodman Trust 94; Beneficiary: Lily Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Sadie Malaby Trust; Beneficiary: Sadie Malaby (nmi)
Geoffrey F. Grossman, Trustee of the Jordan Goodman Trust 94; Beneficiary: Jordan Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Daniel Goodman Trust 94; Beneficiary: Daniel Goodman (nmi)

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

REZONING AFFIDAVIT

DATE: July 6, 2004
(enter date affidavit is notarized)

80868

for Application No. (s): PCA 77-C-098-05
(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:

[X] 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: July 6, 2004
(enter date affidavit is notarized)

80868c

for Application No. (s): PCA 77-C-098-5
(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 $200 or more, with any of those listed in Par. 1 above.

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

M.J. Wells & Associates, L.L.C. and Supervisor Elaine McConnell have a business relationship; however, the business relationship is not related to any party to this application.
William H. Gordon of William H. Gordon Associates, Inc. has donated in excess of $200 to Supervisor Michael Frey through two entities in which he is a partner/shareholder: William H. Gordon Associates, Inc. and 4501 Daly L.P.

(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: Elizabeth D Baker

(check one) [ ] Applicant [✓] Applicant's Authorized Agent

Elizabeth D. Baker, agent
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 6 day of July 2004, in the State/Comm. of Virginia, County/City of Arlington.

Kimberly K Fallon
Notary Public

My commission expires: 11/30/2007

FORM RZA-1 Updated (3/24/03)

PCA 80-C-028

REZONING AFFIDAVIT

DATE: July 6, 2004
(enter date affidavit is notarized)

I, Elizabeth D. Baker, agent, do hereby state that I am an
(enter name of applicant or authorized agent)

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

80871c

in Application No.(s): PCA 80-C-028-07
(enter County-assigned application number(s), e.g. RZ 88-V-001)

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

1(a). The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS,** and **LESSEES** of the land described in the application, and, if any of the foregoing is a **TRUSTEE***, each **BENEFICIARY** of such trust, and all **ATTORNEYS** and **REAL ESTATE BROKERS,** and all **AGENTS** who have acted on behalf of any of the foregoing with respect to the application:

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

NAME (enter first name, middle initial, and last name)	ADDRESS (enter number, street, city, state, and zip code)	RELATIONSHIP(S) (enter applicable relationships listed in **BOLD** above)
TST Woodland L.L.C. Agents: Andrew J. Nathan (former) James A. Evans Rustom A. Cowasjee Burton Lehman (nmi) Paul A. Galiano	c/o Tishman Speyer Properties 520 Madison Avenue New York, New York 10022	Applicant/Title Owner Tax Map 16-4 ((1)) pt. 43, pt. 46; Former Title Owner of Tax Map 16-4 ((1)) pt. 42
William H. Gordon Associates, Inc. Agents: Steven E. Gleason Derrick B. Cave (former) Joseph W. McClellan Robert W. Walker	4501 Daly Drive Brookfield Corporate Center Chantilly, Virginia 22021	Engineers/Planners/Agents

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

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

8087/c

Rezoning Attachment to Par. 1(a)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 80-C-028-07
(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.

NAME (enter first name, middle initial, and last name)	**ADDRESS** (enter number, street, city, state, and zip code)	**RELATIONSHIP(S)** (enter applicable relationships listed in **BOLD** above)
Davis, Carter, Scott Ltd Agent: Douglas N. Carter	1676 International Drive Suite 500 McLean, Virginia 22102	Architects/Agent
M.J. Wells & Associates, LLC Agents: Martin J. Wells Robin L. Antonucci Tanya N. King Christopher R. Kabatt	1420 Spring Hill Road, Suite 600 McLean, Virginia 22102	Transportation Consultant/ Agent
Walsh, Colucci, Lubeley, Emrich & Terpak, PC Agents: Martin D. Walsh, Timothy S. Sampson Lynne J. Strobel, Elizabeth D. Baker Keith C. Martin (former), Susan K. Yantis M. Catharine Puskar, Inda E. Stagg William J. Keefe, Shannon M.P. Johnson (former)	2200 Clarendon Boulevard 13th Floor Arlington, Virginia 22201	Attorneys/Planners/Agent
JBG/Rosenfeld Woodland, L.L.C. Agents: Grant M. Ehat Robert J.T. Rosenfeld Richard J. Hakim	c/o JBG Rosenfeld Retail Properties 7101 Wisconsin Avenue, #1111 Bethesda, Maryland 20814	Contract Purchaser of Tax Map 16-4 ((1)) pt. 42

(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 Attachment to Par. 1(a)

DATE: July 6, 2004
(enter date affidavit is notarized)

8087/c

for Application No. (s): PCA 80-C-028-07
(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.

NAME (enter first name, middle initial, and last name)	**ADDRESS** (enter number, street, city, state, and zip code)	**RELATIONSHIP(S)** (enter applicable relationships listed in **BOLD** above)
TST Woodland Parcel B LLC Agents: James A. Evans Rustom A. Cowasjee Burton Lehman (nmi) Paul A. Galiano	c/o Tishman Speyer Properties 520 Madison Avenue New York, New York 10022	Title Owner of Tax Map 16-4 ((1)) pt. 42

(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.

8087/c

REZONING AFFIDAVIT

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 80-C-028-07
(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)
TST Woodland L.L.C., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

DESCRIPTION OF CORPORATION: (check one statement)

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

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

/ Tishman Speyer/Travelers Real Estate Venture L.P. - Managing Member

NAMES OF OFFICERS & DIRECTORS: (enter first name, middle initial, last name & title, e.g. **President**,
Robert V. Tishman, Chairman; Jerry I. Speyer, President; David Augarten (nmi), Sr. Managing Director, CFO, VP, Treasurer; Katherin G. Farley, Sr. Managing Director, VP; Andrew J. Nathan, Sr. Managing Director, VP (former), Assistant Secretary; Gary W. Roth, Sr. Managing Director, VP, Bruce D. Saber, Sr. Managing Director, VP, Secretary; Michael P.M. Spies, Sr. Managing Director, VP; Steven R. Wechsler, Sr. Managing Director, VP; Paul A. Galiano, Managing Director, VP, Assistant Treasurer, Assistant Secretary; Thomas Shapiro (nmi), Managing Director, VP; Burton Lehman (nmi), VP.

(check if applicable) [X] 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.

80871c

Rezoning Attachment to Par. 1(b)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 80-C-028-07
(enter County-assigned application number (s))

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

3 Citigroup Alternative Investment Opportunity Fund II, L.L.C.
399 Park Avenue
New York, New York 10043

DESCRIPTION OF CORPORATION: (check one statement)

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

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

7 Citigroup Inc., Member/Manager

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)

7 Citigroup Inc.
399 Park Avenue
New York, New York 10043

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Traded on NYSE.

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

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

80871c

Rezoning Attachment to Par. 1(b)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 80-C-028-07
(enter County-assigned application number (s))

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

Davis, Carter & Scott Ltd.
1676 International Drive, Suite 500
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Douglas N. Carter
Lena I. Scott

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)

William H. Gordon Associates, Inc.
4501 Daly Drive
Chantilly, Virginia 22021

DESCRIPTION OF CORPORATION: (check one statement)

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

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

William H. Gordon — R. Steve Hulsey
Joseph W. McClellan — Robert W. Walker
Eugene C. Dorn — C. Terry Titus

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

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

80871c

Rezoning Attachment to Par. 1(b)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 80-C-028-07
(enter County-assigned application number (s))

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

M.J. Wells & Associates, LLC
1420 Spring Hill Road, Suite 600
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Martin J. Wells & Associates, Inc., Member
Terence J. Miller & Associates, Inc., 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)

Martin J. Wells & Associates, Inc.
1420 Spring Hill Road, Suite 600
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Martin J. Wells

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

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

80871c

Rezoning Attachment to Par. 1(b)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 80-C-028-07
(enter County-assigned application number (s))

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

Terence J. Miller & Associates, Inc.
1420 Spring Hill Road, Suite 600
McLean, Virginia 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Terence J. Miller

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)
Walsh, Colucci, Lubeley, Emrich & Terpak, PC
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.
[X] 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	Thomas J. Colucci	James P. Downey	Jay du Von
Jerry K. Emrich	William A. Fogarty	John H. Foote	H. Mark Goetzman
Michael D. Lubeley	Keith C. Martin (former)	J. Randall Minchew	John E. Rinaldi
Timothy S. Sampson	Lynne J. Strobel	Nan E. Terpak	Garth M. Wainman
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.

80871c

Rezoning Attachment to Par. 1(b)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 80-C-028-07
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
JBG/Rosenfeld Woodland, L.L.C.
c/o JBG Rosenfeld Retail Properties
7101 Wisconsin Avenue, #1111
Bethesda, Maryland 20814

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Robert J.T. Rosenfeld, Managing 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)
TST Woodland Parcel B LLC c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Tishman Speyer/Travelers Real Estate Venture L.P. - 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 AFFIDAVIT

DATE: July 6, 2004
(enter date affidavit is notarized)

8087/c

for Application No. (s): PCA 80-C-028-07
(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)

/ Tishman Speyer/Travelers Real Estate Venture L.P., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

(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)**

Tishman Speyer/Travelers Associates - General Partner (#)
2 TSCE Real Estate L.P. - Limited Partner
3 Citigroup Alternative Investment Opportunity Fund II, L.L.C., Limited Partner
Salomon Smith Barney Travelers Real Estate Fund, L.P., Limited Partner (#)

(check if applicable) [X] 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.

80871c

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 80-C-028-07
(enter County-assigned application number (s))

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

TSCE Real Estate L.P., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

4 TSCE Real Estate II, L.P., General Partner
(#)

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

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

80871c

for Application No. (s): PCA 80-C-028-07
(enter County-assigned application number (s))

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

4 TSCE Real Estate II, L.P., c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

5 Tishman Speyer Crown Equities, General Partner
(#)

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

8087/c

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 80-C-028-07
(enter County-assigned application number (s))

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

5 Tishman Speyer Crown Equities, c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

Tishman Speyer Global Associates LLC, General Partner (#)
6 TSE Limited Partnership, General Partner

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

80871c

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 80-C-028-07
(enter County-assigned application number (s))

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

6 TSE Limited Partnership, c/o Tishman Speyer Properties
520 Madison Avenue
New York, New York 10022

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

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

General Partner:
TSE GP Corp. (#)
Limited Partners:
Joanne Crown (nmi)
Lester Crown (nmi)
John Crown Living Trust for the benefit of John Crown (nmi)
Catherine Crown 65 Trust for the benefit of Catherine Crown (nmi)
Milton Falkoff Partnership Trust for the benefit of Milton Falkoff (nmi)
8 Henry Crown & Company (not incorporated)

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

80871c

Rezoning Attachment to Par. 1(c)

DATE: July 6, 2004
(enter date affidavit is notarized)

for Application No. (s): PCA 80-C-028-07
(enter County-assigned application number (s))

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

8 Henry Crown & Company (not incorporated)
222 North LaSalle Street, Suite 2000
Chicago, IL 60601

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

NAMES AND TITLES OF THE PARTNERS: (enter first name, middle initial, last name, and title, e.g.,

General Partners: Steve Crown (nmi); James Crown (nmi); William Crown (nmi); Richard Goodman (nmi)
Limited Partners:
Alan L. Reinstein and Arie Steven Crown, Trustees of the Arie Crown Trust; Beneficiary: Arie Crown (nmi)
Geoffrey F. Grossman, Trustee of the Rebecca Crown Trust; Beneficiary: Rebecca Crown (nmi)
Geoffrey F. Grossman, Trustee of the David Crown Trust; Beneficiary: David Crown (nmi)
Geoffrey F. Grossman, Trustee of the Judith Crown Trust; Beneficiary: Judith Crown (nmi)
Geoffrey F. Grossman, Trustee of the Arie Crown Trust; Beneficiary: Arie Crown (nmi)
Geoffrey F. Grossman, Trustee of the James Crown Trust; Beneficiary: James Crown (nmi)
Geoffrey F. Grossman, Trustee of the Patricia Crown Trust; Beneficiary: Patricia Crown (nmi)
Geoffrey F. Grossman, Trustee of the Daniel Crown Trust; Beneficiary: Daniel Crown (nmi)
Geoffrey F. Grossman, Trustee of the Susan Crown Trust; Beneficiary: Susan Crown (nmi)
Geoffrey F. Grossman, Trustee of the Sara Crown Trust; Beneficiary: Sara Crown (nmi)
Geoffrey F. Grossman, Trustee of the Janet Crown Trust; Beneficiary: Janet Crown (nmi)
Geoffrey F. Grossman, Trustee of the Debra Crown Trust; Beneficiary: Debra Crown (nmi)
Geoffrey F. Grossman, Trustee of the Nancy Crown Trust; Beneficiary: Nancy Crown (nmi)
Geoffrey F. Grossman, Trustee of the Elizabeth Crown Trust; Beneficiary: Elizabeth Crown (nmi)
Geoffrey F. Grossman, Trustee of the William Crown Trust; Beneficiary: William Crown (nmi)
Geoffrey F. Grossman, Trustee of the Richard Goodman Trust; Beneficiary: Richard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Barbara Goodman Trust; Beneficiary: Barbara Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Leonard Goodman Trust; Beneficiary: Leonard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Rebecca Crown 65 Trust; Beneficiary: Rebecca Crown (nmi)
Geoffrey F. Grossman, Trustee of the David Crown 65 Trust; Beneficiary: David Crown (nmi)
Geoffrey F. Grossman, Trustee of the Judith Crown 65 Trust; Beneficiary: Judith Crown (nmi)
Geoffrey F. Grossman, Trustee of the Arie Crown 65 Trust; Beneficiary: Arie Crown (nmi)
Geoffrey F. Grossman, Trustee of the James Crown 65 Trust; Beneficiary James Crown (nmi)
Geoffrey F. Grossman, Trustee of the Patricia Crown 65 Trust; Beneficiary: Patricia Crown (nmi)
Geoffrey F. Grossman, Trustee of the Daniel Crown 65 Trust; Beneficiary: Daniel Crown (nmi)
Geoffrey F. Grossman, Trustee of the Susan Crown 65 Trust; Beneficiary: Susan Crown (nmi)
Geoffrey F. Grossman, Trustee of the Sara Crown 65 Trust; Beneficiary: Sara Crown (nmi)
Geoffrey F. Grossman, Trustee of the Janet Crown 65 Trust; Beneficiary: Janet Crown (nmi)
Geoffrey F. Grossman, Trustee of the Debra Crown 65 Trust; Beneficiary: Debra Crown (nmi)
Geoffrey F. Grossman, Trustee of the Nancy Crown 65 Trust; Beneficiary: Nancy Crown (nmi)
Geoffrey F. Grossman, Trustee of the Elizabeth Crown 65 Trust; Beneficiary: Elizabeth Crown (nmi)
Geoffrey F. Grossman, Trustee of the William Crown 65 Trust; Beneficiary: William Crown (nmi)
Geoffrey F. Grossman, Trustee of the Richard Goodman 65 Trust; Beneficiary: Richard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Barbara Goodman 65 Trust; Beneficiary: Barbara Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Leonard Goodman 65 Trust; Beneficiary: Leonard Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Alexander Robb Trust; Beneficiary: Alexander Robb (nmi)
Geoffrey F. Grossman, Trustee of the Lily Goodman Trust 94; Beneficiary: Lily Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Sadie Malaby Trust; Beneficiary: Sadie Malaby (nmi)
Geoffrey F. Grossman, Trustee of the Jordan Goodman Trust 94; Beneficiary: Jordan Goodman (nmi)
Geoffrey F. Grossman, Trustee of the Daniel Goodman Trust 94; Beneficiary: Daniel Goodman (nmi)

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

REZONING AFFIDAVIT

DATE: July 6, 2004
(enter date affidavit is notarized)

80871c

for Application No. (s): PCA 80-C-028-07
(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:

[X] 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: July 6, 2004
(enter date affidavit is notarized)

80871c

for Application No. (s): PCA 80-C-028-07
(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 $200 or more, with any of those listed in Par. 1 above.

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

M.J. Wells & Associates, L.L.C. and Supervisor Elaine McConnell have a business relationship; however, the business relationship is not related to any party to this application.
William H. Gordon of William H. Gordon Associates, Inc. has donated in excess of $200 to Supervisor Michael Frey through two entities in which he is a partner/shareholder: William H. Gordon Associates, Inc. and 4501 Daly L.P.

(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: Elizabeth D. Baker

(check one) [ ] Applicant [✓] Applicant's Authorized Agent

Elizabeth D. Baker, agent
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 6 day of July 2004, in the State/Comm. of Virginia, County/City of Arlington.

Kimberly K Falls
Notary Public

My commission expires: 11/30/2007

FORM RZA-1 Updated (3/24/03)

APPENDIX 4

WALSH COLUCCI
LUBELEY EMRICH
& TERPAK PC

RECEIVED
Department of Planning & Zoning
AUG 0 6 2004
Zoning Evaluation Division

Elizabeth D. Baker
Land Use Coordinator
(703) 528-4700 x14
ebaker@arl.thelandlawyers.com

August 6, 2004

Ms. Barbara A. Byron, Director
Zoning Evaluation Division
Department of Planning and Zoning
12055 Government Center Parkway
Suite 801
Fairfax, Virginia 22035-5505

Re: Applications for Rezoning and Proffered Condition Amendments
Applicant: TST Woodland L.L.C.
Tax Map Reference: 16-4 ((1)) 42, 43, 44, 45 and 46 (the "Subject Property")

Dear Ms. Byron:

This letter serves as a revised statement of justification for the above-referenced applications. The Applicant, TST Woodland L.L.C. is the title owner of a 47.3 acre portion of Woodland Park located on the west side of Monroe Street, south of the Dulles Airport Access Road, and north of Sunrise Valley Drive. The purpose of these applications is to amend the existing approvals for office and hotel development on the Subject Property to permit a mixed-use development including new retail and residential components.

The Subject Property is identified as Tax Map 16-4 ((1)) 42, 43, 44, 45 and 46 and is zoned to the I-4 and PDC Districts. Zoning approval was gained via three (3) applications: RZ 77-C-098, RZ 80-C-028 and RZ 2000-HM-044.

The Applicant seeks to rezone the I-4 portion of the Woodland East Property to the PDC District in order to add it to the adjacent PDC-zoned property for a mixed-use complex with a FAR of 0.86 (.70 overall for Woodland Park as a whole) and a maximum height of 190 feet. In order to accomplish the development program, the following applications are made:

1. PCA 77-C-098-5, a Proffered Condition Amendment to PCA 77-C-098-4, is requesting deletion of land area. PCA 77-C-098-4 currently governs 40.17 acres. We propose to delete 12.82 acres, leaving 27.34 acres.

2. PCA 80-C-028-7 is requesting deletion of land area. PCA 80-C-028-6 currently governs 32.01 acres. PCA 80-C-028-7 seeks to delete 8.811 acres leaving 23.89 acres.

3. PCA 2000-HM-044-1 is a partial proffered condition amendment affecting 26.38 acres of the original 39.30 application area. This PCA is requesting a reduction in approved commercial gross square footage from 1,072,616 to 988,178. This remaining 84,438 square feet will be applied to the rezoning request to support proposed residential development.

4. A rezoning from I-4 to PDC is requested for a 20.9 acre portion of the Subject Property identified as Tax Map 16-4 ((1)) pt. 42, 43, pt. 44, pt. 45 and pt. 46. This area is proposed for development of office, retail and/or multi-family residential uses.

The Subject Property is part of a large office park known as Woodland Park. Woodland Park is located south of the Dulles Airport Access Road and extends from Monroe Street to Centreville Road. Woodland Park was rezoned to the I-4 and C-8 Districts in the 1970s and 1980s via several applications, the two (2) largest of which were RZ 77-C-098 and RZ 80-C-028. The eastern and western portions of Woodland Park are zoned PDC via two separate applications. Numerous offices and a hotel have been constructed on Woodland Park. Other components of Woodland Park have been converted to residential use in recent years. While several office sites in Woodland Park are undergoing site plan review, there are no buildings on the land that specifically pertain to this application.

Woodland Park East is one of the prime sites in Woodland Park and within the Dulles Airport Road Corridor. It enjoys excellent visibility from the Access Road and has easy accessibility to the Monroe Street commuting facility and potential rail station.

A joint Conceptual Development Plan/Final Development Plan (CDP/FDP) has been submitted for the 20.9 acre property to be rezoned and the amended portion of the existing PDC zone. A coordinated mixed-use design is proposed with the following elements:

- Six office buildings are located on the northern portion of the property.

  — Buildings 1 and 2 in the central portion of the Subject Property can be developed as either office or hotel structures. They are proposed to be 10 stories with a maximum height of 140 feet. This pair of buildings shares a parking garage and enjoys coordinated entries facing the Central Park.

  — Buildings 3 and 4 in the northeastern portion of the site are grouped and planned as a unit with structured parking provided to the rear. On the approved CDP/FDP, Buildings 3 and 4 were both shown as 400,000 square foot buildings. These applications seek to reduce the square footage in each tower to no more than 300,000 each. The structures are planned to be up to 190 feet in height. The increased building heights along the Access Road allow for good visibility from the Access

Road and take advantage of this premier site along the County's major economic development corridor.

— Buildings 12 and 13 are both six stories in height and are served by a combination of structured and surface parking. Building 12 faces onto the Central Park while Building 13 is oriented toward the Access Road. Both of these buildings are site plan approved.

- A multi-building retail and residential complex is proposed in the southwestern portion of the Subject Property at the intersection of Sunrise Valley Drive and Corporate Park Drive. A series of retail stores are provided in a cluster of buildings oriented to Sunrise Valley Drive. The uses are likely to include a grocery store, drive through bank, eating establishments, retailers and office uses serving nearby communities. These buildings are multi-story providing an urban village atmosphere. Buildings are clustered close together to facilitate pedestrian access and cross shopping. Residential buildings are located adjacent to retail. In fact, first floor retail is envisioned in one of these buildings. Building heights have been reduced in this area as a transition from the commercial office building to the residential uses south of Sunrise Valley Drive. Residential buildings are four stories in height or a maximum of 55 feet. Individual retail/office buildings are two stories. Parking is provided in a combination of underground, surface and structured facilities.

- Buildings on the Subject Property are designed to orient towards the centralized park where the Applicant has identified trees for preservation and has designed a passive recreational use of this area in keeping with the theme of a naturalized tree preservation area.

Access to Woodland Park East is proposed with full movement intersections on Monroe Street and Sunrise Valley Drive, a right-in/right-out entrance on Sunrise Valley Drive, and the signalized entrance on Monroe Street. Access to the western portion of Woodland Park is gained through internal private roads.

In designing the layout, care was taken to orient uses to the central open space and embellish it with pedestrian facilities, treatments and landscaping to make it an enjoyable amenity. A playground is being added to this central park and an unprogrammed recreational field is proposed, within the office component. A County-wide trail is being provided along the northern portion of the Subject Property adjacent to the DAAR, which together with the extensive pedestrian path system within the interior of the site will connect the site's many amenities. With a considerable amount of parking provided in deck structures as opposed to surface parking, twenty percent (20%) of the Subject Property in open space. Substantial landscaping and streetscaping as well as plazas and benches are provided. The result is a premier mixed-use complex with well-conceived site amenities and design details.

A total of 1,773,621 square feet is proposed with this application. Another 599,976 square feet of residential space is currently approved and under construction on adjacent Parcel 41. Combining all uses proposed in the PDC-zoned area in the eastern portion of Woodland Park results in a total development of 2,373,621 square feet, with a resultant FAR of .70. The Applicant proposes to utilize 474,978 square feet of density credit from roadway dedications. These density credits are shown on Sheet 5 of the CDP/FDP and are discussed below.

- Land Area of 630,658 square feet was dedicated in the 1990's for Sunrise Valley Drive, Wood Oak Drive and Monroe Street. Applying an FAR of .70 to this area results in a gross floor area of 441,461 square feet. Advanced density credit for this dedication was approved by the Board of Supervisors (Areas E and F on Sheet 5). The Applicant is utilizing 429,481 square feet of this reserved density credit in this application. The remainder of the density credit from Area E and F was applied to the Waterview property in a previous application.

- In February 2000, an area totaling 64,966 square feet was dedicated for Monroe Street. The Applicant received density credit for this dedication. Applying a .70 FAR to this land area provides 43,497 square feet (see Area H on Sheet 5).

- Adding together the 429,481 square feet from Areas E and F and the 45,497 square feet from Area H, results in 474,978 square feet of density credit.

To the best of our knowledge, the proposed development is in conformance with all applicable ordinances, regulations and adopted standards with the following exceptions:

1) The Applicant requests waiver of the transitional screening and barrier requirements along the southern property boundary pursuant to Section 13-304(3).

2) The Applicant requests waivers of the transitional screening and barrier requirements between the various uses on the site pursuant to Section 13-304(1).

3) The Applicant hereby requests a waiver of the service drive requirement along the Dulles Airport Access and Toll Road in accordance with Section 17-201(C)(1).

4) The Applicant requests a waiver of the 75-foot setback from the right-of-way of the Dulles Airport Access Road and Toll Road as required by Section 2-414 of the Zoning Ordinance in order to accommodate potential covered pedestrian connections from the parking garages to office buildings/hotels.

5) The Applicant requests modification of Section 2-206.5 to allow residential dwellings to exceed 50 percent of the gross floor area of all principal uses.

6) The Applicant requests a modification of the off-street loading space requirement associated with multi-family dwellings as required by Section 11-202 of the Zoning Ordinance.

7) The Applicant requests a waiver of the 600-foot private street length requirement pursuant to Section 11-302 Paragraph 2.

The Subject Property is located within the Reston Herndon Suburban Center portion of the Area III Plan. It is discussed as a part of Land Unit B, specifically Sub-Units B-1 and B-3. The Plan recommends the site for commercial, hotel or mixed-use development at an FAR up to 0.70. The Plan cites Land Unit B as a location with high visibility, appropriate for high quality development including corporate headquarters, hotel and office buildings. It recommends that residential components be located away from the Access Road and towards Sunrise Valley Drive. According to the Plan text, mixed-use projects in Sub-Unit B-1 should be at least one third residential, and mixed-use projects in Sub-Unit B-3 may be any combination of commercial and residential uses. The CDP/FDP proposes that up to 212,000 square feet on the Subject Property. When combined with the existing approved 599,976 square feet of residential use on Parcel 41, overall residential development in the PDC District could be as much as 811,976 square feet out of a total 2,373,597 square feet. Thus, 34 percent of the GFA will be residential. The new residential development and retail components are located away from the Access Road at the intersection of Sunrise Valley Drive and Monroe Street. The addition of a retail component will be a welcome addition to Woodland Park. It provides convenient needed services to residents and office uses in Woodland Park and other nearby residential communities. It complements the other uses and provides a true mixed-use environment. The proposal takes advantage of the site's proximity to the existing and planned transit facility located east of Monroe Street and is in conformance with the Comprehensive Plan. An analysis of compliance with the residential development criteria is enclosed.

In summary, the Applicant seeks approval of four (4) applications, all with the intent of permitting a first class mixed-use complex in the eastern undeveloped portion of Woodland Park. The proposal is compatible with planned and existing uses adjacent to the site, is in conformance with the Comprehensive Plan, and will be a benefit to the Dulles Corridor and an asset to the County overall.

Please call me if you have any questions regarding these applications.

Very truly yours,

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

Elizabeth D. Baker/kkf

Elizabeth D. Baker
Land Use Coordinator

EDB:kkf
Enclosure
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Residential Development Criteria Analysis
TST Woodland L.L.C.
August 2004

Residential Development Criteria have been adopted in order to evaluate zoning requests for new residential development. This document is a summary of TST Woodland L.L.C.'s development proposal as it relates to these criteria.

I. **Site Design**—All rezoning applications are to be characterized by high-quality site design. The Applicant believes that their proposal provides high-quality site design as follows:

A. Consolidation—The Applicant has consolidated numerous parcels to add to its previously approved PDC development. The application areas total 47.32 acres, but when added to the existing PDC area under development, the entire PDC District will encompass 60.26 acres. This results in a substantial area where a sizeable residential development can occur within a mixed-use concept.

B. Layout—The proposed layout provides logical, functional, and appropriate relationships within the development. Office uses are located adjacent to the Dulles Airport Access Road. The residential component is located further south and acts as a transition from commercial uses to residential uses on the south side of Sunrise Valley Drive. The residential building faces the central park but is also integrated with a much needed retail component. The close proximity of such uses demands considerable attention to detail but results in a functional and attractive mixed-use center.

C. Open Space—Usable, accessible, and well-integrated open space is provided in several areas on the site. These open space areas include: (1) the centralized park north of the residential buildings which provides a significant tree preservation area with pathways, benches and urban park amenities; (2) the clubhouse and landscaped pool deck; and (3) the enhanced entry areas with specialty paving plaza area. These areas contain landscaping, lighting and benches. Pedestrian walkways are provided to all areas.

D. Landscaping—Appropriate landscaping is provided in common open space areas and along streets. Specialty paving, focal plantings and architectural landscape elements are included to highlight key pedestrian areas and gathering spots.

E. Amenities—Such as those described in the "open space" description, are to be provided. These amenities include a community room and indoor fitness center; a central park with passive and active facilities including a children's playground; an unprogrammed playfield; and sport court. A comprehensive sidewalk program is an added benefit. This pedestrian system will connect to a County-wide trail along the south side of the DAAR being constructed by the Applicant. Another site amenity is a large amount of structured parking hidden from the public view.

The location adjacent to the Central Park provides residents with a large treed park for strolling, reading and picnicing.

II. **Neighborhood Context**—New developments are to fit into the fabric of their adjacent neighborhoods. In this instance, appropriate transitions to abutting adjacent uses have been considered. The 55-foot height of the proposed residential buildings provides a "step down" from the height and intensity of commercial office buildings to the north. Transition to existing multi-family housing and townhouses to the south across Sunrise Valley Drive is provided. The proposed retail is oriented to uses along Sunrise Valley Drive, and helps create a greater sense of community for this area. Pedestrian, bicycle and vehicular connections are provided, and align with adjacent connections. The Applicant believes that the proposed rezoning provides improved harmony for existing residential uses in the area.

III. **Environment**—Rezoning proposals should be consistent with the policies and objectives of the environmental element of the Plan.

A. Preservation—There are no EQCs, RPAs or other environmentally sensitive areas on the property. A significant tree preservation area is proposed within the central park. This area has been identified as the location of the best trees on-site. New landscaping adjacent to building and roadways will also be installed with the concurrence of the urban forester.

B. Slopes and Soils—Soil studies have been performed, and have been shown to be adequate for residential development.

C. Water Quality—State-of-the-art Best Management Practices for stormwater management will be provided in the proffers. These will be provided in a combination of surface and underground facilities.

D. Stormwater Management—The Applicant will be utilizing an existing stormwater management pond located on the south side of Sunrise Valley Drive. This pond was sized to accommodate stormwater management from the Subject Property.

E. Noise—There are no residential uses located within 200 feet of nearby Dulles Airport Access Road.

F. Lighting—All lighting on the site will be shielded and directed downward in order to minimize neighborhood glare and impacts to the night sky.

G. Energy—The dwelling units will be constructed in keeping with current energy efficiency standards.

IV. **Tree Preservation and Tree Cover Requirements**—A significant area of existing quality trees will be preserved in the centralized park area. Appropriate proffers will be provided to ensure proper preservation techniques.

V. **Transportation**—All rezoning applications are to implement measures to address planned transportation improvements. Applicants are to offset their impacts to the transportation network. Appropriate proffers have been provided in order to mitigate impact to the transportation network.

VI. **Public Facilities**—Impacts to the Public Facility System have been analyzed. The Applicant has proffered to contribute $7,500 per school student to be generated by the proposed residential component. A monetary contribution to area wide public park facilities in the amount of $186,290 is being made on top of the many on-site recreational facilities. The construction of the County-wide trail is yet another public facility contribution being made. These impacts are to be identified and evaluated during the development review process. It is expected that the Public Facilities' recommendation will be satisfied with the acceptance of proffers.

VII. **Affordable Housing**—The Applicant is providing affordable dwelling units within the development as required by the Zoning Ordinance.

VIII. **Heritage Resources**—There are no significant cultural, architectural, economic, social, political, or historic heritage sites or structures located on the property.

IV. **Density**—There is no specific residential density range for this property recommended in the Plan. The Subject Property is planned for commercial office use or mixed-use development up to .70 FAR. If residential is to be a part of a mixed-use development, the Plan recommends that residential uses be at least one third of the total. For the 60 acres to be located in the PDC District, 34 percent of the development will be residential.

APPENDIX 5

WOODLAND PARK EAST

PROFFERS

RZ 2000-HM-044

May 23, 2002

Pursuant to Section 15.2-2303(a), Code of Virginia, 1950 as amended, and subject to the Board of Supervisors approving a rezoning to the PDC District for property identified as Tax Map 16-3 ((1)) pt. 6A1 and 16-4 ((1)) 35-39 (hereinafter referred to as the "Application Property"), TST Woodland LLC, the Applicant in RZ 2000-HM-044 proffers for themselves, their successors and assigns the following conditions. In the event that this Application is approved, any previous proffers for the Application Property are hereby deemed null and void and hereafter shall have no effect on the Application Property.

Development Plan

1. Development of the Application Property shall be in substantial conformance with the Conceptual Plan/Final Development Plan (CDP/FDP Plat) prepared by William H. Gordon Associates, Inc., consisting of seven sheets dated June 2000 through May 3, 2002, which CDP/FDP proposes a maximum of 1,672,616 gross square feet of building area. The following Principal and Secondary Uses may be permitted within the buildings shown on the CDP/FDP:

   a. Accessory uses and accessory service uses.
   b. Business service and supply service establishments.
   c. Eating establishments.
   d. Establishment for scientific research, development and training where assembly, integration and testing of products in a completely enclosed building is incidental to the principal use of scientific research, development and training.
   e. Fast food restaurants, only if located with other principal or secondary uses and not to include a drive-through.
   f. Financial institutions.
   g. Health clubs.
   h. Institutional uses.
   i. Medical offices.
   j. Personal service establishments.
   k. Offices.
   l. Private clubs and public benefit associations.
   m. Public uses.
   n. Quick service food stores.
   o. Repair service establishments.
   p. Retail sales establishments.
   q. Exposition halls and facilities to house cultural or civic events.
   r. Bank teller machines.
   s. Child care centers and nursery schools.
   t. Dwellings.

u. Hotels
v. Private schools of general education

Additional Principal and Secondary uses not listed above, including a drive-through bank, may be permitted with the approval of a Final Development Plan Amendment (FDPA). A Proffered Condition Amendment (PCA) application shall not be required so long as the layout is in substantial conformance with the CDP/FDP.

2. Notwithstanding that the CDP/FDP is presented on seven sheets and said CDP/FDP is the subject of Proffer 1 above, it shall be understood that the CDP shall be the entire plan shown on Sheet 2 relative to the points of access, the maximum square footage, the amount of open space, the general location and arrangement of the buildings, the parking garages and the central park, and the peripheral setbacks. The Applicant has the option to request a FDPA for elements other than the 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, if in conformance with the approved CDP and proffers.

3. Pursuant to Paragraph 4 of Section 16-403 of the Zoning Ordinance, minor modifications from the FDP may be permitted as determined by the Zoning Administrator. The Applicant shall have the flexibility to modify the layouts shown on Sheets 1-7 of the CDP/FDP without requiring approval of an amended FDP provided such changes are in substantial conformance with the FDP shown on Sheets 1-7 as determined by the Department of Planning and Zoning ("DPZ") and do not increase the total amount of square footage, decrease the amount of open space; or decrease the setback from the peripheries.

4. A total of 1,672,616 square feet of development shall be permitted on the Application Property, including 474,978 square feet derived from the public street dedication density credit. The public street dedication density credit of 474,978 square feet is applied to the PDC Application Property as portrayed graphically and in tabular form on Sheet 4 of the CDP/FDP shall be utilized for development of the Application Property only, unless otherwise revised through approval of a proffered condition amendment.

5. The Applicant reserves the right to alter building footprint sizes, modify landscape plazas, adjust pedestrian and vehicular circulation areas, and shift building locations within designated building envelopes and/or move building gross square footage between Land Bays (Land Bay I includes Buildings 1 and 2; Land Bay II includes Buildings 3 and 4; and Land Bay III includes the 13 residential buildings), provided that Land Bay I does not exceed 500,000 gross square feet, Land Bay II does not exceed 900,000 gross square feet and Land Bay III does not exceed 600,000 gross square feet; the total gross square footage for all land bays does not exceed 1,672,616 square feet; the buildings heights as shown on the CDP/FDP are not exceeded; the minimum open space and peripheral dimensions to lot lines are not reduced; and the central park is maintained as shown on the CDP/FDP. It shall also be understood that the parking garage footprints may be altered within the designated "garage envelope" as shown on Sheet 2 of the CDP/FDP.

6. Retail/Service Uses. Retail, restaurant and service establishment uses may be provided on the first floors of all buildings on the Application Property. Within Land Bays I and II, the Applicant commits to providing retail, restaurant and service establishments in one of the following manners:

   a. The first floor of Building 5 (approximately 13,000 square feet) shall be dedicated to retail, restaurant and service uses and a hotel shall be developed in lieu of either Office Buildings 1 or 2; or

   b. The first floor of Building 5 (approximately 13,000 square feet) and an additional 20,000 square feet, in any combination, on the first floors of either Buildings 1, 2, 3 or 4 shall be dedicated to retail, restaurant and service uses; or

   c. The first and second floors of Building 5 (approximately 26,000 square feet) and an additional 7,000 square feet, in any combination, on the first floors of either Buildings 1, 2, 3 or 4 shall be dedicated to retail, restaurant and service uses. Building 5 shall include a minimum of two retail, restaurant or service uses.

Transportation

7. The Applicant shall extend the existing left turn lane from eastbound Sunrise Valley Drive onto northbound Monroe Street prior to the issuance of the first Non-Residential Use Permit (Non-RUP) for the second commercial building on the Application Property, or as may be required by the Virginia Department of Transportation ("VDOT"), whichever shall occur first. This improvement is being constructed with approved Fairfax County Plan #5518-SP-24-02 and is currently under construction.

8. The Applicant shall construct one half of a six lane section along its Monroe Street frontage and shall construct dual left turn lanes from (a) southbound Monroe Street onto eastbound Sunrise Valley Drive; (b) northbound Monroe Street onto Woodland Tech Drive; and (c) northbound Monroe Street onto westbound Sunrise Valley Drive. These improvements shall be made consistent with that shown and dimensioned on the attached Exhibits 1 and 2, prepared by William H. Gordon & Associates, Inc. Said improvements shall be open to traffic prior to the issuance of a Non-RUP or Residential Use Permit (RUP) for more than 250,000 square feet of space on the Application Property. These improvements are being constructed with approved Fairfax County Plan #5518-SP-24-02 and are currently under construction.

9. The Applicant shall provide a signal warrant analysis upon request by VDOT and shall install a traffic signal at the intersections of (1) Sunrise Valley Drive/Corporate Park Drive; (2) Sunrise Valley Drive/Techpointe Avenue; and (3) Woodland Tech Parkway/Monroe Street, if determined warranted by VDOT. The Applicant shall include in any signal design plans, crosswalks and pedestrian accommodations as may be permitted by VDOT. These obligations shall become null and void for any signal not warranted by VDOT within two years of final bond release for the Application Property.

10. The Applicant shall construct dual left turn lanes from eastbound Sunrise Valley Drive onto Corporate Park Drive and Techpointe Avenue as may be required by VDOT in conjunction with the installation of the traffic signals.

11. The use of mass transit, ride-sharing and other transportation strategies to reduce single occupant vehicular traffic generated by site development during peak periods shall be encouraged. Lessees shall be advised of this transportation management condition. Upon occupancy of the first office building on the Application Property, the following transportation management strategies shall be implemented by the Applicant and/or the occupants of the building(s):

    a. Identify an individual to act as the transportation director for the Application Property, whose responsibility will be to develop and implement transportation management programs;

    b. Lessees of the buildings shall be encouraged to join the Dulles Area Transportation Association (DATA), a recognized Commonwealth public-private Transportation Management Association;

    c. Transportation Demand Management materials discussing available transit information, car/van pooling formation, alternative work schedules, and the Metrocheck program shall be distributed to lessees.

    d. Voluntary car pool/van pool programs shall be established for employees occupying office space on the Application Property, with the program under the direction of the transportation director;

    e. A program for matching car pool and van pool services shall be coordinated with DATA, various governmental agencies and other private employers in the area;

    f. Convenient parking in preferred locations shall be designated for car pool/van pool use;

    g. Mass transit usage shall be encouraged and promoted by the transportation director., Should bus transit service be routed to the Application Property, bus stop(s)/shelter(s), exclusive of bus pull off lanes, shall be installed as approved by the County;

    h. Pedestrian walkways linking access to adjacent properties and bicycle parking racks shall be provided.

12. Density credit shall be reserved as may be permitted by the provisions of Paragraph 5 of Section 2-308 of the Fairfax County Zoning Ordinance for all eligible dedications described herein or as may be required by Fairfax County or VDOT at time of site plan approval.

Design Details

13. Site Amenities. Site amenities shall include:

    a. Paved and landscaped plaza areas between Buildings 1 and 2, and between Buildings 3, 4, and 5. These areas shall include specialty paving materials, enhanced landscaping, pedestrian lighting and site amenities as generally illustrated on Sheet 6, and may also incorporate visitor drop-off areas and visitor parking. The design of these plaza areas, including pedestrian and vehicular connections to and through the plazas, are subject to modification by final engineering and architectural design without the requirement for a FDPA.

    b. Provision of a centralized park area as shown on the CDP/FDP. This amenity shall be an area of tree preservation coupled with passive recreational use. Tree preservation shall be provided as specified in proffer 16. In addition, complementary landscaping, a comprehensive pedestrian pathway system, benches and outdoor eating areas shall be provided within the central park.

14. Phasing of Amenities. The Applicant shall construct the landscaped entrance road from Monroe Street and the central park amenity with the first phase of construction on the Application Property. The central park shall be substantially complete as determined by the Landscape Architect of Record in concurrence with the Urban Forester prior to the issuance of the first Non-RUP or the issuance of the 250th Residential Use Permit (RUP) on the Application Property.

15. Landscape Plan. A landscape plan shall be submitted as part of the site plan(s) and shall be coordinated with and approved by the Urban Forester. This plan shall be in substantial conformance with the landscape concepts plan as to quantity and quality of plantings, and in general conformance with the location of plantings as shown on Sheet 3. Location of plantings may be modified based on utility location, sight distance easements, and final engineering details as approved by the Urban Forester.

16. Tree Preservation. The Applicant shall provide for tree preservation in the area on the CDP/FDP identified as the "central park". The central park is an amenity to be used for the passive recreational enjoyment of the residents and the office occupants of Application Property. As such, it is not designed as an undisturbed area, but rather as a wooded park. Clearing and limited grading may occur within the central park to develop the pedestrian walkway system, seating and outdoor eating areas, specialized landscaped areas, limited areas of lawn, and to clear the understory of undesirable vegetation and permit new plantings where desirable. Within this context, the Applicant shall perform the following measures relating to tree preservation in the area on the CDP/FDP identified as the central park:

    a. The Applicant shall submit a tree preservation plan of the first and all subsequent site plan submissions for the central park/tree save area. The preservation plan shall be prepared by a professional with experience in the preparation of tree

preservation plans, such as a certified arborist or landscape architect, and reviewed and approved by the Urban Forestry Division. The tree preservation plan shall consist of a tree survey that includes the location, species, size, crown spread and condition rating percentage of all trees ten inches in diameter or greater in the central park/tree preservation area. The condition analysis ratings shall be prepared using methods outlined in the latest edition of the Guide for Plant Appraisal published by the International Society of Arborculture. Specific tree preservation activities that will maximize the survivability of trees identified to be preserved, such as: crown pruning, root pruning, mulching, fertilization, and other as necessary, shall be included in the Plan.

b. The trees designated to be saved shall be protected by chain link fencing, a minimum of four (4) feet in height attached to 6 foot steel posts driven 18 inches into the ground and placed no further than 10 feet apart, placed at the dripline of the trees. The fencing shall be installed prior to any work being conducted on the site, including demolition of existing structures and shall remain at all times during construction of the central park. Signage affirming restricted access shall be provided on the temporary fence highly visible to construction personnel. The landscape architect contracted by the Applicant shall monitor the construction of the proposed development to ensure consistency with the landscape/tree preservation plan. Three days prior to commencement of any clearing, grading, or demolition activities, the Urban Forestry Division shall be notified and given the opportunity to inspect the site to assure that all tree preservation devices have been correctly installed.

c. As a result of final engineering in the event the areas designated as tree save areas on the CDP/FDP are modified or cannot be preserved, equivalent tree save areas or equivalent landscaped areas shall be substituted on the site as determined by the Urban Forestry Division.

17. Tree Transplantation. Prior to any site disturbance activities on the Application Property, the Applicant shall identify existing, quality vegetation suitable for transplanting elsewhere on the Application Property. The Applicant shall develop and implement a transplanting plan to be reviewed and approved by the Urban Forester. Plants identified on the residential portion of the Application Property as suitable candidates for transplantation, as determined by the Project Landscape Architect/Arborist and reviewed by the Urban Forester shall, if feasible, be replanted into the central park area. Plants on the non-residential portions of the Application Property which are determined to be suitable transplantation candidates, as determined by the Project Landscape Architect/Arborist and reviewed by the Urban Forester, shall, if feasible, be replanted in the central park or elsewhere on the non-residential portions of the site. A tree transplantation plan shall be submitted to the Urban Forestry Division for review and approval and shall contain the species and sizes to be transplanted, existing location of trees, proposed final location of trees, proposed time of year to move the trees, transplant method to be used, including tree spade size, if applicable, and details regarding after-transplant care, including mulching and watering.

18. Architectural Design. The architectural design of the buildings will be complementary with each other and the buildings which surround them in Woodland Park. Building materials shall include one or more of the following: masonry, stone, pre-cast concrete, metal panels and glass. The architectural style shall be in keeping with the general character of that depicted on Sheet 7.

19. Parking Structures. All exposed facades of the office parking structures shall be constructed of either masonry, stone, metal panels or pre-cast concrete and shall be designed to be compatible with the facade treatments of the office buildings they serve. All exposed facades of the residential parking structures shall be constructed of either masonry, stone, or pre-cast concrete with either masonry or stone accents at the entrances to the parking structures.

    The two parking garages serving Office Buildings 3 and 4 shall be constructed with planters as an integral part of portions of the exterior walls adjacent to the DAAR and Monroe Street. Cascading evergreen plant material, or substitute plant selections as approved by the Urban Forester, shall be installed in these planters to soften the edge and screen the façades. The Applicant shall provide an irrigation system for the planters. Details of the parking structure planters for these two garages shall be submitted for review by the Urban Forester at the time of final site plan submission.

20. FAA Approval. The Applicant shall obtain FAA approval for the height of the buildings prior to site plan approval. If FAA approval is not received, the Applicant shall lower the height of the building to that approved by the FAA.

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

    a. Sidewalks shall be provided along the Application Property's frontages with Sunrise Valley Drive and Monroe Street.

    b. Sidewalks shall be provided throughout the interior of the Application Property connecting the various buildings and garages as generally shown on Sheet 6 of the FDP.

    c. Crosswalks shall be provided at locations as required by VDOT.

22. Lighting. Full cut-off lighting shall be provided on the upper level of parking decks and on the Application Property where lighting may impact residential uses either on or off the Application Property. Lights internal to the parking garages shall be located between the beams to prevent glare.

Miscellaneous

23. Recreational Facilities. The Applicant shall comply with Paragraph 2 of Section 6-110 of the Zoning Ordinance regarding developed recreational facilities for the residential uses. The Applicant proffers that the minimum expenditure for the recreational facilities shall be $955.00 per residential unit. The Applicant shall receive credit for the on-site

recreational facilities which shall include, but not be limited to, a swimming pool and a community center with exercise facilities.

24. Park Contribution. In addition to Proffer 23 above, upon site plan approval for the first office building, the Applicant shall contribute $25,000 to the Fairfax County Park Authority for facility development in a nearby park or acquisition of parkland.

25. Swimming Pool. All wastewater resulting from the cleaning and draining of the swimming pool on the Property shall contain a minimum dissolved oxygen concentration of 4.0 milligrams per liter prior to discharge. The Applicant shall neutralize pool waters to a PH from 6.0 to 9.0 prior to discharge. Sufficient amounts of lime or soda ash shall be added to achieve a PH of approximately equal to that of the receiving stream. If the water being discharged from the pool is discolored or contains a high level of suspended solids that could affect the clarity of the receiving stream, it shall be allowed to stand so that most of the solids settle out prior to be discharged. In order to ensure that high levels of chlorine are not discharged into the surface water system, pool water shall not be chlorinated prior to discharge.

26. Affordable Dwelling Units. The Applicant shall comply with the Affordable Dwelling Unit (ADU) Program as set forth in Section 2-801 of the Zoning Ordinance unless modified by the ADU Advisory Board. In the event that ADUs are not required in accordance with Section 2-801 of the Zoning Ordinance, the Applicant shall contribute 1% of the hard costs of construction (excluding the cost of garages) to the Housing Trust Fund for the building(s) that do not provide ADUs.

27. Stormwater Management. Stormwater management with Best Management Practices shall be provided in the off-site pond located on Tax Map 16-3 ((1)) 25D1 and in one or more surface and/or underground facilities on the Application Property. The maintenance of the on-site facilities shall be the responsibility of the Applicant and/or the Woodland Park Property Owners Association.

28. Successors and Assigns. These proffers will bind and inure to the benefit of the Applicant and his/her successors and assigns.

29. 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 in the same instrument.

30. Severability. Any of the sections/buildings within the Application Property may be subject to Proffered Condition Amendments or Final Development Plan Amendments without joinder or consent of the other sections.

[SIGNATURES BEGIN ON NEXT PAGE]

PROFFERS
RZ 2000-HM-044

APPLICANT/TITLE OWNER

TST WOODLAND, L.L.C., A Delaware Limited Liability Company

By: _____

Name: Gary W. Roth
Title: Vice President

[SIGNATURES CONTINUED ON NEXT PAGE]

PROFFERS
RZ 2000-HM-044

CONTRACT PURCHASER
OF TAX MAP 16-3 ((11)) 6A1 PT.,
16-4 ((1)) 39 PT., 37 PT., 36 PT., 35 PT.

TST WOODLAND/PARCEL 16 LLC

By: _____

Name: Gary W. Roth
Title: Vice President

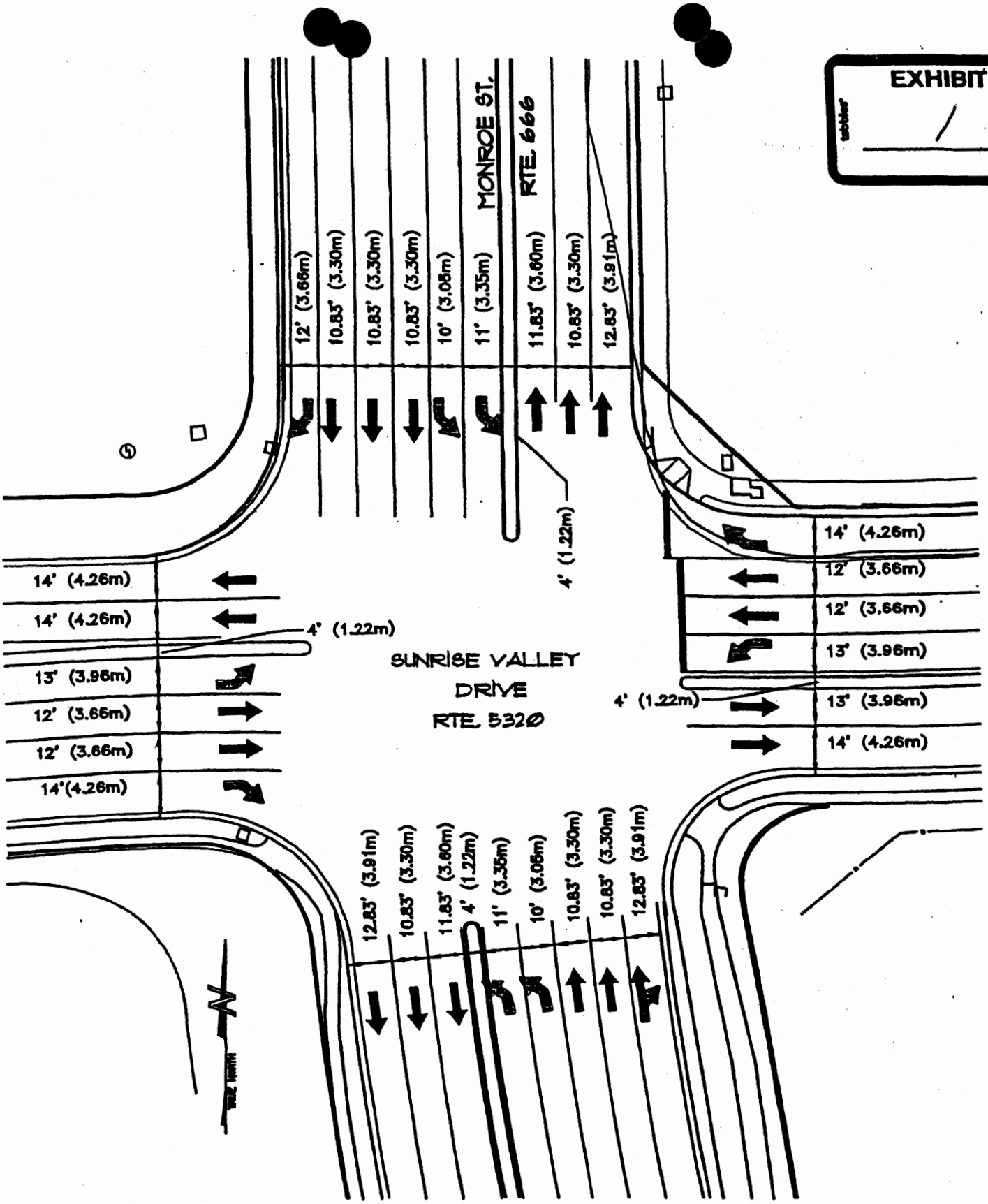
[SIGNATURES CONTINUED ON NEXT PAGE]

CONTRACT PURCHASER
OF TAX MAP 16-3 ((11)) 6A1 PT.

FF REALTY LLC

By: Glenn D. Jones
Its: Vice President

[SIGNATURES END]



PROPOSED IMPROVEMENTS

INTERSECTION OF MONROE ST. AND SUNRISE VALLEY DRIVE

SCALE: 1"=40'

HP 5 Planning

PROPOSED IMPROVEMENTS

MONROE STREET

SCALE: 1"=30'

HP 5 Planning

FINAL DEVELOPMENT PLAN CONDITIONS

FDP 2000-HM-044

May 6, 2002

If it is the intent of the Planning Commission to approve FDP 2000-HM-044 for a mixed use development located at Tax Maps 16-4 ((1)) 35 – 39 and 16-3 ((11)) pt. 6A1 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 seven sheets of the CDP/FDP entitled "Woodland Park East" prepared by William H. Gordon Associates, Inc. dated June 2000 as revised through May 3, 2002.

2. Prior to site plan approval, it shall be demonstrated to DPWES that non-tidal wetlands are not present on the site, or evidence of compliance with SS 404 of the Clean Water Act shall be provided to DPWES.

3. Bicycle parking facilities (to be located on-site in safe and accessible areas as determined by DPWES), lockers and showers (to be located within at least one of the office buildings) shall be provided to encourage the use of non-motorized transportation.

4. The non-residential buildings and associated parking garages shall be setback a minimum of forty (40) feet with a 25° angle of bulk plane, whichever is greater, from the front yard line. The residential buildings shall be setback a minimum of twenty (20) feet with a 20° angle of bulk plane, whichever is greater, from the front yard line.

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.

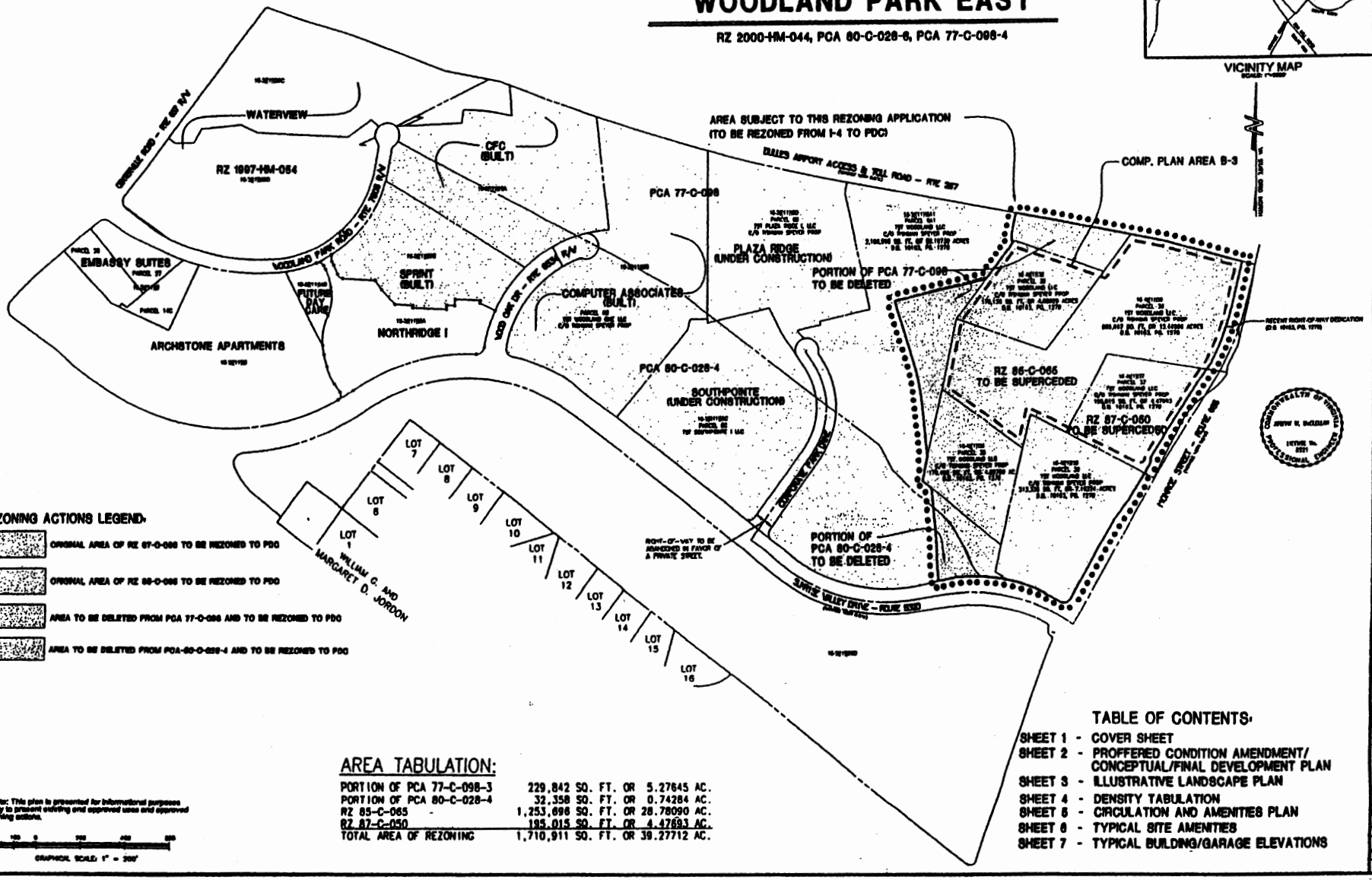
RECEIVED
Department of Planning & Zoning

MAY 17 2002

Zoning Evaluation Division

WOODLAND PARK EAST

RZ 2000-HM-044, PCA 80-C-028-6, PCA 77-C-098-4



ZONING ACTIONS LEGEND:

- ORIGINAL AREA OF RZ 87-C-050 TO BE REZONED TO PDC
- ORIGINAL AREA OF RZ 85-C-065 TO BE REZONED TO PDC
- AREA TO BE DELETED FROM PCA 77-C-098 AND TO BE REZONED TO PDC
- AREA TO BE DELETED FROM PCA-80-C-028-4 AND TO BE REZONED TO PDC

AREA TABULATION:

PORTION OF PCA 77-C-098-3	229,842 SQ. FT. OR	5.27645 AC.
PORTION OF PCA 80-C-028-4	32,358 SQ. FT. OR	0.74284 AC.
RZ 85-C-065	1,253,696 SQ. FT. OR	28.78090 AC.
RZ 87-C-050	195,015 SQ. FT. OR	4.47693 AC.
TOTAL AREA OF REZONING	1,710,911 SQ. FT. OR	39.27712 AC.

TABLE OF CONTENTS:

SHEET 1 - COVER SHEET
SHEET 2 - PROFFERED CONDITION AMENDMENT/ CONCEPTUAL/FINAL DEVELOPMENT PLAN
SHEET 3 - ILLUSTRATIVE LANDSCAPE PLAN
SHEET 4 - DENSITY TABULATION
SHEET 5 - CIRCULATION AND AMENITIES PLAN
SHEET 6 - TYPICAL SITE AMENITIES
SHEET 7 - TYPICAL BUILDING/GARAGE ELEVATIONS

Note: This plan is presented for informational purposes only to present existing and approved uses and approved zoning actions.

GRAPHICAL SCALE: 1" = 200'

REVISIONS
4/27/00-updated information on sheet 4 of 4.
7/7/00-add density credit in Notes 1 and 4.
10/26/00-change to PDC zoning.
2/8/01-changes per staff comments
4/9/01-Revise Residential
4/22/01-per staff comments
5/03/01-Revise Residential

SURVEY
DESIGN
DRAWN J. WOODS
CHECKED S. GLEASON

DENGLER - SURVEYORS - LAND PLANNERS - LANDSCAPE ARCHITECTS
William H. Gordon Associates, Inc.
4301 Daisy Reese Plaza, Chantilly, Virginia 20151
(703) 263-1900 - METRO (703) 803-9500 - FAX (703) 263-9598

DATE JUNE 2000
SCALE HORIZ: 1"=200' VERT: N/A
SEAL COMMONWEALTH OF VIRGINIA JOHN H. GLEASON LICENSE No. 0221 PROFESSIONAL ENGINEER

COVER SHEET
PROJECT WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB 0313-2014
CADD 0313cs01.dwg
SHEET 1 OF 7

SEE PROFFERS (REGARDING BUILDING/GARAGE ENVELOPES)

PROPOSED PARCELS FOR SUBDIVISION:

AREA:

TABULATION:

LEGEND

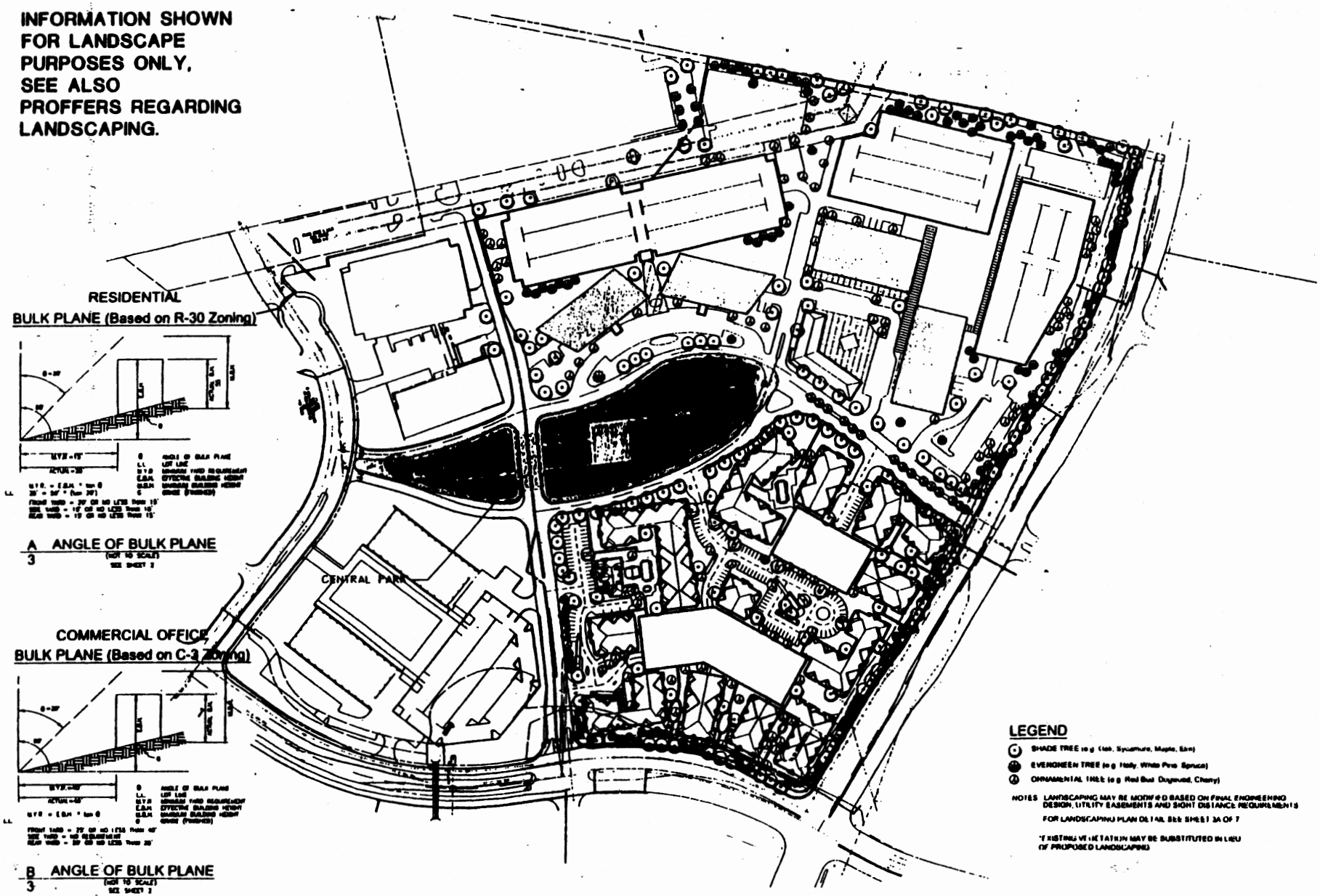
CURVE TABLE

WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

PCA/CDP/FDP

2 OF 7

INFORMATION SHOWN FOR LANDSCAPE PURPOSES ONLY, SEE ALSO PROFFERS REGARDING LANDSCAPING.



REVISIONS

10/20/00 - change to PDC zoning

2/2/01 - changes per staff comments

2/6/01 - changes per staff comments

12/21/01 - NOD RESIDENTIAL

3/20/02 REVISED RESIDENTIAL

4/08/02 REVISED RESIDENTIAL

4/22/02 - changes per staff comments

SURVEY

DESIGN

DRAWN J. WOODS

CHECKED S. GLEASON

ENGINEERS SURVEYORS LAND PLANNERS LANDSCAPE ARCHITECTS
William H. Gordon Associates, Inc.
4501 Ford Avenue, Suite 1000, Alexandria, Virginia 22302
(703) 263-1100 (703) 263-1200 FAX (703) 263-0766

DATE MAY 2000

SCALE HORZ: 1"=100' VERT: N/A

SEAL

COMMONWEALTH OF VIRGINIA
JOSEPH W. GUGLIELMI
LICENSE No. 0521
PROFESSIONAL ENGINEER

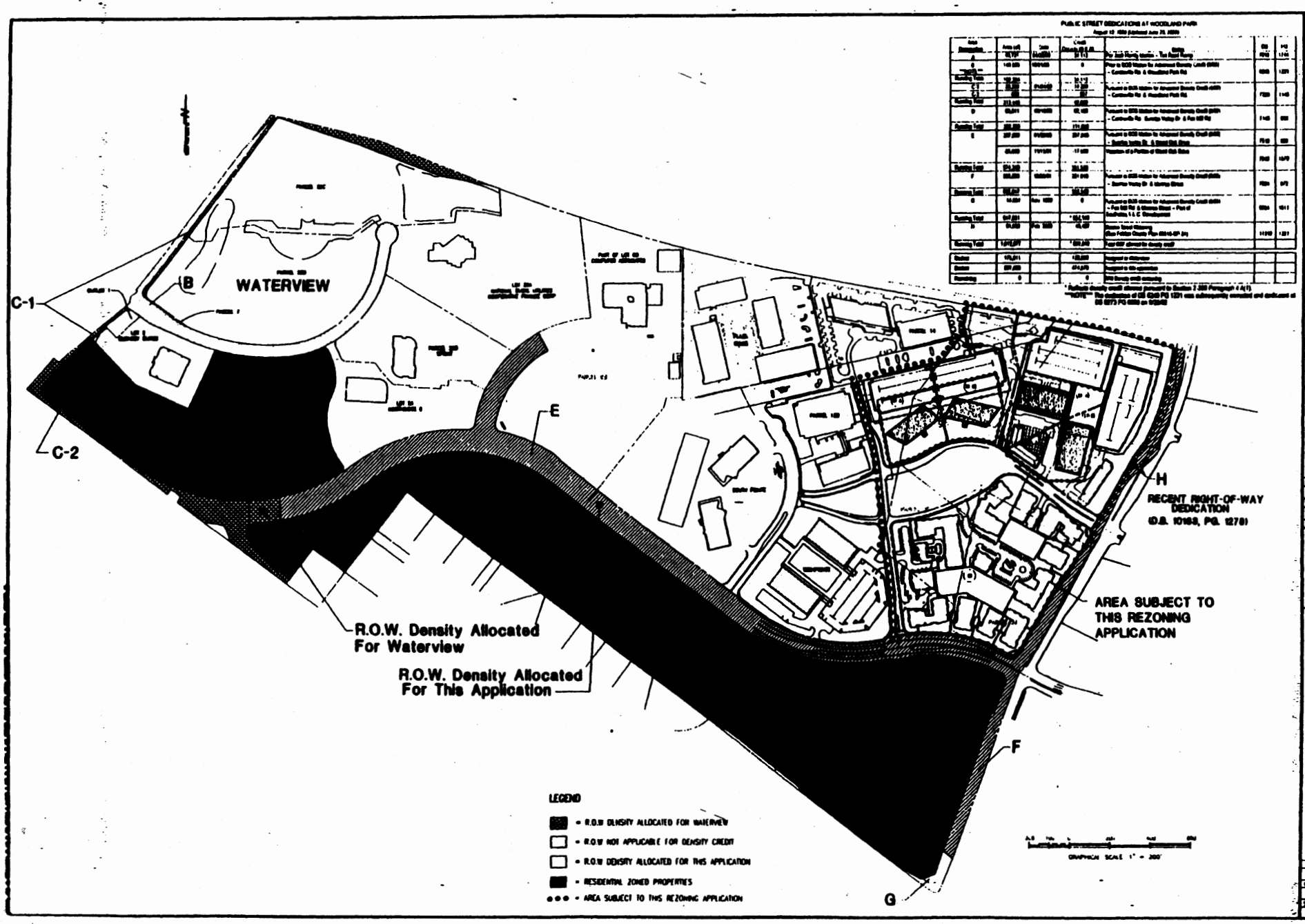
ILLUSTRATIVE LANDSCAPE PLAN

PROJECT
WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB 0313-2014

CADD 0313m2.dwg

SHEET 3 OF 7



PUBLIC STREET DEDICATIONS AT WOODLAND PARK

Area Designation	Area (sf)	Date	Density (sf)	Density (%)	Notes	GB	PG
A	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
Total R.O.W. Dedicated	[illegible]		[illegible]		[illegible]		
C-1	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C-2	[illegible]		[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
Remaining Total	[illegible]		[illegible]		[illegible]		
D	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]	[illegible]
Remaining Total	[illegible]		[illegible]		[illegible]		
E	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]	[illegible]
	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]	[illegible]
Remaining Total	[illegible]		[illegible]		[illegible]		
F	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]	[illegible]
Remaining Total	[illegible]		[illegible]		[illegible]		
G	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]	[illegible]
Remaining Total	[illegible]		[illegible]		[illegible]		
H	[illegible]		[illegible]		[illegible]	[illegible]	[illegible]
Remaining Total	[illegible]		[illegible]		[illegible]		
Station	[illegible]		[illegible]		Assigned to Waterview		
Station	[illegible]		[illegible]		Assigned to the apartments		
Remaining	0		0		[illegible]		

* Reduced density credit shown pursuant to Section 7-300 Paragraph 1 A(1)
"NOTE" The dedication of DB 10163 PG 1271 was subsequently corrected and dedicated at DB 10173 PG 0466 on 9/20/93

REVISIONS
[illegible] - Initial Submission
10/27/00 - Corrected Neuman Street dedication note
2/7/01 - changes per client comments
2/8/01 - changes per staff comments
12/21/01 - Add Residential
3/20/02 - Revise Residential
4/9/02 - Revise Residential
4/22/02 - per staff comments

SUBJECT: WRCA
DRAWN: J. WOODS
CHECKED: S. GLEASON

ENGINEERS · SURVEYORS · LAND PLANNERS · LANDSCAPE ARCHITECTS
William H. Gordon Associates, Inc.
401 City Ave., Suite 409, Bala Cynwyd, Pa. 19004
(610) 667-6240 · FAX (610) 667-8348

DATE: MAY 2000
SCALE: HORIZ. 1" = 200' VERT.
SEAL: COMMONWEALTH OF PENNSYLVANIA · WILLIAM H. GORDON · LICENSED PROFESSIONAL ENGINEER

DENSITY TABULATION

PROJECT: WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB: 0313-2014
CAD: 031301#03.DWG
SHEET: 4 OF 7

NOTES:

1. SEE SHEET 6 OF 7 FOR TYPICAL SITE AMENITIES TO BE LOCATED WITHIN CENTRAL PARK AND LANDSCAPED PLAZA AREAS. THE EXACT LOCATIONS AND QUANTITIES WILL BE ESTABLISHED WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.

2. LANDSCAPE PLAZA AREAS SHALL INCLUDE VISITOR PARKING AREAS, PEDESTRIAN AND VEHICULAR CIRCULATION AREAS, ENHANCED LANDSCAPING AND OTHER SITE AMENITIES (SEE SHEET 6 OF 7). THE PLAZA AREAS WILL BE DESIGNED TO BE ARCHITECTURALLY COMPATIBLE TO THE PROPOSED BUILDINGS. THE FINAL DESIGN AND SHAPE OF THE LANDSCAPE PLAZAS WILL CHANGE FROM WHAT IS PRESENTED BASED ON ACTUAL BUILDING LOCATIONS.

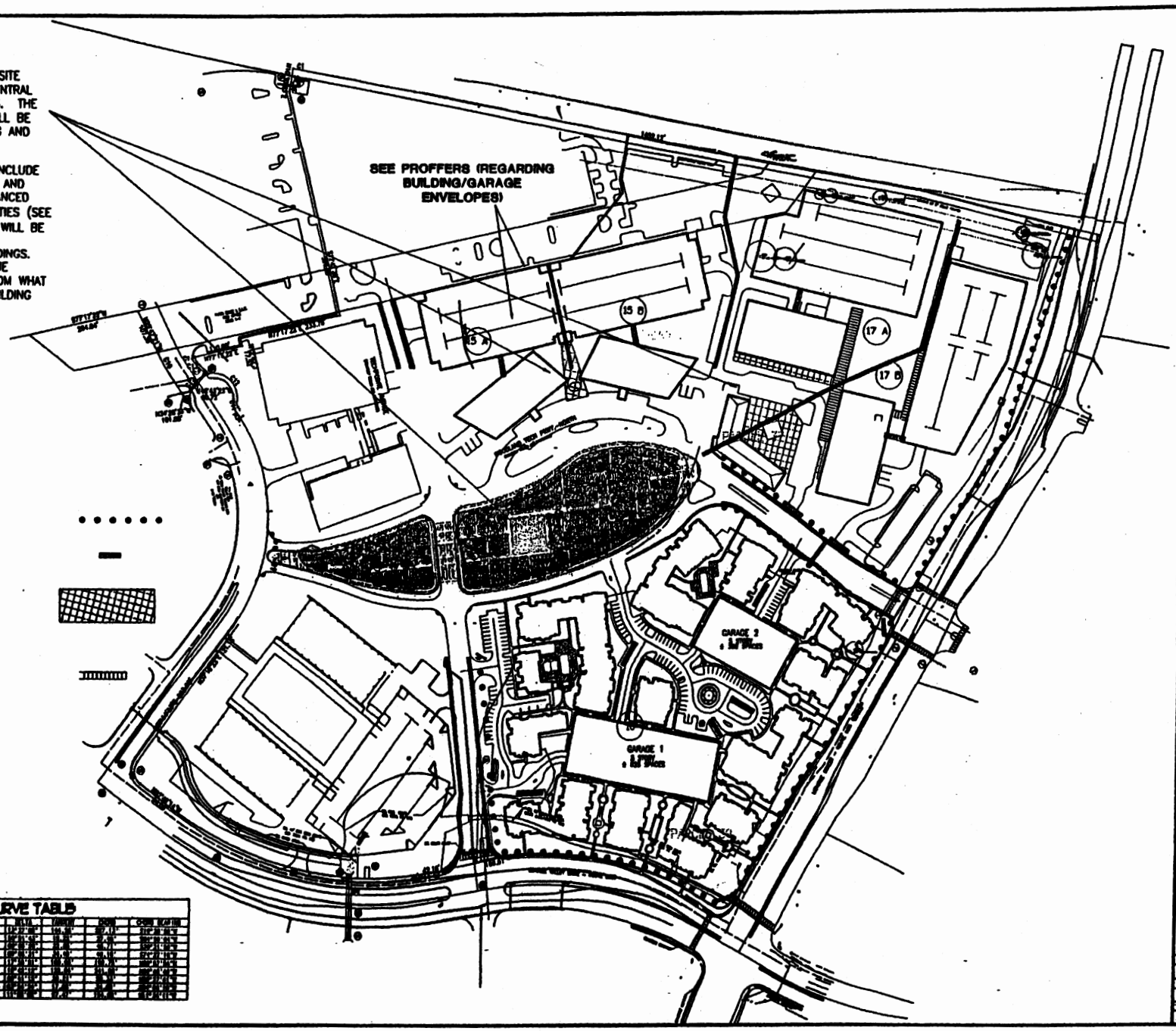
PEDESTRIAN CIRCULATION

PROPOSED SIDEWALK

COVERED PEDESTRIAN WALKWAY

PEDESTRIAN ENTRANCE PLAZA AREAS (EXACT LOCATION AND DESIGN TO BE DETERMINED)

CROSSWALKS



CURVE TABLE

CURVE	LENGTH	RADIUS	DELTA	TANGENT	CHORD	CHORD BEARING
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C3	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C4	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C5	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C6	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C7	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C8	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C9	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C10	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C11	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C12	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C13	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
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C15	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C16	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C17	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C18	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C19	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]
C20	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]

REVISIONS

3/18/08 - Revise Residential
4/18/08 - Revise Residential
4/18/08 - per staff comments
5/18/08 - Revise Residential

SURVEY
DESIGN
DRAWN J. FRUIN
CHECKED S. GLEASON

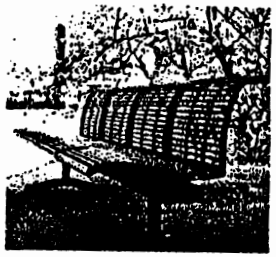
ENGINEERS · SURVEYORS · LAND PLANNERS · LANDSCAPE ARCHITECTS
William H. Gordon Associates, Inc.
4501 Daly Drive · Chantilly, Virginia 20151
(703) 378-1555 · 42310 (703) 689-1000 · FAX (703) 378-0789

DATE MAY 2008
SCALE HORIZ. 1"=100' VERT. N/A
SEAL COMMONWEALTH OF VIRGINIA

CIRCULATION AND AMENITIES PLAN

PROJECT
WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB 0313-0014
CADD 031370-CIRCL.dwg
SHEET 5 OF 7



METAL BENCH

MODEL NO: PD3001-BS-22
SOLID METAL RODS
WELDED TO TUBULAR STEEL
FRAMES
LENGTH: VARIES
COLOR: BLACK
POWDERCOAT
MOUNTING: EMBEDDED
SUPPORT OR SURFACE
MOUNT SUPPORT DEPENDING
UPON LOCATION

MANUFACTURED BY:
LANDSCAPEFORMS
KALAMAZOO, MI

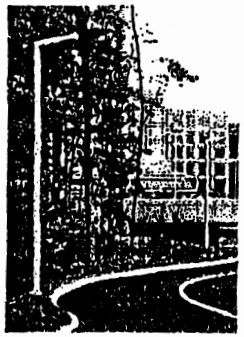
1 BENCH
PICTORIAL

ASH URN

MODEL NO: NP6005-FA
PERFORATED ALUMINUM
SIZE: 24 OZ. CAPACITY
COLOR: BLACK
POWDERCOAT
MOUNTING: EMBEDDED
SUPPORT OR SURFACE
MOUNT SUPPORT DEPENDING
UPON LOCATION

MANUFACTURED BY:
LANDSCAPEFORMS
KALAMAZOO, MI

4 ASH URN
PICTORIAL

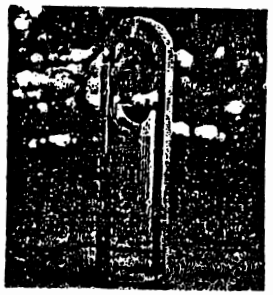


ROADWAY PARKING LOT
LIGHT

MODEL NO: OTS
OUTDOOR TUBE SYSTEM
EXTRUDED ALUMINUM
HEIGHT: 20'-32'
COLOR: BLACK
POWDERCOAT
FIXTURE: METAL HALIDE

MANUFACTURED BY:
KIM LIGHTING
CITY OF INDUSTRY, CA

6 ROADWAY PARKING LOT LIGHT – AMENITY AREAS
PICTORIAL



TRASH RECEPTACLE

MODEL NO: NP6005FT
PERFORATED ALUMINUM,
CAST MOLDED
CAPACITY: 156 GALLON
COLOR: BLACK
POWDERCOAT
MOUNTING: EMBEDDED
SUPPORT OR SURFACE
MOUNT SUPPORT DEPENDING
UPON LOCATION

MANUFACTURED BY:
LANDSCAPEFORMS
KALAMAZOO, MI

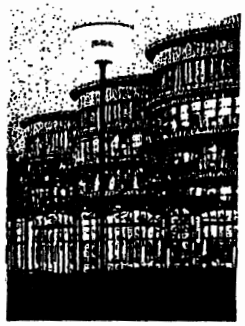
2 TRASH RECEPTACLE
PICTORIAL

BICYCLE RACK

MODEL NO: PI9005-EM-55
TUBULAR METAL
SIZE: 2' D x 21-1/2' W x 43' H
COLOR: BLACK
POWDERCOAT
MOUNTING: EMBEDDED
SUPPORT OR SURFACE
MOUNT SUPPORT DEPENDING
UPON LOCATION

MANUFACTURED BY:
LANDSCAPEFORMS
KALAMAZOO, MI

5 BICYCLE RACK
PICTORIAL



PEDESTRIAN LIGHT

MODEL NO:
SATT-MINI-439-MH ALUMINUM
HEIGHT: 12'-16'
COLOR: BLACK
POWDERCOAT

MANUFACTURED BY:
LOUISE POULSEN
MIAMI, FL

7 PEDESTRIAN AREA LIGHT – AMENITY AREAS
PICTORIAL

3 VIEW OF PROPOSED CENTRAL PARK/TREE PRESERVATION AREA
PICTORIAL

NOTE:

THE SITE AMENITIES PRESENTED ARE INTENDED TO REFLECT THE LANDSCAPE CHARACTER AND OUTDOOR AMENITIES FOR WOODLAND PARK EAST. THE SITE FURNISHINGS SHALL BE CONSIDERED TYPICAL AND ARE SHOWN FOR INFORMATIONAL PURPOSES ONLY.

REVISIONS
10/26/00 – Change to PRC Zoning
2/8/01 – Changes per Staff Comments
3/28/01 – Review Resubmittal
4/20/01 – Review Resubmittal
4/27/01 – Changes per Staff Comments
5/03/01 – Review Resubmittal

SURVEY
DESIGN
DRAWN: EDAW, INC.
CHECKED: EDAW, INC.

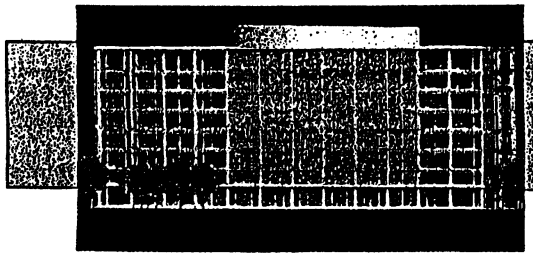
ENGINEERS • SURVEYORS • LAND PLANNERS • LANDSCAPE ARCHITECTS
William H. Gordon Associates, Inc.
4501 Daly Drive • Chantilly, Virginia 20151
(703) 222-1000 • 42100 (703) 222-0291 • FAX (703) 222-0291

DATE: OCTOBER 2000
SCALE: HORIZ: N/A VERT: N/A
SEAL: COMMONWEALTH OF VIRGINIA 22556 PROFESSIONAL ENGINEER

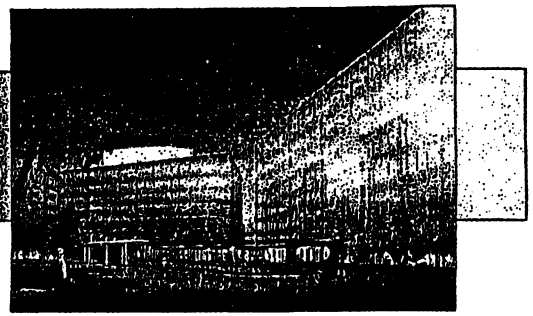
TYPICAL SITE AMENITIES

PROJECT: WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

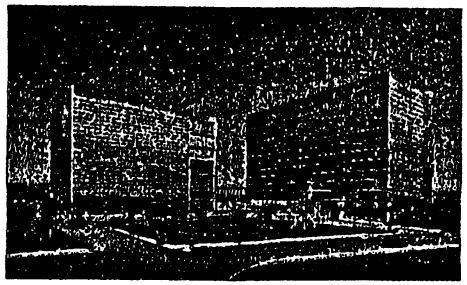
JOB: 0313-2014
CADD: SA-114.DWG
SHEET: 6 OF 7



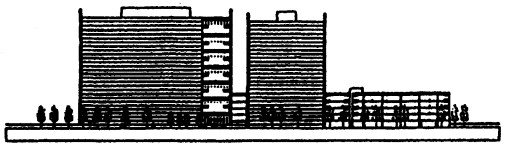
PARCEL 15 - ELEVATION OF CENTERTECH PLAZA



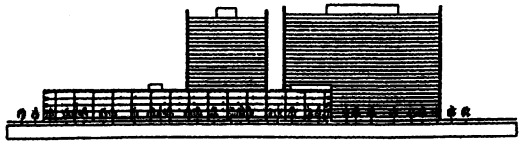
PLAZA 15 - RENDERING OF CENTERTECH PLAZA



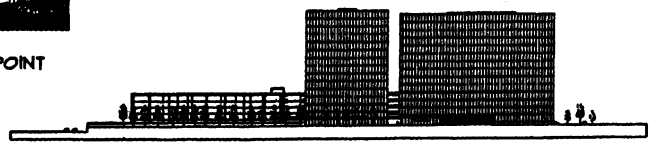
PARCEL 17 - RENDERING OF NORTH POINT



SOUTH ELEVATION



NORTH ELEVATION



WEST ELEVATION

EAST ELEVATION

PARCEL 17 - S & W ELEVATIONS OF NORTH POINT

PARCEL 17 - N & E ELEVATIONS OF NORTH POINT

NOTE:

THE ELEVATIONS PRESENTED ARE INTENDED TO REFLECT THE ARCHITECTURAL CHARACTER OF WOODLAND PARK EAST AND ARE SHOWN FOR INFORMATIONAL PURPOSES ONLY. ACTUAL ELEVATIONS MAY DIFFER WITH FINAL ENGINEERING AND ARCHITECTURAL DESIGN.

PARCEL 16 - TYPICAL MULTI-FAMILY ELEVATION

REVISIONS
10/26/00 - Change to PDC Zoning
2/8/01 - Changes per Staff Comments
12/21/01 - Add Residential
3/20/02 - Revise Residential
4/22/02-per staff comments
5/03/02 - Revise Residential

SURVEY
DESIGN TISHMAN SPEYER
DRAWN TISHMAN SP
CHECKED

ENGINEERS · SURVEYORS · LAND PLANNERS · LANDSCAPE ARCHITECTS
William H. Gordon Associates, Inc.
4501 Daly Drive · Chantilly, Virginia 20151
(703) 263-1900 · VETRO (703) 818-1000 · FAX (703) 263-0234

DATE OCTOBER 2000
SCALE HORZ: NOT TO SCALE
VERT: N/A
SEAL COMMONWEALTH OF VIRGINIA PROFESSIONAL ENGINEER

TYPICAL BUILDING/GARAGE ELEVATIONS

PROJECT WOODLAND PARK EAST
T.S.T. WOODLAND L.L.C.
HUNTER MILL DISTRICT
FAIRFAX COUNTY, VIRGINIA

JOB 0313-2014
CADD 0313ELEV2.DWG
SHEET 7 OF 7

FAIRFAX COUNTY, VIRGINIA APPENDIX 6

MEMORANDUM

TO: Barbara A. Byron, Director
Zoning Evaluation Division, DPZ

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

SUBJECT: Comprehensive Plan Land Use Analysis: RZ/FDP 2003-HM-046
PCA 2000-HM-044, PCA 80-C-028-7
PCA 77-C-098-5
TST Woodland LLC

DATE: 3 June 2004

This memorandum, prepared by Denise M. James, AICP, includes citations from the Comprehensive Plan that provide guidance for the evaluation of the subject rezoning and proffered condition amendment applications and development plans dated March 2004, as revised through April 2, 2004. The extent to which the application conforms to the applicable guidance contained in the Comprehensive Plan is noted.

DESCRIPTION OF THE APPLICATIONS

The application property consists of approximately 47 acres and is part of the Woodland Park mixed use development located between Sunrise Valley Drive and the Dulles Airport Access Road. The applicant proposes a series of zoning applications which request deletion of land area from previously approved applications, a reduction to the amount of previously approved commercial development, conversion of approved office to residential use and a rezoning of property from I-4 to PDC to permit a mixed use development consisting of office, retail and multi-family residential use.

Specifically, the applicant proposes to replace approved office development on Parcel 42 with a residential mixed use development featuring a grocery store, underground parking, a drive-in bank and office and retail uses. The development is proposed to consist of a total of seven (7) buildings on 8.23 acres which are labeled on the conceptual development plan/final development plan (CDP/FDP) as Buildings 5 through 11. Approximately 212,000 square feet of residential development (maximum of 230 units) are proposed to be developed in Buildings 5, 10 and 11 with retail use proposed on the ground floor of Building 10. Buildings 6 and 7 are proposed exclusively for retail use and underground/structured parking. Building 8 is proposed for development of a bank on the first floor and office development on the second floor; Building 9 is similarly proposed for ground floor retail and second story office use. Building heights range from 38 to 55 feet and are proposed as 2 or 4-story buildings. The applicant proposes a maximum of 355,000 square feet of gross floor area with 212,000 square feet of residential and 143,000 square feet of non-residential use. An overall floor area ratio (FAR) of .99 is proposed.

The mixed use proposal would replace approximately 327,500 square feet of office development at a .91 FAR which was previously approved for Parcel 42.

The applicant also seeks to modify the proffers pertaining to Parcel 43, an approximately 4 acre parcel which was approved for 163,287 square feet of office development in order to add an option for 230,000 square feet (approximately 170 units) of multi-family residential development. The proposed residential option would consist of a 4-story building (maximum height of 55 feet) with units wrapped around interior structured parking decks. Approximately 29 affordable dwelling units (ADUs) are proposed with both residential developments.

Woodland Park was initially approved as a large office park zoned C-8 and I-4 and was subsequently rezoned to the PDC District via separate zoning applications to create eastern and western sections of Woodland Park. The development consists of office buildings and a hotel building and, more recently, residential development as a result of office conversion. The proposed development represents additional conversion of approved office development to primarily residential and retail use in Woodland Park.

LOCATION AND CHARACTER OF THE AREA

Woodland Park is generally located between Sunrise Valley Drive and the Dulles Airport Access Road and is bounded by Monroe Street on the east and Centreville Road on the west. Parcel 42, proposed for mixed use residential development, is bounded by Sunrise Valley Drive to the south, Woodland Pointe Drive on the east, Corporate Park Drive on the west and Eastpark Drive on the north. Parcel 43 which is approved for office development and seeks to add a residential option, is located on the north side of Eastpark Drive and is also bounded by Corporate Park Drive on the west. Although approved for office development, the subject parcels are presently vacant.

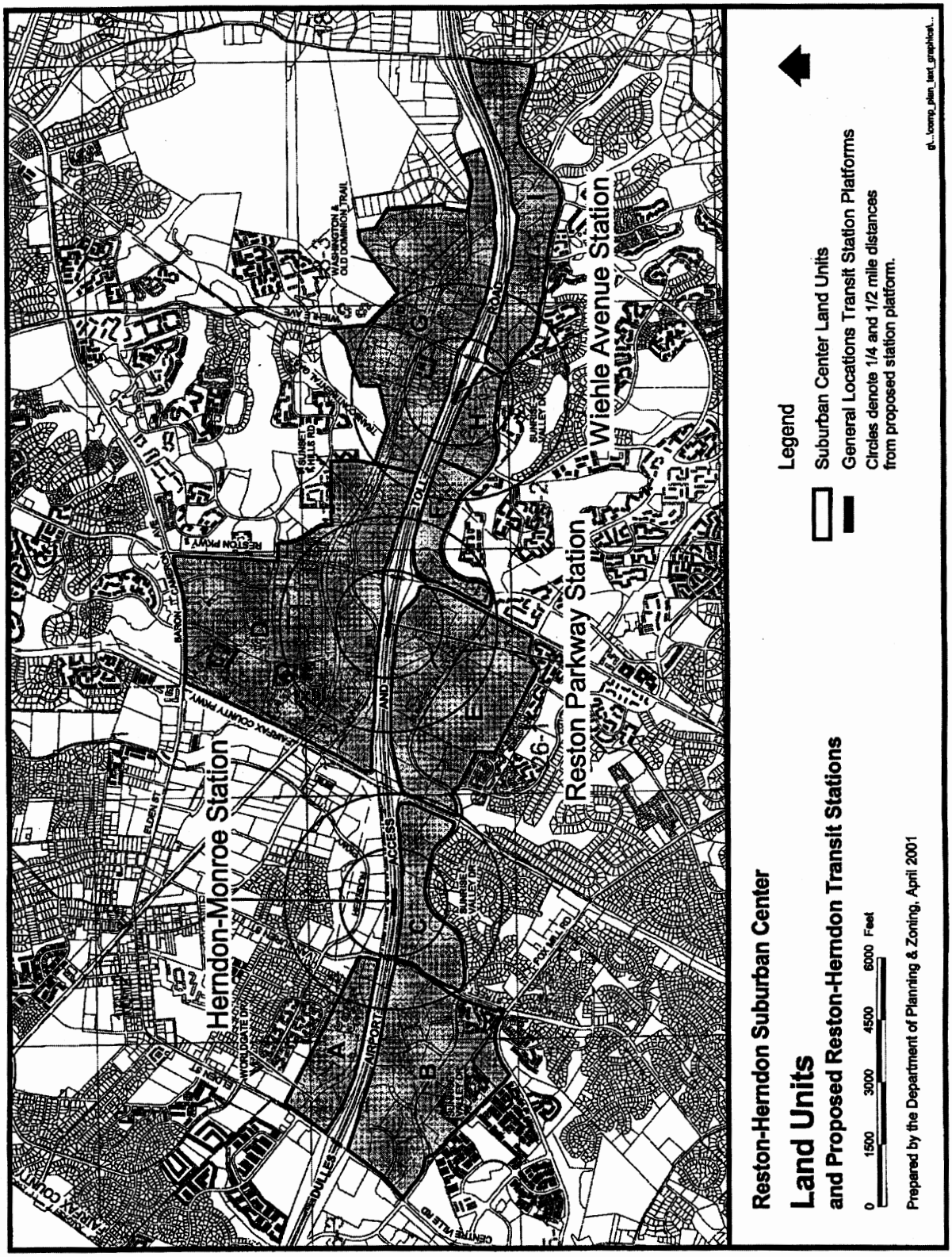
COMPREHENSIVE PLAN CITATIONS

In the Fairfax County Comprehensive Plan, Area III Volume, 2003 Edition, Upper Potomac Planning District as amended through February 10, 2003, Reston-Herndon Suburban Center and Transit Station Areas, under the heading Land Unit B, beginning on page 28, the Plan states:

"This land unit is located on the south side of the Dulles Airport Access Road, between Centreville Road on the west and Monroe Street on the east (see Figure 10). Fox Mill Road is the southern boundary of this land unit. The land unit contains several office buildings and the Greg-Roy residential subdivision. There is a substantial amount of vacant land remaining in this land unit (as of 1996).

A high quality living environment can be created through the provision of well-designed residential and mixed-use projects which provide active recreation, entertainment and other site amenities. Each residential development should include on-site affordable housing that is well

integrated and dispersed throughout the development.



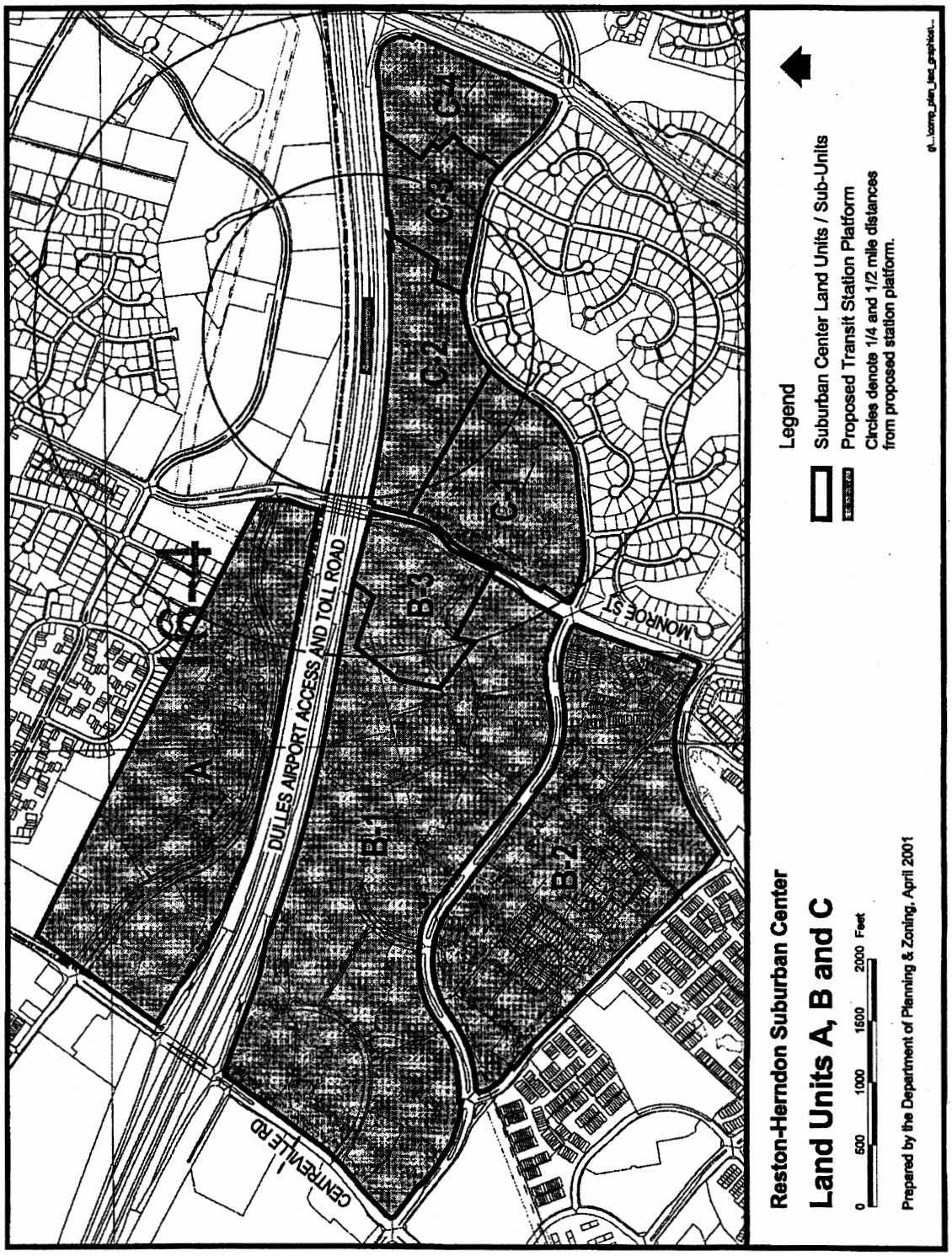

Reston-Herndon Suburban Center
Land Units A, B and C
0 500 1000 1500 2000 Feet
Prepared by the Department of Planning & Zoning, April 2001
Legend
Suburban Center Land Units / Sub-Units
Proposed Transit Station Platform
Circles denote 1/4 and 1/2 mile distances from proposed station platform.
DULLES AIRPORT ACCESS AND TOLL ROAD
CENTREVILLE RD
MONROE ST
A
B-1
B-2
B-3
C-1
C-2
C-3
C-4

FIGURE 10

To achieve full capacity of the roadway network in the area, Centreville Road between Frying Pan Road and West Ox Road should be improved as soon as possible in order to maximize the benefits of the road improvements constructed to date. Development proposals in Land Unit B should dedicate needed right-of-way and/or construct or contribute toward the construction of these roadway segments on a pro rata basis unless these proposals are on properties that have previously built part of the existing roadway network.

Sub-unit B-1 (North of Sunrise Valley Drive)

The area which is located north of Sunrise Valley Drive is planned for commercial office, hotel or mixed-use development up to .70 FAR. Mixed-use projects should be at least one-third residential in composition. This area along the Dulles Airport Access Road has high visibility and is appropriate for high quality development including corporate headquarters, hotels and office buildings. Mixed-use developments should create a viable, quality living environment with active recreational facilities and other amenities for residents. Residential development should be sited away from the Access Road and towards Sunrise Valley Drive. Support retail and service uses may be appropriate in non-residential or mixed-use development if they are located within office, hotel or residential buildings.

Pedestrian connections throughout the area and to transit facilities should be provided. Clustering of buildings in a transit friendly design is encouraged, whereby development that is built prior to possible rail transit service can be clustered on a portion of the area so as not to preclude additional buildings and intensity in the future if rail service is extended to this area. The overall design should seek to concentrate open space, to the extent possible, into common areas such as urban parks and plazas to provide visual focus and pleasant outdoor spaces for employees.

The development of this sub-unit should incorporate recreational amenities for future employees (and residents if residential development is included) such as jogging paths, exercise stations and volley ball courts that are appropriate to the mix of employees/residents and their needs. The development of this area should incorporate a vehicular circulation system that is appropriate to the type and intensity of the ultimate uses and the pattern of subdivision.

The portion of the sub-unit that is adjacent to the Herndon-Monroe TSA is subject to the ***Pedestrian/bicycle access*** guidelines in the Suburban Center Areawide Recommendations shown at the beginning of the Suburban Center text."

In the Fairfax County Comprehensive Plan, Area III Volume, 2003 Edition, Upper Potomac Planning District as amended through February 10, 2003, Reston-Herndon Suburban Center and Transit Station Areas, under the heading Land Unit B-3 (part of Herndon-Monroe Transit Station Area), beginning on page 32, the Plan states:

"Sub-unit B-3 is located in the southwest quadrant of the DAAR and Monroe Street. It is a part of the Woodland Park development, a large mixed-use development.

This land unit is planned for mixed-use, with any combination of office, hotel, residential and support retail uses up to .70 FAR.

For development in this sub-unit, including all baseline recommendations and options, pedestrian walkways should be provided to facilitate circulation throughout the land unit and should connect to walkways in adjacent land units and existing sidewalks or trails along major streets in or around the land unit. All proposed developments should be in conformance with the Urban Design Guidelines, located after the land unit recommendations."

Plan Map: Alternative Uses

Note: Additional Plan text related to the Area Wide Recommendations, Urban Design Guidelines is attached at the back of this report.

ANALYSIS

The Comprehensive Plan indicates that mixed use development is appropriate for the application property provided that: at least one-third of the development is residential; residential development is sited away from the Access Road and toward Sunrise Valley Drive; and support retail and services uses are located within residential buildings. The Plan further recommends a maximum development intensity of .70 FAR which the applicant indicates will continue to be satisfied based on the overall Woodland Park development. The land use analysis will address each of the residential developments proposed on Parcels 42 and 43 in Woodland Park.

Parcel 42

The development proposal for residential mixed use fronting on Sunrise Valley Drive is generally consistent with Plan guidance in that

- Approximately 60% of the development is proposed residential use;
- The residential use is sited away from Sunrise Valley Drive; and
- Some of the retail, office and support uses are in part located and/or integrated with the residential buildings.

The CDP/FDP for the mixed use residential development features some positive design and land use elements which staff believes furthers the intent of the Plan for an integrated mixed use development. The residential buildings are oriented towards an internal landscaped street which features ground floor retail, on-street parking and pedestrian amenities or towards a wooded park area that is a focal open space element for the larger Woodland Park development. Underground and structured parking are provided for both non-residential and residential uses; Buildings 8 and 9 are proposed as two-story structures as combined office and retail uses and are of a size and orientation to discourage a typical strip commercial shopping center appearance. The applicant indicated a desire to establish a grocery story to anchor the retail use and serve the local area.

However, there are also several negative elements identified in connection with the proposal which the applicant has not addressed:

- Insufficient on-site recreational amenities. The applicant has proposed several landscaped courtyards and plaza areas in connection with Residential Buildings 5, 10 and 11. A small hard court recreation area is shown to be located in the northern most portion of the larger office development. This area is not appropriate since it is not convenient or central to the residential units and may be subject to significant noise impacts from the adjacent highway. No active recreation facilities are provided in conjunction with the residential/retail mixed use proposal. The open parking deck above the retail area and some indoor recreational amenities should be considered.

- Insufficient commitment to provide the uses and development at the intensities shown. The Area Wide Recommendations specifically state that free-standing retail uses are prohibited and that retail uses should be integrated into building containing other uses, such as office, hotel or residential. The Plan further states that the retail uses should be designed and developed in a manner such that pedestrians are encouraged to remain on-site as the retail uses found within the development provide a full range of services to both the area's residential occupants and office tenants. The draft proffer statement indicates that floor areas, units and size of building footprints may be modified; there is no commitment to develop the separate retail buildings with second story office use. In order to meet the intent of the Plan for an integrated mixed use development, the applicant should commit to providing the residential and commercial uses in the locations and proportions shown on the CDP/FDP, including the minimum number of stories for all buildings. A strong commitment to provide the grocery store of sufficient size (approximately 50,000 square feet or larger) is strongly encouraged in order to anchor the mixed use residential community and to establish and maintain a supportive, local serving character of the mixed use proposal. The applicant's commitment should ensure that no free-standing retail uses could develop and that all retail will be fully integrated and combined with residential or office uses as provided on the CDP/FDP.

- A stronger commitment to coordinate building materials and architectural design for the residential and non-residential uses should be provided. The elevations provide a design concept; however, details related to the façade treatment for that portion of Building 6 that functions as the above ground parking decks and the landscape and design of the internal street linking Sunrise Valley Drive and Eastpark Drive have not been addressed. Additional design consideration should be given to screening the loading area shown between Buildings 6 and 7 along Woodland Pointe Drive since it is directly across from residential development.

- Additional design consideration should be provided in the form of landscaping details, lighting and amenities for the parking deck which functions as the roof for Retail Building 6 and which is also the primary view shed for units fronting onto the parking deck.

- Street trees and increased peripheral landscaping and buffers should also be provided along Sunrise Valley Drive and the adjacent side streets; graphics should demonstrate how the roof top parking deck will be screened and appropriately lighted.

Based on the discussion above, staff believes that the concept for residential mixed use development as generally proposed for Parcel 42 could be appropriate provided that the outstanding issues noted above are addressed.

Parcel 43

The applicant proposes to add an option for residential use on Parcel 43 which could be developed in lieu of 162,287 square feet of office use in a six (6) story building. A four (4) story building containing approximately 200,000 square feet is proposed with units wrapped around an internal parking deck system; landscaped plaza area and a pool and clubhouse and landscaped are shown on the northern and southern sides of the building, respectively. In order to maintain the overall .70 FAR, the applicant states that reductions in floor area will be taken from Buildings 1, 2, 3 or 4 in other land bays in Woodland Park.

Staff finds that the proposal for approximately 170 ± residential units on this parcel is not in keeping with the intent of the Comprehensive Plan for the area. Residential development on Parcel 43 is closer to the Access Road, not proximate or oriented to Sunrise Valley Drive and is not integrated with any office, retail or support service uses, as recommended in the Plan. The proposed design allows for minimal setback from the adjacent roadways and little transition from an adjacent parking garage and office buildings which are 10 stories in height. Therefore, staff does not support the request to add residential development as an option for Parcel 43.

Impacts on Schools and Parks Comments from the Park Authority currently indicate a significant deficiency of community parks and active recreational opportunities within the general area and within other nearby Dulles Suburban Center land units. Existing nearby parks (Floris, Frying Pan, Stratton Woods and the Hutchison and Floris school sites) currently meet only a small portion of the demand for parks and recreation. Comments from Fairfax County Public Schools echo a similar concern regarding class room deficiencies as a result of increasing residential development in the area, which, like the need for additional parkland, is not readily mitigated by monetary contributions.

With the development proposed on Parcels 42 and 43, approximately 400 new units could potentially be added to the area. The mixed use development proposed for Parcel 42, which combines residential units integrated within retail and office development, is likely to generate somewhat fewer students based on the unit type and proposed location in an urban setting and the recreational demands generated are more readily addressed with on-site and/or interior recreational amenities. This is in contrast to the stand-alone multi-family building proposed as an option for Parcel 43 which is likely to generate more students based on the unit type. Moreover, the proposal does not offer any substantial recreational amenities that are not exclusive to the proposed development. While these concerns are discussed in greater detail in the Public

Facilities section of the staff report, staff believes that the residential development option proposed for Parcel 43 has a greater potential to add to the existing deficiencies in public facilities than the more integrated mixed use residential units proposed for Parcel 42.

PGN/DMJ

ADDITIONAL COMPREHENSIVE PLAN CITATIONS

The following Plan citations should also be considered in evaluating the development proposal:

In the Fairfax County Comprehensive Plan, Area III Volume, 2003 Edition, Upper Potomac Planning District, as amended through February 10, 2003, Reston-Herndon Suburban Center and Transit Station Areas under the heading Suburban Center Area Wide Recommendations, beginning on page 21, the Plan states:

"Development Pattern

The planning objectives for the Transit Station Areas seek to change the pattern of development that has shaped the Suburban Center area over the last three decades. The previous plan guidance encouraged low and medium intensity office development in a suburban setting throughout most of the Suburban Center, with a more concentrated node of development at the Reston Town Center. The new plan recommendations encourage a more urban and transit-oriented development pattern. The objective is the creation at each Transit Station Area of a pedestrian-oriented core area consisting of mixed-use development that includes support services while maintaining transitional areas at the edges of the TSAs. The plan recommendations, together with the urban design guidelines seek to improve pedestrian and bicycle circulation throughout the Transit Station Areas to encourage non-vehicular trips to and within the TSAs. . . .

- *Housing Diversity* – To ensure that housing is provided in the Transit Station Areas that meets the needs of a wide variety of residents, affordable housing strategies should be integrated into development proposals with a residential component in order to achieve the maximum development potential under the Plan. Such housing should be provided in accordance with the Affordable Dwelling Unit Ordinance and/or other Board-adopted policies regarding affordable housing. . . .

- *Coordinated Development Plans* – To facilitate coordination of design, pedestrian circulation, and transit-oriented amenities, development plans should depict the proposed development's relationship to, compatibility and integration with actual or potential development of surrounding areas through the provision of pedestrian linkages, open space, and other urban design amenities including plazas and courtyards.

- *Interparcel access* – Pedestrian, bicycle, and when appropriate, vehicular access among parcels should be provided to facilitate movement throughout the Transit Station Areas and reduce the number of curb cuts required on the major streets in the Transit Station Areas.

- *Retail and Hotel Uses* – Free-standing retail uses are prohibited in all mixed-use projects proposed involving increased intensity/density. Retail uses should be integrated into buildings containing other uses, such as office, hotel or residential uses. In addition, retail uses should be designed and developed in a manner such that pedestrians are encouraged to remain on-site as the retail uses found within the development provide a full range of

services to both the area's residential occupants and office tenants. By allowing residents and employees within a mixed-use node to have a number of their needs satisfied on-site, the need to travel off-site is reduced, and in-turn, the number of vehicle trips generated during the day is decreased. Support retail uses may include, but are not limited to dry cleaners, banks, delicatessens, child care facilities, and other similar support goods and services uses.

Hotel uses are encouraged as part of the mixed-use options because they have less of an impact on the road network, they generate potential pedestrian traffic and they provide a source of transit system riders.

- *Child Care and Other Support Institutional Uses* – Child care and other institutional uses of a support nature are appropriate for all mixed-use areas planned within the Transit Station Areas of the Reston-Herndon Suburban Center. The incorporation of a diversity of uses in close proximity to one another is instrumental to creating vibrant, mixed-use areas. By providing needed services within a concentrated area, convenience as well as accessibility to these uses is increased, and as such, there is a greater likelihood that individuals will make the decision to use transit rather than the private automobile. Convenience and accessibility to a mix of uses will also lead to an improved quality of life.

- *Noise Attenuation* – The mixed-use options identified in the Transit Station Area recommendations below may result in residential and associated recreational uses being located in close proximity to the Dulles Airport Access and Toll Road. As a result, appropriate measures should be taken to attenuate the noise inside residential buildings and where appropriate, provide barriers for outside recreation areas to minimize the impact of highway noise on these uses. . . .

<u>Accessibility</u>

- *Pedestrian/bicycle access* – Pedestrian-friendly sidewalks and paths should be provided throughout the Transit Station Areas to facilitate non-vehicular circulation in, through, and around the Transit Station Areas. Additional guidance is provided in the Urban Design Guidelines for the Transit Station Areas. Pedestrian connections to the station platforms at Reston Parkway and Wiehle Avenue should be provided from all four quadrants of the intersections of those two roads and the DAAR.

- *Feeder bus/circulator shuttle service* – Development along the major streets in the Transit Station Areas should be designed to facilitate access to the area by feeder bus service.

- *Station Access* – In order to maximize access to station platforms, connections should be provided from the station to all four bordering land quadrants. These connections should include pedestrian amenities and features, such as bridges and/or tunnels across major roadways and moving sidewalks, to help span the distance between existing development and the station platform."

In the Fairfax County Comprehensive Plan, Area III Volume, 2003 Edition, Upper Potomac Planning District , as amended through February 10, 2003, Reston-Herndon Suburban Center and Transit Station Areas, under the heading Development Review Guidelines, beginning on page 24, the Plan states:

"Land Use

The Transit Station Area land unit recommendations provide site-specific guidance that establish planned uses and intensity and often provide options for development allowing higher intensities based upon compliance with specified conditions. These options are designed to be transit-supportive. The transit-oriented options may be considered once a Full Funding Grant Agreement or a comparable funding agreement to design and build the Bus Rapid Transit (BRT) phase of the Dulles Corridor Rapid Transit Project, that includes funding for construction of transit stations in the median of the Dulles Airport Access Road, has been executed by all funding stakeholders. The rail-oriented mixed-use options, which allow the highest intensities in the Transit Station Areas, may be considered once a Full Funding Grant Agreement or comparable funding agreement to design and build the rail phase of the Dulles Corridor Rapid Transit Project has been executed by all funding stakeholders. Approval of all planned and optional land uses and/or intensities are based upon the fulfillment of objectives outlined in the Areawide recommendations and the specific land unit recommendations.

It is important that projects under the mixed-use options be phased to ensure the development of both the residential and non-residential components. This requires that the residential and non-residential components be developed at the same time or that the different uses be phased in such a way to ensure that no one component is completed before there is substantial progress on the other components.

The mixed-use recommendations in the Plan seek to establish parameters for future development by suggesting a minimum, a maximum, or a range of percentages for residential and non-residential uses. These percentages are meant to be guides and they may need to be adjusted on a case by case basis in order to further other planning objectives. For example, a mixed-use project that contains an educational use recommended in the Plan may not be able to achieve the minimum percentage of residential use or may exceed the maximum for non-residential use. . . .

Urban Design

Providing for good urban design exemplified by high quality site design that is both pedestrian-friendly and transit-oriented is a major objective of the Transit Station Areas Plan recommendations. Through redevelopment and new development on vacant parcels, there are opportunities to implement the vision for future development of the Transit Station Areas through coordinated development incorporating high quality design. Consideration should be given to providing a better interrelationship among buildings and sites, implementing areawide open space and pedestrian circulation systems, and providing for plazas and other elements that characterize a pedestrian- and transit-friendly environment. Urban design guidelines that apply specifically to the Transit Station

Areas and generally to the other areas in the Suburban Center are provided after the land unit recommendations. They should be used in evaluating all development proposals in the three Transit Station Areas in the Reston-Herndon Suburban Center (as well as the Route 28/CIT Transit Station Area), which involve new development or redevelopment that increases intensity/density above the baseline recommendation, increase height or substantially change the design of previously approved development projects."

In the Fairfax County Comprehensive Plan, Area III Volume, 2003 Edition, Upper Potomac Planning District Areas, as amended through February 10, 2003, Reston-Herndon Suburban Center and Transit Station, under the heading Design Guidelines for Transit Station Areas, beginning on page 64, the Plan states:

"Design Guidelines for Transit Station Areas

Building Design, Height and Mass

- Building heights should be greatest closest to the Dulles Airport and Access Road, transitioning to lower heights at the outer edge of transit station areas. See specific height limitation in the land unit recommendations.
- Buildings at the outer edge of transit station areas should be sensitive to neighboring development with regard to height and mass.
- Varied building heights and roof lines are encouraged to create interest.
- Building facades should be interesting and varied, with an absence of blank walls. Buildings should be designed with features such as multiple windows, doors, and awnings. Blank walls on the side and back of buildings should be mitigated with landscaping, screening and buffering. Long expanses of blank walls along major roads should be avoided.
- To encourage a more urban environment and pedestrian scale, the bulk and mass of buildings should be minimized through the articulation of the building form, step backs from the building base, and plane changes within the building elevations.

Arrangement and Siting of Buildings

- Buildings should be arranged so that they frame and define the fronting streets, and give deliberate form to the street and sidewalk areas.
- Buildings should be arranged in a manner that create a sense of enclosure and defined space.
- Buildings should not be separated from fronting streets by large parking lots.
- Free-standing retail establishments are prohibited. Retail uses should be integrated into the design of the lower floors of non-residential and residential buildings.

Design Compatibility

- Development on the periphery of transit station areas adjacent to existing residential areas should be maintain or create an effective transition to the surrounding community in terms of layout, design and appearance.

Open Spaces

- Small plazas and/or courtyards should be incorporated into the designs of buildings and/or building complexes to serve the daily needs of local employees and visitors. These open spaces should be appealing places to gather with seating, lighting, landscaping and other amenities. These spaces should be integrated purposefully into the overall design of the development, and not merely be residual areas left over after buildings and parking lots are sited.
- Public art/sculpture should be incorporated into all open spaces.

Trees, Landscaping and Natural Environment

- Existing vegetation and large specimen trees should be preserved and incorporated into the site design when possible.
- Landscaping should be provided that is attractive in all seasons, and provides shade to seating areas and pedestrian paths/sidewalks during summer months.
- Significant landscaped and/or natural streetscapes, as well as street trees should be provided along all roadways, in particular roadways which form the periphery of the Suburban Center and Transit Station Areas (e.g. Sunrise Valley Drive, Sunset Hills Road, Fox Mill Road, and Coppermine Road).

Pedestrian and Bicycle Access and Connections

- Site designs should balance the needs of both the pedestrian and the automobile; however, the circulation systems for pedestrians and automobiles should remain separate.
- Pedestrian/bicycle access should be provided to facilitate circulation within, to, around, and between each transit station area. Pedestrian links could include sidewalks, trails, plazas, courtyards, and parks with path systems.
- Pedestrian access between buildings is essential to ensure opportunities are available for people to walk to nearby uses.
- Pedestrian/bicycle paths of any one development or site should interconnect with pedestrian/bicycle paths of any adjacent development or site, to create a highly-connected transit station area. In addition, pedestrian/bicycle access should connect to the countywide and regional trail systems, connecting local sites with the larger community.
- Safe and convenient pedestrian street crossings should be designed, and include good lighting as well as access elements (e.g. ramps for persons with disabilities).
- Secure and convenient bicycle storage should be provided as part of all non-residential development.

Transit Access and Connections

- Safe, convenient and direct pedestrian pathways should be provided between all types of transit stops and buildings.
- Pathways should be designed such that pedestrians do not cross parking lots/structures to reach a building.
- Bus shelters should be provided at transit stops that protect patrons from the weather, are safe, easy to maintain, and relatively vandal-proof.

Vehicular Access and Connections

- Avoid direct access from parking structures onto major arterial roads.

Parking Areas

- Parking should be provided in either above or underground structures, with limited parking areas at the sides or back of buildings. If it is not possible to accommodate parking structures behind or beside buildings, minimize parking in front of buildings.
- Locate priority parking spaces for car/vanpools close to the employee entrance of the building or parking structure to encourage ride-sharing.
- Integrate the design of parking structures with that for the building served.
- Parking structures, as well as adjacent areas, should be landscaped to create a visually attractive environment.
- Parking lots should be screened to control the view and visual impact from the street right-of-way, adjacent development, and buildings being served by the lot. Plant materials, walls, fences or earth berms should be used.
- Interior parking lot landscaping should be provided. Large parking lots should be sub-divided into smaller lots by using planting areas as dividers.

Buffers

- Use natural landscaping to create edges and provide a buffer to define developments.
- Provide significant vegetated buffers in situations where non-residential development on the periphery of the Suburban Center or Transit Station Area is adjacent to existing residential neighborhoods.
- Screen from public view rooftop mechanical equipment, materials storage, utility substations and other similar items.

Lighting

- Develop coordinated lighting plans for all development complexes, in order to reinforce the complex's identity and provide a congruent appearance.
- Provide exterior lighting that enhances nighttime safety and circulation, as well as highlights key landmark features.
- Design lighting in a manner that focuses lighting directly onto parking/driving areas and sidewalks, such that lighting for a development does not project beyond the development's boundary. Utilization of fully shielded lighting fixtures is desirable in order to minimize the occurrence of glare, light trespass, and urban sky glow.

Signage

- Coordinated signage plans for all developments are encouraged to emphasize the complex's identity and provide a harmonious appearance.
- Signage should be appropriate for its location and purpose.
- Similar types of signage should be used for developments within a Transit Station Area to facilitate "way-finding" within the TSA."

APPENDIX 7

FAIRFAX COUNTY, VIRGINIA

MEMORANDUM

TO: Barbara A. Byron, Director
Zoning Evaluation Division, DPZ

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

SUBJECT: **ENVIRONMENTAL ASSESSMENT** for: RZ/FDP 2003-HM-046;
TST Woodland, L.L.C. PCA 2000- HM-044;
PCA 77-C-098-05; PCA 80-C-029-07

DATE: 21 June 2004

The applications propose to rezone approximately 20.9 acres of land from the I-4 (Industrial) District to the PDC (Planned Development Commercial) District to allow for a mixed-use development which will include retail, residential and office. The subject property is part of a larger development known as Woodland Park. This memorandum, prepared by Mary Ann Welton, AICP, includes citations from the Comprehensive Plan that list and explain environmental policies for this property. Plan citations are followed by a discussion of environmental concerns including a description of potential impacts that may result from the proposed development as depicted on the revised development plan, dated April 26, 2004. 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.

COMPREHENSIVE PLAN CITATIONS:

The Comprehensive Plan is the basis for the evaluation of this application. The assessment of the proposal for conformity with the environmental recommendations of the Comprehensive Plan is guided by the following citations from the Plan:

The Fairfax County Comprehensive Plan, Policy Plan, 2003 Edition, Environment section as amended through August 5, 2002, pages 5 through 7, states:

"**Objective 2:** **Prevent and reduce pollution of surface and groundwater resources. Protect and restore the ecological integrity of streams in Fairfax County.**

Policy a. Maintain a best management practices (BMP) program for Fairfax County and ensure that new development and redevelopment complies with the County's best management practice (BMP) requirements. . . .

Policy k. For new development and redevelopment, apply low-impact site design techniques such as those described below, and pursue commitments to reduce stormwater runoff volumes and peak flows, to increase groundwater recharge, and to increase preservation of undisturbed areas. In order to minimize the impacts that new development and redevelopment projects may have on the County's streams, some or all of the following practices should be considered where not in conflict with land use compatibility objectives:

- Minimize the amount of impervious surface created.
- Site buildings to minimize impervious cover associated with driveways and parking areas and to encourage tree preservation.
- Where feasible, convey drainage from impervious areas into pervious areas.
- Encourage cluster development when designed to maximize protection of ecologically valuable land.
- Encourage the preservation of wooded areas and steep slopes adjacent to stream valley EQC areas.
- Encourage fulfillment of tree cover requirements through tree preservation instead of replanting where existing tree cover permits. Commit to tree preservation thresholds that exceed the minimum Zoning Ordinance requirements.
- Where appropriate, use protective easements in areas outside of private residential lots as a mechanism to protect wooded areas and steep slopes.
- Encourage the use of open ditch road sections and minimize subdivision street lengths, widths, use of curb and gutter sections, and overall impervious cover within cul-de-sacs, consistent with County and State requirements.
- Encourage the use of innovative BMPs and infiltration techniques of stormwater management where site conditions are appropriate, if consistent with County requirements.

- Apply nonstructural best management practices and bioengineering practices where site conditions are appropriate, if consistent with County requirements.
- Encourage shared parking between adjacent land uses where permitted.
- Where feasible and appropriate, encourage the use of pervious parking surfaces in low-use parking areas.
- Maximize the use of infiltration landscaping within streetscapes consistent with County and State requirements.

Development proposals should implement best management practices to reduce runoff pollution and other impacts. Preferred practices include: those which recharge groundwater when such recharge will not degrade groundwater quality; those which preserve as much undisturbed open space as possible; and, those which contribute to ecological diversity by the creation of wetlands or other habitat enhancing BMPs, consistent with State guidelines and regulations."

The Fairfax County Comprehensive Plan, Policy Plan, 2003 Edition, Environment section as amended through August 5, 2002, page 8, states:

"**Objective 3:** **Protect the Potomac Estuary and the Chesapeake Bay from the avoidable impacts of land use activities in Fairfax County.**

Policy a. Ensure that new development and redevelopment complies with the County's Chesapeake Bay Preservation Ordinance."

The Fairfax County Comprehensive Plan, Policy Plan, 2003 Edition, Environment section as amended through August 5, 2002, pages 9 and 10, states:

"Transportation generated noise impacts the lives of many who live in the County. Some County residents are subjected to unhealthful levels of noise from highway traffic, aircraft operations and railroads, including WMATA's Metrorail ... Federal agencies with noise mitigation planning responsibilities have worked with the health community to establish maximum acceptable levels of exposure (Guidelines for Considering Noise in Land Use Planning and Control). These guidelines expressed in terms of sound pressure levels are; DNL 65 dBA for outdoor activity areas, DNL 50 dBA for office environments, and DNL 45 dBA for residences, schools, theaters and other noise sensitive uses. While the federal guidelines consider all land uses to be compatible with noise levels below DNL 65 dBA, they are not proscriptive as they relate to local land use decisions. Further, it is known that

adverse noise impacts can occur at levels below DNL 65 dBA and that there may be variability among communities in responses to such noise.

Objective 4: **Minimize human exposure to unhealthful levels of transportation generated noise.**

Policy a: Regulate new development to ensure that people are protected from unhealthful levels of transportation noise.

New development should not expose people in their homes, or other noise sensitive environments, to noise in excess of DNL 45 dBA, or to noise in excess of DNL 65 dBA in theoutdoor recreation areas of homes. To achieve these standards new residential development in areas impacted by highway noise between DNL 65 and 75 dBA will require mitigation. New residential development should not occur in areas with projected highway noise exposures exceeding DNL 75 dBA. Because recreation areas cannot be screened from aircraft noise and because adverse noise impacts can occur at levels below DNL 65 dBA, in order to avoid exacerbating noise and land use conflicts and to further the public health, safety and welfare, new residential development should not occur in areas with projected aircraft noise exposures exceeding DNL 60 dBA. Where new residential development does occur near Washington Dulles International Airport, disclosure measures should be provided."

The Fairfax County Comprehensive Plan, Policy Plan, 2003 Edition, Environment section as amended through August 5, 2002, page 10, states:

"Increasing urbanization requires that care be taken to reduce unfocused emissions of light and that efforts be made to avoid creating sources of glare which may interfere with residents' and/or travelers' visual acuity.

Objective 5: **Minimize light emissions to those necessary and consistent with general safety.**

Policy a. Recognize the nuisance aspects of unfocused light emissions."

The Fairfax County Comprehensive Plan, Policy Plan, 2003 Edition, Environment section as amended through August 5, 2003, pages 9 and 10, states:

"Objective 6: **Ensure that new development either avoids problem soil areas, or implements appropriate engineering measures to protect existing and new structures from unstable soils.**

Policy a: Limit densities on slippage soils, and cluster development away from slopes and potential problem areas.

Policy b: Require new development on problem soils to provide appropriate engineering measures to ensure against geotechnical hazards."

The Fairfax County Comprehensive Plan, 2003 Edition, Policy Plan as amended through August 5, 2002, page 15, states:

> "The retention of environmental amenities on developed and developing sites is also important. The most visible of these amenities is the County's tree cover. It is possible to design new development in a manner that preserves some of the existing vegetation in landscape plans. It is also possible to restore lost vegetation through replanting. An aggressive urban forestry program could retain and restore meaningful amounts of the County's tree cover.
>
> **Objective 11: Conserve and restore tree cover on developed and developing sites. Provide tree cover on sites where it is absent prior to development.**
>
> Policy a: Protect and restore the maximum amount of tree cover on developed and developing sites consistent with planned land use and good silvicultural practices ..."

ENVIRONMENTAL ANALYSIS:

This section characterizes the environmental concerns raised by an evaluation of this site and the proposed land use. Solutions are suggested to remedy the concerns that have been identified by staff. There may be other acceptable solutions. Particular emphasis is given to opportunities provided by this application to conserve the County's remaining natural amenities.

ANALYSIS:

Water Quality Best Management Practices: This application is part of a larger development known as Woodland Park. Consequently, water quality and water quantity requirements may be accommodated by existing facilities which have already been developed for Woodland Park. Note #13 on the development plan indicates that a stormwater facility located south of Sunrise Valley Road will address the southern portion Woodland Park East, and that water quality and quantity requirements for the eastern portion of this development will be accommodated by facilities proposed in the eastern aspect of Woodland Park. The applicant has not provided any other descriptive information regarding how water quality and quantity requirements for this 20.9 acre portion of Woodland Park will be addressed. Given that this application seeks to change the approved land uses for the subject property, the applicant is encouraged to provide information and verification on how this proposal will meet water quality and quantity requirements. Specifically, the applicant is requested to provide a narrative and appropriate supporting materials which include the drainage pattern for the property, adequate outfall information, capacity documentation and

verification from the Department of Public Works and Environmental Services for offsite treatment of runoff from this development.

Lighting: Very little detail has been provided by the applicant regarding proposed lighting for this development. In accordance with the Policy Plan policy to minimize unfocused light emissions and to ensure conformance with the Reston Herndon Suburban Center and Transit Station Area Design Guidelines, the applicant is encouraged to provide more specific information regarding proposed lighting for all aspects of the development.

Soils: The Soil Survey for Fairfax County and the development plan indicate that the subject property is characterized by the following soil types: Calverton (76), Croton (80) and Brecknock (57). Both the Calverton and Croton soil type may pose development issues with respect to foundation support and subsurface drainage. The applicant should be advised that a geotechnical study may be required to address these issues. Croton is also considered to be a hydric soil. Hydric soil is one parameter which is evaluated in determining the presence of jurisdictional wetlands. In the event that this development proposal has an impact on a jurisdictional non-tidal wetland, then the applicant must demonstrate compliance with § 404 of the Clean Water Act which is administered by the Corps of Engineers and/or the Virginia Department of Environmental Quality.

Transportation Generated Noise: Highway Noise: A highway noise analysis was performed for the Dulles Toll Road (Route 267). This analysis produced the following noise contour projections (note DNL dBA is equivalent to dBA L_{dn}):

65 dBA L_{dn}	700 feet from centerline
70 dBA L_{dn}	325 feet from centerline

A proposed play field falls within the 65-70 dBA L_{dn} noise impact area and may be adversely affected by projected traffic noise. The applicant is encouraged to relocate the 22,000 square foot play area to another portion of the site outside the 65-70 dBA L_{dn} noise impact area or situate the play area such that a structure provides shielding from noise impacts from the Dulles Toll Road.

This property is located approximately two (2) miles east of Dulles Airport beyond the 60 decibel airport noise impact area. However, the applicant should provide full disclosure to future residents regarding the proximity of this development to Dulles Airport.

Tree Preservation/Restoration: Note # 21 of the development plan indicates that the site will be completely cleared of all vegetation. In accordance with the Comprehensive Plan policy to restore vegetation to developing sites, the applicant is encouraged to provide a comprehensive landscape plan for the site.

Trails Plan Map: The Trails Plan Map depicts a major regional trail on the south side of the Dulles Toll Road adjacent to the subject property. Sheet #3 of the development plan depicts the Countywide trail on the development plan. Note #9 on Sheet #2 incorrectly states that the Comprehensive Plan places no trails requirement on the subject property. The applicant should be

advised that the Area III volume of the Comprehensive Plan under the Reston Herndon Suburban Center and Transit Station Areas provides guidance on pedestrian connections; please refer to the Land Use Analysis which includes this Plan guidance.

PGN: MAW

FAIRFAX COUNTY, VIRGINIA

MEMORANDUM

TO: Barbara A. Byron, Director
Zoning Evaluation Division, DPZ

FROM: Angela Kadar Rodeheaver, Chief
Site Analysis Section, DOT

FILE: 3-4, (RZ 2003-HM-046) (RZ 2000-HM-044) (RZ 77-C-098) (RZ 80-C-028)

SUBJECT: Transportation Impact

REFERENCE: FDP 2003-HM-046, PCA 2000-HM-044, PCA77-C-098-05 and PCA 80-C-028-07
Traffic Zone: 1732
Land Identification Map: 16-4 ((1)) parts of 42, 43, 44, 45, and 46

DATE: June 29, 2004

The following comments reflect the analyses of the Department of Transportation. These comments are based on the generalized development plan revised to June 8, 2004 and draft proffers dated June 8, 2004.

The applicant, TST Woodland, LLC, has submitted several concurrent applications. RZ/FDP 2003-HM-046 proposes to rezone 20.94 acres previously subject to RZ 77-C-098 and RZ 80-C-028 from the I-4 to the PDC District. PCA/FDPA 2000-HM-044 requests a partial PCA/FDPA to modify the proffered site layout. PCA 77-C-098-5 requests permission to delete 12.82 acres from proffers associated with parcels located in the northeastern portion of the Woodland Park development. PCA 80-C-028-6, requests to delete 8.11 acres from proffers which apply to development in the southeastern portion of the Woodland Park development. The acreage deleted from previously submitted plans and proffers will be subject to the draft proffers submitted with RZ 2003-HM-046.

The majority of transportation issues have been addressed by the applicant. However, the following minor issues should be adequately addressed prior to a favorable consideration of the application.

1. Modification of the commitment to provide traffic signals. Draft proffer 9 refers to commitments to provide traffic signals. The latest revisions to the proffers terminate this

obligation upon site plan approval for the sixth office building. Previous draft proffer submissions extended this time frame to final bond release. ***The new time frame can not be supported by this department***. The commitment to provide signals should again extend to time of final bond release.

The commitments to transportation demand management (TDM) are weak and should be revised as noted below.

2. The reference in draft proffer 11 regarding TDM's should be clarified to apply to *the a.m. and p.m.* peak periods. In addition, the last sentence should be modified to read, "Strategies implemented shall include, *but not be limited to,* the following..."

3. Regarding TDM reports to demonstrate achievement of a 15 % reduction for office trips, the commitment in the third paragraph of draft proffer 13. h. should be revised so that the reports... "*will be developed in consultation with DOT and* submitted to DOT for review *and approval.*

4. Regarding TDM commitments for residential uses, the last sentence in draft proffer 12, first paragraph should also be revised to..."include, *but not be limited to,* the following..."

5. The last paragraph in draft proffer 12 commits to a contribution of $40.00 per occupied dwelling unit if a 15% reduction in trip generation has not been achieved. This amount is *not* sufficient to allow for significant changes in the TDM program. A contribution of *at least $200.00 per unit* would be appropriate and should be provided by the applicant. A commitment to provide financial penalties for office uses, if reductions are not achieved, should also be provided.

6. Draft proffer 14 should be revised to commit to two bus shelters in locations deemed appropriate by the Department of Transportation at time of site plan review, rather than one shelter along Monroe Street and one along Sunrise Valley Drive.

7. A sidewalk should be provided along both sides of the private street identified as Woodland Point Avenue between Building 12 and the circular drive in front of Building 13.

This department would not object to a waiver of the maximum length of private streets as requested on development note 20F or to a waiver of the service drive requirement along the Dulles Toll Road as requested in note 20C.

AKR/CAA

cc: Michelle Brickner, Director, Office of Site Development Services, Department of Public Works and Environmental Services

APPENDIX 9

FAIRFAX COUNTY, VIRGINIA

MEMORANDUM

TO: Staff Coordinator
Zoning Evaluation Division, OCP

DATE: May 3, 2004

FROM: Gilbert Osei-Kwadwo (Tel: 324-5025)
System Engineering & Monitoring Division
Office of Waste Management, DPW

SUBJECT: Sanitary Sewer Analysis Report

REFERENCE: Application No. RZ/FDP 2003-HM-046

Tax Map No. 016-4- /01/ / 42PT.,43, 44 PT., 45 PT., 46 PT.

The following information is submitted in response to your request for a sanitary sewer analysis for the above referenced application:

1. The application property is located in the HORSEPEN CREEK (A1/A2) Watershed. It would be sewered into the **Blue Plains** Treatment Plant.

2. Based upon current and committed flow, excess capacity is available at this time. For purposes of this report, committed flow shall be deemed as for which fees have been previously paid, building permits have been issued, or priority reservations have been established in accordance with the context of the Blue Plains Agreement of 1984. No commitment can be made, however, as to the availability of treatment capacity for the development of the subject property. Availability of treatment capacity will depend upon the current rate of construction and the timing for development of this site.

3. An existing 8, 10-12 inch pipe lines located in Sunrise Valley Drive and Corporate Park Drive respectively and between 20-35 feet from the property are adequate for the proposed use at this time.

4. The following table indicates the condition of all related sewer facilities and the total effect of this application.

Sewer Network	Existing Use + Application		Existing Use + Application + Previous Rezonings		Existing Use + Application + Comp Plan	
	Adeq.	Inadeq.	Adeq.	Inadeq.	Adeq.	Inadeq.
Collector	X		X		X	
Submain	X		X		X	
Main/Trunk	X		X		X	
Interceptor						
Outfall						

5. Other Pertinent information or comments: Copper Crossing, Dulles Corner, Fox Mill Heights, and Sycamore Ridge reimbursement charges are applicable.

APPENDIX 10

FAIRFAX COUNTY WATER AUTHORITY

8570 EXECUTIVE PARK AVENUE – P.O. BOX 1500

MERRIFIELD, VIRGINIA 22116-0815

PLANNING AND ENGINEERING DIVISION
C. DAVID BINNING, P.E., DIRECTOR

TELEPHONE
(703) 289-6325

FACSIMILE
(703) 289-6382

March 11, 2004

Ms. Barbara A. Byron, Director
Zoning Evaluation Division
Fairfax County Department of Planning and Zoning
12055 Government Center Parkway
Suite 801
Fairfax, Virginia 22035-5505

Re: RZ 03-HM-046
FDP 03-HM-046
Water Service Analysis

Dear Ms. Byron:

The following information is submitted in response to your request for a water service analysis for the above application:

1. The property is located within the Fairfax County Water Authority service area.

2. Adequate domestic water service is available at the site from existing 12-inch and 16-inch water mains located at the property. See the enclosed property map and Generalized Development Plan.

3. Depending upon the configuration of the on-site water mains, additional water main extensions may be necessary to satisfy fire flow requirements and accommodate water quality concerns.

If you have any questions regarding this information please contact me at (703) 289-6302.

Sincerely,

Jamie Bain Hedges, P.E.
Manager, Planning Department

Enclosures (as noted)

T.M. 16-3

T.M. 16-4

RZ 2003-HM-046

APPENDIX 11

FAIRFAX COUNTY, VIRGINIA

MEMORANDUM

March 1, 2004

TO: Barbara Byron, Director
Zoning Evaluation Division
Office of Comprehensive Planning

FROM: **Michael Torres** (246-3968)
Planning Section
Fire and Rescue Department

SUBJECT: Fire and Rescue Department Preliminary Analysis for Rezoning Application RZ 2003-HM-046 and Final Development Plan FDP 2003-HM-046

The following information is submitted in response to your request for a preliminary Fire and Rescue Department analysis for the subject:

1. The application property is serviced by the Fairfax County Fire and Rescue Department Station **#2 Herndon**

2. After construction programmed for FY 20__, this property will be serviced by the fire station planned for the_____.

3. In summary, the Fire and Rescue Department considers that the subject rezoning application property:

   _X_a. currently meets fire protection guidelines.

   ___b. will meet fire protection guidelines when a proposed fire station becomes fully operational.

   ___c. does not meet current fire protection guidelines without an additional facility; however, a future station is projected for this area.

   ___d. does not meet current fire protection guidelines without an additional facility. The application property is ____ of a mile outside the fire protection guidelines. No new facility is currently planned for this area.

APPENDIX 12

FAIRFAX COUNTY, VIRGINIA

MEMORANDUM

TO: Barbara Byron, Director
Zoning Evaluation Division
Department of Planning and Zoning

DATE: 6/28/2004

FROM: Carl Bouchard, Director
Stormwater Planning Division
Department of Public Works & Environmental Services

SUBJECT: Review of **RZ2003-HM-046, Woodland Park East** Site Data: 20.94 acres
TST Woodland LLC I-4 to PDC
016-4-01-00-0042 Horsepen Creek

1. The following Stormwater Planning Division (SWPD) and the Planning and Design Division (PDD) recommendations are based on their involvement in the below listed programs and are not intended to constitute total County input for these general topics. It is understood that the current requirements pertaining to Federal, State and County regulations, including the County Code, Zoning Ordinance and the Public Facilities Manual will be fully complied with throughout the development process. The SWPD and PDD recommendations are to be considered additional measures over and above the minimum current regulations.

- SWPD Drainage recommendations: **Applicant shall: 1) Ensure off-site facility is designed to provide detention for this site per PFM 6-0300; 2) Ensure runoff is adequately conveyed to off-site facility per PFM 6-0200; 3) Obtain written permission to use the offsite facility for detention; 4) enter into a private maintenance agreement for private facilities; and 5) Provide a temporary on-site stormwater facility until the off-site facility is off bond (if it is not currently off bond).**
- **Applicant shall ensure that the on-site underground detention is designed to in accordance with PFM section 6-0300.**

Note: Retention and/or detention could be achieved by using some of the following specific Low Impact Development (LID) techniques: 1) Use raingardens and/or infiltration trenches along parking lots and in medians to filter the run off from pavement; 2) Use raingardens or infiltration ditches throughout the property to break up stormwater flow; 3) Create grassy swales to carry stormwater; 4) Use porous pavers in driveways, paths, and in visitor parking areas, and do not use curb and gutter on parking bays; and 5) Consider implementing either an extensive or intensive green roof on new buildings. Using these LID techniques will increase infiltration into the ground on the site, reduce the amount of impervious area on the site, reduce discharge velocities leaving the site, increase time of concentration on the site, and provide disconnectivity for runoff from impervious areas.

- Stream Protection Strategy Baseline Report 2001 Recommendations: **This site is in the "Watershed Restoration Level I" management category as determined by the Stream Protection Strategy Baseline Report 2001. The primary goal of this category is to re-establish healthy biological communities by taking measures to identify and remedy cause(s) of stream degradation both broad-scale and site-specific. In this regard, this site should be developed with water quality enhancing projects including BMPs and LID, and downstream corridor restoration projects should be considered.**
- Perennial streams Recommendation: **None.**
- Drainage Complaints (PDD): **There are no downstream complaints on file with PDD, relevant to this proposed development.**
- Other PDD recommendation: **None.**

CEB/RZ2003-HM-046

RS/JB

Date: 3/2/04 **Case #** RZ-03-HM-046

Map: 16-4 **PU** 3704
Acreage: 12.93
Rezoning
From : I-4 **To:** PDC

TO: County Zoning Evaluation Branch (DPZ)
FROM: FCPS Facilities Planning (246-3609)
SUBJECT: Schools Impact Analysis, Rezoning Application

The following information is submitted in response to your request for a school impact analysis of the referenced rezoning application.

I. Schools that serve this property, their current total memberships, net operating capacities, and five year projections are as follows:

School Name and Number	Grade Level	9/30/03 Capacity	9/30/03 Membership	2004-2005 Membership	Memb/Cap Difference 2004-2005	2007-2008 Membership	Memb/Cap Difference 2007-2008
McNair 3335	K-6	680	997	1069	-389	1246	-566
Carson 3171	7-8	1250	1109	1094	156	1171	79
Westfield 2240	9-12	2500	2915	3106	-606	3100	-600

II. The requested rezoning could increase or reduce projected student membership as shown in the following analysis:

School Level (by Grade)	Unit Type	Proposed Zoning			Unit Type	Existing Zoning			Student Increase/ Decrease	Total Students
		Units	Ratio	Students		Units	Ratio	Students		
K-6	HR	225	X.063	14	-	-	-	-	14	14
7-8	HR	225	X.011	2	-	-	-	-	2	2
9-12	HR	225	X.028	6	-	-	-	-	6	6

Source: FY 2004-2008, Facilities Planning Services Office Enrollment Projections
Note: Five-year projections are those currently available and will be updated yearly. School attendance areas subject to yearly review.

Comments

Based on the approved proffer guidelines the 22 students generated by this rezoning would justify a $165,000 proffer for schools. (22 students x $ 7,500 per student)

The foregoing information does not take into account the potential impacts of other proposals pending that could affect the same schools.

APPENDIX 14

FAIRFAX COUNTY PARK AUTHORITY

MEMORANDUM

TO: Barbara A. Byron, Director
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Lynn S. Tadlock, Director KIRK HOLLEY FOR
Planning and Development Division

DATE: June 24, 2004

SUBJECT: **REVISED REPORT:** RZ/FDP 2003-HM-046
TST Woodland, L.L.C./Woodland Park East
Tax Map Numbers: 16-4((1)) 42 pt, 43 pt, 44 pt., 45, and 46 pt.

BACKGROUND

The Fairfax County Park Authority (FCPA) staff has reviewed the proposed Development Plan dated January 2004, for the above referenced application. The Development Plan and proffers dated June 8, 2004 would result in approximately 225 new homes. The proposal will add approximately 466 residents to the current population of the Hunter Mill District.

COMPREHENSIVE PLAN CITATIONS

1. **Park Services and New Development** **(The Policy Plan, Parks and Recreation Objective 4, p. 180)**

"Maximize both the required and voluntary dedication, development, and renovation of lands and facilities for parks and recreation to help ensure an equitable distribution of these resources commensurate with development throughout the County."

Policy a: "Provide neighborhood park facilities on private open space in quantity and design consistent with County standards; or at the option of the County, contribute a pro-rata share to establish neighborhood park facilities in the vicinity…"

Policy b: "Mitigate the cumulative impacts of development that exacerbate or create deficiencies of Community Park facilities in the vicinity. The extent of facilities, land or contributions to be provided shall be in general

accordance with the proportional impact on identified facility needs as determined by adopted County standards. Implement this policy through application of the Criteria for Assignment of Appropriate Development Intensity."

2. **Reston-Herndon Suburban Center** **(Area III Upper Potomac Planning District)**

"Encourage the creation of additional parks, open space and recreation areas..."(Major Objectives, page 4 of 128)...

"Provide adequate facilities ... and recreational programs for all segments of the community." (District-Wide Recommendations, page 4 of 128)

"Current deficiencies in active recreation facilities will be exacerbated by the large population growth projected for the western part of the district. ...Cooperative public/private sector strategies should be pursued to locate recreation facilities to serve the adult workforce in proximity to employment centers." (District-Wide Recommendations, page 18 of 128)

"Mixed-use developments should create a viable, quality living environment with active recreational facilities and other amenities for residents." (Sub-unit B-1, page 31 of 128)

"The development of this sub-unit should incorporate recreational amenities for future employees (and residents if residential development is included) such as jogging paths, exercise stations, and volley ball courts that are appropriate to the mix of employees/residents and their needs." (Sub-unit B-1, page 31 of 128).

ANALYSIS AND RECOMMENDATIONS

The Upper Potomac Planning District of the Fairfax Comprehensive Plan recognizes a shortage of active recreational facilities for both the workforce from the commercial uses and the residential development. The Parks and Recreational Needs Assessment further clarifies the nature of these park deficiencies. The applicant is proposing to construct a mixed-use development with a new residential and retail component (the office buildings shown were previously approved). The Park Authority's primary concern is the impacts to park and recreational facilities of the proposed new residential and retail uses.

The 225 new homes on this site would add approximately 466 residents to the current population of the Hunter Mill District. Currently, there are no parks located in the Dulles Corridor area. There is a significant need for all types of parkland in this area. The Dulles Corridor area is underserved by parkland as compared to other areas of the County. The impacts of existing, approved, and pending residential development in this region generate the need for almost 500 acres of parkland.

Existing nearby parks (Floris Community Center, Frying Pan Park, Floris School site, Hutchinson School site, and Stratton Woods) meet only a small fraction of the demand for parkland generated by residential development in the Dulles Corridor. Besides parkland, the recreational facilities in greatest need in this area include two indoor gymnasiums, two reservable picnic shelters w/amenities, an additional adult softball field, and a neighborhood skate park and trails. New residential uses on this site should only be permitted subject to the development offsetting the impact of the proposal on parks and recreational.

There is too much ambiguity to the size, type, and location of recreational facilities proposed within this development. The Park Authority's previous report identified the need for an open play area approximately 100 feet by 200 feet. The open play area should be a rectangular, relatively level grass field (approximately 2% slope) to accommodate unscheduled play such as ball kicking/tossing and frisbee. The area designated as "playfield with natural space" does not seem suitable due to its location adjacent to the Dulles Toll Road (noise concerns), limitations of shape, size, and access, co-location of the sand volleyball court, and designation of the area as "natural space." The Development Plan and proffers should be revised to clearly indicate that a variety of park and recreational experiences will be provided onsite with equal-access to all residents and employees.

FCPA staff is concerned with proposed Proffer "15C", which states subject to security/leasing requirements, an unprogrammed playfield and sand volleyball court shall be provided. In light of the severe shortage of parkland in this area, it is important that the unprogrammed playfield and sand volleyball courts be open for use by any of the residents or workforce of this development.

The tot lot shown on the Development Plan is undersized and is not provided for within the proffers. In this location, there is a need for a playground facility to serve a wider range of children rather than a standard tot-lot. Proffer 15(b) should be revised to reference a "playground" rather than a "tot-lot."

Based on the Zoning Ordinance Sections 6-110 and 16-404, the applicant shall provide $955 per non-ADU (affordable dwelling unit) residential unit for outdoor recreational facilities to serve the development population. The Ordinance-required contribution for the residential uses proposed is $214,875.

The $955 per unit funds required by Ordinance offset only a portion of the impact to provide recreational facilities for the new residents generated by this development. Typically, a large portion if not all of the Ordinance-required funds are used for outdoor recreational amenities onsite (such as an outdoor pool and tot lots). As a result, the Park Authority is not compensated for the increased demands caused by residential development for other recreational facilities that the Park Authority must provide (such as picnic areas, ballfields, and basketball courts). In order to offset the additional impacts of the residential portion of this development on park facilities, the applicant should provide an additional $123,490 to the Park Authority for recreational facility development at one or more of our sites located within the service area of this development. The impact on recreational facilities of the residential development is $338,365.

In addition to the residential development impact on recreational services and facilities, there is also an impact by the proposed commercial development. The Comprehensive Plan for the Reston-Herndon area calls for non-residential development to contribute toward offsetting that impact. Recent monetary contributions for commercial development in Suburban Centers have averaged twenty-seven cents per square foot. Applying this rate to the proposed 140,000 square feet of new retail uses proposed on this site, the suggested contribution for the development is $37,800.

In full, the impact of the proposed development is $376,165. Proposed recreational amenities onsite can be credited toward the Ordinance-required contribution of $214,875. Any portion of the $214,875 not spent onsite should be added to the policy-guided contribution of $161,290 and dedicated to the Park Authority for ball field and other facility improvements at parks in the area.

cc: Kirk Holley, Manager, Planning and Park Planning Branch
Michael Rierson, Manger, Resource Protection Group, FCPA
Pam Nee, DPZ
Chron Binder
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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.

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 planned development district, 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.

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.

RESIDENTIAL DEVELOPMENT CRITERIA

Fairfax County expects new residential development to enhance the community by: fitting into the fabric of the neighborhood, respecting the environment, addressing transportation impacts, addressing impacts on other public facilities, being responsive to our historic heritage, contributing to the provision of affordable housing and, being responsive to the unique site specific considerations of the property. To that end, the following criteria are to be used in evaluating zoning requests for new residential development. The resolution of issues identified during the evaluation of a specific development proposal is critical if the proposal is to receive favorable consideration.

Where the Plan recommends a possible increase in density above the existing zoning of the property, achievement of the requested density will be based, in substantial part, on whether development related issues are satisfactorily addressed as determined by application of these development criteria. Most, if not all, of the criteria will be applicable in every application; however, due to the differing nature of specific development proposals and their impacts, the development criteria need not be equally weighted. If there are extraordinary circumstances, a single criterion or several criteria may be overriding in evaluating the merits of a particular proposal. Use of these criteria as an evaluation tool is not intended to be limiting in regard to review of the application with respect to other guidance found in the Plan or other aspects that the applicant incorporates into the development proposal. Applicants are encouraged to submit the best possible development proposals. In applying the Residential Development Criteria to specific projects and in determining whether a criterion has been satisfied, factors such as the following may be considered:

- the size of the project
- site specific issues that affect the applicant's ability to address in a meaningful way relevant development issues
- whether the proposal is advancing the guidance found in the area plans or other planning and policy goals (e.g. revitalization).

When there has been an identified need or problem, credit toward satisfying the criteria will be awarded based upon whether proposed commitments by the applicant will significantly advance problem resolution. In all cases, the responsibility for demonstrating satisfaction of the criteria rests with the applicant.

1. Site Design:

All rezoning applications for residential development should be characterized by high quality site design. Rezoning proposals for residential development, regardless of the proposed density, will be evaluated based upon the following principles, although not all of the principles may be applicable for all developments.

a) *Consolidation:* Developments should provide parcel consolidation in conformance with any site specific text and applicable policy recommendations of the

Comprehensive Plan. Should the Plan text not specifically address consolidation, the nature and extent of any proposed parcel consolidation should further the integration of the development with adjacent parcels. In any event, the proposed consolidation should not preclude nearby properties from developing as recommended by the Plan.

b) *Layout:* The layout should:

- provide logical, functional and appropriate relationships among the various parts (e. g. dwelling units, yards, streets, open space, stormwater management facilities, existing vegetation, noise mitigation measures, sidewalks and fences);
- provide dwelling units that are oriented appropriately to adjacent streets and homes;
- include usable yard areas within the individual lots that accommodate the future construction of decks, sunrooms, porches, and/or accessory structures in the layout of the lots, and that provide space for landscaping to thrive and for maintenance activities;
- provide logical and appropriate relationships among the proposed lots including the relationships of yards, the orientation of the dwelling units, and the use of pipestem lots;
- provide convenient access to transit facilities;
- Identify all existing utilities and make every effort to identify all proposed utilities and stormwater management outfall areas; encourage utility collocation where feasible.

c) *Open Space:* Developments should provide usable, accessible, and well-integrated open space. This principle is applicable to all projects where open space is required by the Zoning Ordinance and should be considered, where appropriate, in other circumstances.

d) *Landscaping:* Developments should provide appropriate landscaping: for example, in parking lots, in open space areas, along streets, in and around stormwater management facilities, and on individual lots.

e) *Amenities:* Developments should provide amenities such as benches, gazebos, recreational amenities, play areas for children, walls and fences, special paving treatments, street furniture, and lighting.

2. Neighborhood Context:

All rezoning applications for residential development, regardless of the proposed density, should be designed to fit into the community within which the development is to be located. Developments should fit into the fabric of their adjacent neighborhoods, as evidenced by an evaluation of:

- transitions to abutting and adjacent uses;
- lot sizes, particularly along the periphery;
- bulk/mass of the proposed dwelling units;

- setbacks (front, side and rear);
- orientation of the proposed dwelling units to adjacent streets and homes;
- architectural elevations and materials;
- pedestrian, bicycle and vehicular connections to off-site trails, roadways, transit facilities and land uses;
- existing topography and vegetative cover and proposed changes to them as a result of clearing and grading.

It is not expected that developments will be identical to their neighbors, but that the development fit into the fabric of the community. In evaluating this criterion, the individual circumstances of the property will be considered: such as, the nature of existing and planned development surrounding and/or adjacent to the property; whether the property provides a transition between different uses or densities; whether access to an infill development is through an existing neighborhood; or, whether the property is within an area that is planned for redevelopment.

3. Environment:

All rezoning applications for residential development should respect the environment. Rezoning proposals for residential development, regardless of the proposed density, should be consistent with the policies and objectives of the environmental element of the Policy Plan, and will also be evaluated on the following principles, where applicable.

a) *Preservation:* Developments should conserve natural environmental resources by protecting, enhancing, and/or restoring the habitat value and pollution reduction potential of floodplains, stream valleys, EQCs, RPAs, woodlands, wetlands and other environmentally sensitive areas.

b) *Slopes and Soils:* The design of developments should take existing topographic conditions and soil characteristics into consideration.

c) *Water Quality:* Developments should minimize off-site impacts on water quality by commitments to state of the art best management practices for stormwater management and low-impact site design techniques.

d) *Drainage:* The volume and velocity of stormwater runoff from new development should be managed in order to avoid impacts on downstream properties. Where drainage is a particular concern, the applicant should demonstrate that off-site drainage impacts will be mitigated and that stormwater management facilities are designed and sized appropriately. Adequate drainage outfall should be verified, and the location of drainage outfall (onsite or offsite) should be shown on development plans.

e) *Noise:* Developments should protect future and current residents and others from the adverse impacts of transportation generated noise.

f) *Lighting:* Developments should commit to exterior lighting fixtures that minimize neighborhood glare and impacts to the night sky.

g) *Energy:* Developments should use site design techniques such as solar orientation and landscaping to achieve energy savings, and should be designed to encourage and facilitate walking and bicycling.

4. Tree Preservation and Tree Cover Requirements:

All rezoning applications for residential development, regardless of the proposed density, should be designed to take advantage of the existing quality tree cover. If quality tree cover exists on site as determined by the County, it is highly desirable that developments meet most or all of their tree cover requirement by preserving and, where feasible and appropriate, transplanting existing trees. Tree cover in excess of ordinance requirements is highly desirable. Proposed utilities, including stormwater management and outfall facilities and sanitary sewer lines, should be located to avoid conflicts with tree preservation and planting areas.

5. Transportation:

All rezoning applications for residential development should implement measures to address planned transportation improvements. Applicants should offset their impacts to the transportation network. Accepted techniques should be utilized for analysis of the development's impact on the network. Residential development considered under these criteria will range widely in density and, therefore, will result in differing impacts to the transportation network. Some criteria will have universal applicability while others will apply only under specific circumstances. Regardless of the proposed density, applications will be evaluated based upon the following principles, although not all of the principles may be applicable.

a) *Transportation Improvements:* Residential development should provide safe and adequate access to the road network, maintain the ability of local streets to safely accommodate traffic, and offset the impact of additional traffic through commitments to the following:

- Capacity enhancements to nearby arterial and collector streets;
- Street design features that improve safety and mobility for non-motorized forms of transportation;
- Signals and other traffic control measures;
- Development phasing to coincide with identified transportation improvements;
- Right-of-way dedication;
- Construction of other improvements beyond ordinance requirements;
- Monetary contributions for improvements in the vicinity of the development.

b) *Transit/Transportation Management:* Mass transit usage and other transportation measures to reduce vehicular trips should be encouraged by:

- Provision of bus shelters;
- Implementation and/or participation in a shuttle bus service;
- Participation in programs designed to reduce vehicular trips;
- Incorporation of transit facilities within the development and integration of transit with adjacent areas;
- Provision of trails and facilities that increase safety and mobility for non-motorized travel.

c) *Interconnection of the Street Network: Vehicular connections between neighborhoods should be provided, as follows:*

- Local streets within the development should be connected with adjacent local streets to improve neighborhood circulation;
- When appropriate, existing stub streets should be connected to adjoining parcels. If street connections are dedicated but not constructed with development, they should be identified with signage that indicates the street is to be extended;
- Streets should be designed and constructed to accommodate safe and convenient usage by buses and non-motorized forms of transportation;
- Traffic calming measures should be implemented where needed to discourage cut-through traffic, increase safety and reduce vehicular speed;
- The number and length of long, single-ended roadways should be minimized;
- Sufficient access for public safety vehicles should be ensured.

d) *Streets:* Public streets are preferred. If private streets are proposed in single family detached developments, the applicant shall demonstrate the benefits for such streets. Applicants should make appropriate design and construction commitments for all private streets so as to minimize maintenance costs which may accrue to future property owners. Furthermore, convenience and safety issues such as parking on private streets should be considered during the review process.

e) *Non-motorized Facilities:* Non-motorized facilities, such as those listed below, should be provided:

- Connections to transit facilities;
- Connections between adjoining neighborhoods;
- Connections to existing non-motorized facilities;
- Connections to off-site retail/commercial uses, public/community facilities, and natural and recreational areas;
- An internal non-motorized facility network with pedestrian and natural amenities, particularly those included in the Comprehensive Plan;
- Offsite non-motorized facilities, particularly those included in the Comprehensive Plan;
- Driveways to residences should be of adequate length to accommodate passenger vehicles without blocking walkways;
- Construction of non-motorized facilities on both sides of the street is preferred. If construction on a single side of the street is proposed, the applicant shall demonstrate the public benefit of a limited facility.

f) *Alternative Street Designs:* Under specific design conditions for individual sites or where existing features such as trees, topography, etc. are important elements, modifications to the public street standards may be considered.

6. Public Facilities:

Residential development impacts public facility systems (i.e., schools, parks, libraries, police, fire and rescue, stormwater management and other publicly owned community facilities). These impacts will be identified and evaluated during the development review process. For schools, a methodology approved by the Board of Supervisors, after input and recommendation by the School Board, will be used as a guideline for determining the impact of additional students generated by the new development.

Given the variety of public facility needs throughout the County, on a case-by-case basis, public facility needs will be evaluated so that local concerns may be addressed.

All rezoning applications for residential development are expected to offset their public facility impact and to first address public facility needs in the vicinity of the proposed development. Impact offset may be accomplished through the dedication of land suitable for the construction of an identified public facility need, the construction of public facilities, the contribution of specified in-kind goods, services or cash earmarked for those uses, and/or monetary contributions to be used toward funding capital improvement projects. Selection of the appropriate offset mechanism should maximize the public benefit of the contribution.

Furthermore, phasing of development may be required to ensure mitigation of impacts.

7. Affordable Housing:

Ensuring an adequate supply of housing for low and moderate income families, those with special accessibility requirements, and those with other special needs is a goal of the County. Part 8 of Article 2 of the Zoning Ordinance requires the provision of Affordable Dwelling Units (ADUs) in certain circumstances. Criterion #7 is applicable to all rezoning applications and/or portions thereof that are not required to provide any Affordable Dwelling Units, regardless of the planned density range for the site.

a) *Dedication of Units or Land:* If the applicant elects to fulfill this criterion by providing affordable units that are not otherwise required by the ADU Ordinance: a maximum density of 20% above the upper limit of the Plan range could be achieved if 12.5% of the total number of single family detached and attached units are provided pursuant to the Affordable Dwelling Unit Program; and, a maximum density of 10% or 20% above the upper limit of the Plan range could be achieved if 6.25% or 12.5%, respectively of the total number of multifamily units are provided to the Affordable Dwelling Unit Program. As an alternative, land, adequate and ready to be developed for an equal number of units may be provided to the Fairfax County Redevelopment and Housing Authority or to such other entity as may be approved by the Board.

b) *Housing Trust Fund Contributions:* Satisfaction of this criterion may also be achieved by a contribution to the Housing Trust Fund or, as may be approved by the Board, a monetary and/or in-kind contribution to another entity whose mission is to provide affordable housing in Fairfax County, equal to 0.5% of the value of all of the units approved on the property except those that result in the provision of ADUs. This contribution shall be payable prior to the issuance of the first building permit. For for-sale projects, the percentage set forth above is based upon the aggregate sales price of all of the units subject to the contribution, as if all of those units were sold at the time of the issuance of the first building permit, and is estimated through comparable sales of similar type units. For rental projects, the amount of the contribution is based upon the total development cost of the portion of the project subject to the contribution for all elements necessary to bring the project to market, including land, financing, soft costs and construction. The sales price or development cost will be determined by the Department of Housing and Community Development, in consultation with the Applicant and the Department of Public Works and Environmental Services. If this criterion is fulfilled by a contribution as set forth in this paragraph, the density bonus permitted in a) above does not apply.

8. Heritage Resources:

Heritage resources are those sites or structures, including their landscape settings, that exemplify the cultural, architectural, economic, social, political, or historic heritage of the County or its communities. Such sites or structures have been 1) listed on, or determined eligible for listing on, the National Register of Historic Places or the Virginia Landmarks Register; 2) determined to be a contributing structure within a district so listed or eligible for listing; 3) located within and considered as a contributing structure within a Fairfax County Historic Overlay District; or 4) listed on, or having a reasonable potential as determined by the County, for meeting the criteria for listing on, the Fairfax County Inventories of Historic or Archaeological Sites.

In reviewing rezoning applications for properties on which known or potential heritage resources are located, some or all of the following shall apply:

a) Protect heritage resources from deterioration or destruction until they can be documented, evaluated, and/or preserved;

b) Conduct archaeological, architectural, and/or historical research to determine the presence, extent, and significance of heritage resources;

c) Submit proposals for archaeological work to the County for review and approval and, unless otherwise agreed, conduct such work in accordance with state standards;

d) Preserve and rehabilitate heritage resources for continued or adaptive use where feasible;

e) Submit proposals to change the exterior appearance of, relocate, or demolish historic structures to the Fairfax County Architectural Review Board for review and approval;

f) Document heritage resources to be demolished or relocated;

g) Design new structures and site improvements, including clearing and grading, to enhance rather than harm heritage resources;

h) Establish easements that will assure continued preservation of heritage resources with an appropriate entity such as the County's Open Space and Historic Preservation Easement Program; and

i) Provide a Fairfax County Historical Marker or Virginia Historical Highway Marker on or near the site of a heritage resource, if recommended and approved by the Fairfax County History Commission.

ROLE OF DENSITY RANGES IN AREA PLANS

Density ranges for property planned for residential development, expressed generally in terms of dwelling units per acre, are recommended in the Area Plans and are shown on the Comprehensive Plan Map. Where the Plan text and map differ, the text governs. In defining the density range:

- the "base level" of the range is defined as the lowest density recommended in the Plan range, i.e., 5 dwelling units per acre in the 5-8 dwelling unit per acre range;
- the "high end" of the range is defined as the base level plus 60% of the density range in a particular Plan category, which in the residential density range of 5-8 dwelling units per acre would be considered as 6.8 dwelling units per acre and above; and,
- the upper limit is defined as the maximum density called for in any Plan range, which, in the 5-8 dwelling unit per acre range would be 8 dwelling units per acre.
- In instances where a range is not specified in the Plan, for example where the Plan calls for residential density up to 30 dwelling units per acre, the density cited in the Plan shall be construed to equate to the upper limit of the Plan range, and the base level shall be the upper limit of the next lower Plan range, in this instance, 20 dwelling units per acre.

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 in the zoning district if the site were developed as a conventional subdivision. See 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 s 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 be 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 staggared 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
ADU	Affordable Dwelling Unit
ARB	Architectural Review Board
BMP	Best Management Practices
BOS	Board of Supervisors
BZA	Board of Zoning Appeals
COG	Council of Governments
CBC	Community Business Center
CDP	Conceptual Development Plan
CRD	Commercial Revitalization District
DOT	Department of Transportation
DP	Development Plan
DPWES	Department of Public Works and Environmental Services
DPZ	Department of Planning and Zoning
DU/AC	Dwelling Units Per Acre
EQC	Environmental Quality Corridor
FAR	Floor Area Ratio
FDP	Final Development Plan
GDP	Generalized Development Plan
GFA	Gross Floor Area
HCD	Housing and Community Development
LOS	Level of Service
Non-RUP	Non-Residential Use Permit
OSDS	Office of Site Development Services, DPWES
PCA	Proffered Condition Amendment
PD	Planning Division
PDC	Planned Development Commercial
PDH	Planned Development Housing
PFM	Public Facilities Manual
PRC	Planned Residential Community
RMA	Resource Management Area
RPA	Resource Protection Area
RUP	Residential Use Permit
RZ	Rezoning
SE	Special Exception
SP	Special Permit
TDM	Transportation Demand Management
TMA	Transportation Management Association
TSA	Transit Station Area
TSM	Transportation System Management
UP & DD	Utilities Planning and Design Division, DPWES
VC	Variance
VDOT	Virginia Dept. of Transportation
VPD	Vehicles Per Day
VPH	Vehicles per Hour
WMATA	Washington Metropolitan Area Transit Authority
ZAD	Zoning Administration Division, DPZ
ZED	Zoning Evaluation Division, DPZ
ZPRB	Zoning Permit Review Branch