



APPLICATION ACCEPTED: March 20, 2015
PLANNING COMMISSION: October 14, 2015
BOARD OF SUPERVISORS: October 20, 2015 at 3:00 p.m.

County of Fairfax, Virginia

September 30, 2015

STAFF REPORT

PCA 2006-SU-025-02;
CDPA 2006-SU-025; &
FDPA 2006-SU-025-02

SULLY DISTRICT

APPLICANT: Regency Centers Acquisition, LLC

PRESENT ZONING: PDC (Planned Development Commercial District) and WS (Water Supply Protection Overlay District)

REQUESTED ZONING: PDC (Planned Development Commercial District) and WS (Water Supply Protection Overlay District)

PARCEL: 44-1 ((1)) 6 (part)

ACREAGE: 20.97 acres

FAR: 0.20

OPEN SPACE: 16%

PLAN MAP: Mixed Use

PROPOSAL: To amend 20.97 acres of RZ 2006-SU-025, previously approved for a mixed-use development of 100.81 acres, to permit 186,000 sq. ft. of retail uses at an overall FAR of 0.20, including a retail establishment-large of approximately 140,000 sq. ft. and approximately 46,000 sq. ft. of eating establishment/shopping center uses.

WS



Joe Gorney

Department of Planning and Zoning
Zoning Evaluation Division
12055 Government Center Parkway, Suite 801
Fairfax, Virginia 22035-5505
Phone 703-324-1290, FAX 703-324-3924
www.fairfaxcounty.gov/dpz/



STAFF RECOMMENDATIONS:

Staff recommends approval of PCA 2006-SU-025-02, subject to the execution of proffers consistent with those contained in Appendix 1.

Staff recommends approval of FDPA 2006-SU-025-02, subject to the proposed development conditions contained in Appendix 2.

Staff recommends approval of the deviation to the Tree Preservation Target, in favor of the alternatives as shown on the proposed plan and as conditioned.

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

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

The approvals of these applications do not interfere with, abrogate, or annul any easement, covenants, or other agreements between parties, as they may apply to the properties subject to these applications.

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.



**Conceptual Development Plan Amendment
CDPA 2006-SU-025**

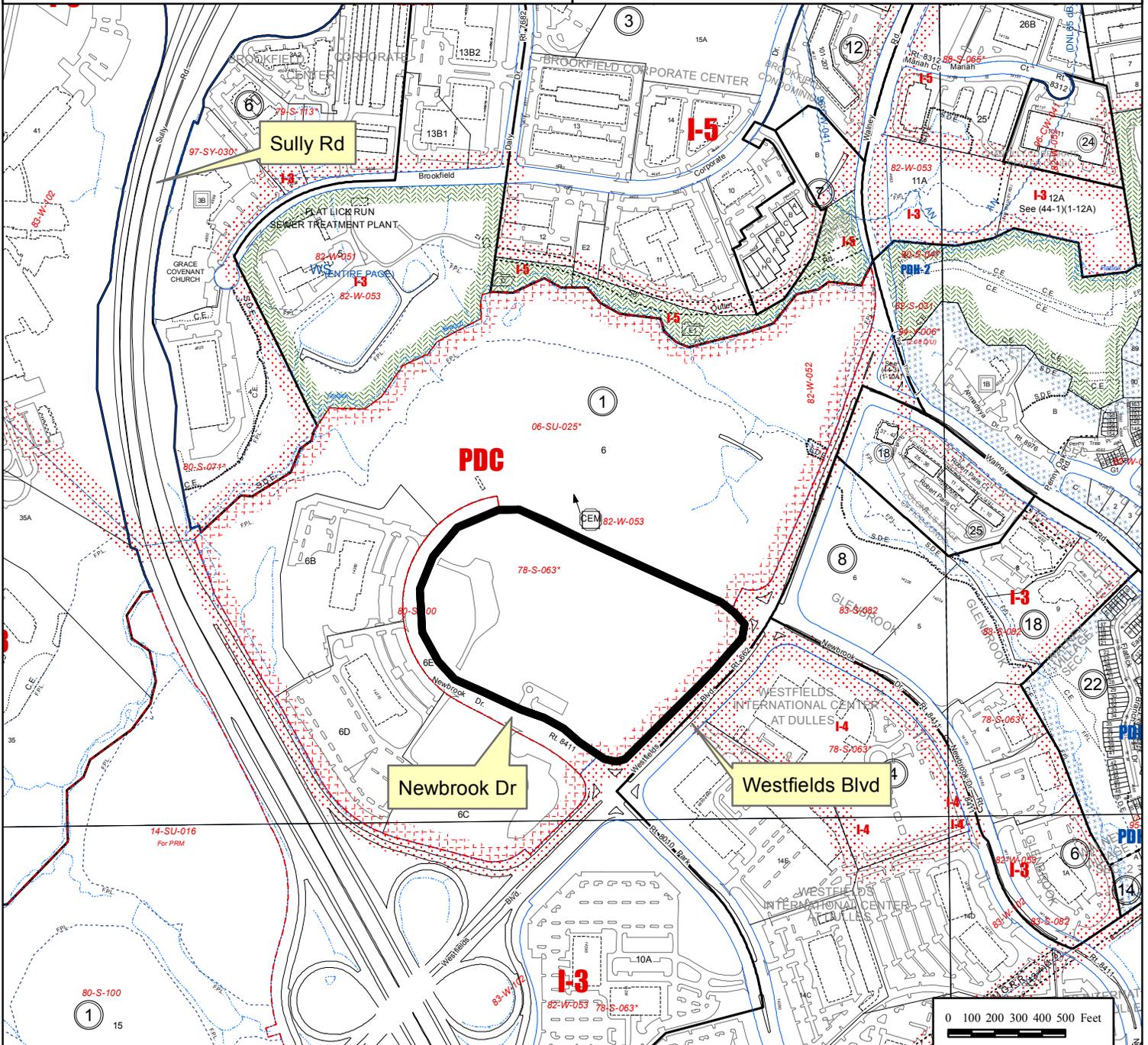
**Proffered Condition Amendment/ Final Development Plan Amendment
PCA/FDPA 2006-SU-025-02**

Applicant: REGENCY CENTERS ACQUISITION, LLC
 Accepted: 03/20/2015
 Proposed: MIXED USE
 Area: 20.97 AC OF LAND; DISTRICT - SULLY
 Zoning Dist Sect:
 Located: NORTHEAST QUADRANT OF THE INTERSECTION OF NEWBROOK DRIVE AND WESTFIELDS BOULEVARD APPROXIMATELY 1250 FEET EAST OF SULLY ROAD

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Zoning: PDC
 Overlay Dist: WS
 Map Ref Num: 044-1- /01/ /0006 (pt)

Zoning: PDC
 Overlay Dist: WS
 Map Ref Num: 044-1- /01/ /0006 (pt)



**APPLICATION AREA
SITE TABULATION (LAND BAYS B AND C)**

◆ EXISTING ZONING: PDC (PLANNED DEVELOPMENT COMMERCIAL)	
◆ TOTAL LAND AREA OF THE ORIGINAL CDP/FDP (RZ 2006-SU-025)	±100.81 AC
◆ LAND AREA OF SUBJECT CDPA/FDPA	±20.97 AC
◆ TOTAL PROPOSED GROSS FLOOR AREA	186,000 SF (MAX)
EATING ESTABLISHMENTS/ SHOPPING CENTER USES	±46,000 SF
SECONDARY USES (BUILDINGS 1-5)	
RETAIL SALES ESTABLISHMENT-LARGE (BUILDING 6)	±140,000 SF
◆ MAXIMUM PERMITTED FLOOR AREA RATIO (FAR) (TOTAL SITE)	1.5
◆ MAXIMUM PROPOSED FLOOR AREA RATIO (FAR) (SUBJECT AREA)	0.20
◆ PARKING SPACES REQUIRED	
RETAIL SALES ESTABLISHMENT-LARGE	560
SHOPPING CENTER (1)	184
TOTAL PARKING REQUIRED	744
◆ PARKING SPACES PROVIDED	±1,036
◆ LOADING SPACES REQUIRED	13
◆ LOADING SPACES PROVIDED	13
◆ OPEN SPACE REQUIRED	15% (±3.1 AC)
◆ OPEN SPACE PROVIDED	±16% (±3.3 AC)
◆ MAXIMUM PROPOSED BUILDING HEIGHT(2)	±45'

(1) PARKING FOR EATING ESTABLISHMENTS IS NOT INCLUDED IN THE SHOPPING CENTER PARKING STANDARD AS IDENTIFIED IN PARAGRAPH 23 OF SECTION 11-104 OF THE ZONING ORDINANCE. INCLUSION OF ANY EATING ESTABLISHMENTS IN THE TENANCY OF THE CENTER WILL REQUIRE A DEMONSTRATION OF THE ADEQUACY OF PARKING BASED ON THE APPLICABLE STANDARDS OF SECTION 11-104.

(2) THE PROPOSED GROCERY STORE WILL HAVE A CLOCK TOWER AT A MAXIMUM HEIGHT OF 80 FEET WHICH IS EXCLUDED FROM THE MAXIMUM HEIGHT REQUIREMENTS PURSUANT TO SECT. 2-506 OF THE ZONING ORDINANCE.

TABULATION LAND BAY B

◆ LAND AREA	±7.23 AC
◆ TOTAL PROPOSED GROSS FLOOR AREA	±46,000 SF
◆ PROPOSED FLOOR AREA RATIO	0.10
◆ PARKING SPACES REQUIRED (EATING ESTABLISHMENT/ SHOPPING CENTER USES)	184
◆ PARKING SPACES PROVIDED	±320
◆ LOADING SPACES REQUIRED	5
◆ LOADING SPACES PROVIDED	5
◆ OPEN SPACE PROVIDED	±24% (±1.7 AC)

TABULATION LAND BAY C

◆ LAND AREA	±13.74 AC
◆ TOTAL PROPOSED GROSS FLOOR AREA (RETAIL SALES ESTABLISHMENT-LARGE)	140,000 SF
◆ PROPOSED FLOOR AREA RATIO	0.27
◆ PARKING SPACES REQUIRED (RETAIL SALES ESTABLISHMENT-LARGE)	560
◆ PARKING SPACES PROVIDED	±716
◆ LOADING SPACES REQUIRED	8
◆ LOADING SPACES PROVIDED	8
◆ OPEN SPACE PROVIDED	±12% (±1.6 AC)

**COMMONWEALTH CENTRE
OVERALL LAND AREA
(PROVIDED FOR INFORMATIONAL PURPOSES ONLY)**

◆ TOTAL SITE AREA (COMMONWEALTH CENTRE):	±100.81 AC
◆ LAND BAY A & D (OFFICE):	±74.16 AC
◆ LAND BAY B & C (RETAIL/SECONDARY USES):	±20.97 AC
◆ LAND BAY E & F (NEWBROOK DRIVE):	±5.65 AC
◆ TOTAL PROPOSED GROSS FLOOR AREA	1,262,500 SF
OFFICE	1,076,500 SF
RETAIL/ SHOPPING CENTER USES	46,000 SF
SECONDARY USES (RETAIL SALES ESTABLISHMENT - LARGE)	140,000 SF
◆ FLOOR AREA RATIO	0.28
◆ OPEN SPACE	±52.00 AC (51%)

GENERAL NOTES

- THE PROPERTY THAT IS THE SUBJECT OF THIS PROFFERED CONDITION AMENDMENT (PCA)/CONCEPTUAL DEVELOPMENT PLAN AMENDMENT (CDPA) AND FINAL DEVELOPMENT PLAN AMENDMENT (FDPA) APPLICATION IS IDENTIFIED ON THE FAIRFAX COUNTY TAX MAP AS 044-1 ((1)) PART OF PARCEL 5. THE PCA/CDPA/FDPA APPLICATION LAND AREA CONSISTS OF APPROXIMATELY 20.97 ACRES AND IS ZONED TO THE PDC DISTRICT AND THE WS OVERLAY DISTRICT.
- THE SUBJECT PROPERTY IS OWNED BY COMMONWEALTH CENTRE INVESTORS, LLC. THE APPLICANT REGENCY CENTERS ACQUISITION, LLC IS THE CONTRACT PURCHASER OF THE PROPERTY.
- THE BOUNDARY INFORMATION AND TOPOGRAPHY SHOWN HEREON WAS PREPARED BY BURGESS & NIPLE. THE TOPOGRAPHY SHOWN HEREON IS AT A CONTOUR INTERVAL OF TWO (2) FEET BASED ON AIR SURVEY. BOHLER ENGINEERING DOES NOT ASSUME ANY RESPONSIBILITY FOR DESIGN OR CONSTRUCTION CHANGES CAUSED BY INACCURACIES IN THE BOUNDARY OR TOPOGRAPHIC INFORMATION.
- THERE ARE NO UTILITY EASEMENTS HAVING A WIDTH OF 25 FEET OR MORE LOCATED ON THE SUBJECT PROPERTY.
- THE EXISTING VEGETATION MAP AND CONCEPTUAL LANDSCAPE PLAN IDENTIFIES TREES TO BE PRESERVED ALONG WESTFIELDS BOULEVARD. A TREE PRESERVATION PLAN WILL BE SUBMITTED AT TIME OF SITE PLAN.
- THE PROPOSED DEVELOPMENT OF THE PROPERTY WILL COMMENCE AS SOON AS REQUISITE PLANS AND PERMITS ARE APPROVED AND SUBJECT TO MARKET CONDITIONS. THE DEVELOPMENT MAY BE PHASED.
- A STATEMENT OF THE PUBLIC IMPROVEMENTS PROPOSED AND THE TIMING OF SUCH IMPROVEMENTS WILL BE INCLUDED IN THE PROFFERS.
- THE SUBJECT PROPERTY IS LOCATED WITHIN LAND UNIT J OF THE DULLES SUBURBAN CENTER OF THE COMPREHENSIVE PLAN. THE SITE IS PLANNED FOR OFFICE, CONFERENCE CENTER/ HOTEL, INDUSTRIAL/ FLEX, AND INDUSTRIAL USES. THE BOARD OF SUPERVISORS AUTHORIZED CONSIDERATION OF COMPREHENSIVE PLAN AMENDMENT 2015-III-DS1 TO ALLOW FREESTANDING RETAIL USES WHICH, IF APPROVED, WILL RENDER THIS PROPOSAL IN CONFORMANCE WITH THE COMPREHENSIVE PLAN.
- TO THE BEST OF OUR KNOWLEDGE, THE PROPOSED DEVELOPMENT WILL CONFORM TO THE PROVISIONS OF ALL APPLICABLE ORDINANCES, REGULATIONS, AND ADOPTED STANDARDS.
- THE SUBJECT PROPERTY IS NOT LOCATED WITHIN A RESOURCE PROTECTION AREA OR ENVIRONMENTAL QUALITY CORRIDOR.
- THE PROPERTY SHOWN HEREON IS LOCATED IN THE SULLY DISTRICT, THE UPPER OCCOQUAN SANITARY SEWER DISTRICT AND THE FLATLICK BRANCH WATER SHED.
- THE SITE WILL BE SERVED BY PUBLIC WATER AND SEWER.
- INDIVIDUAL UTILITY PLANS AND PROFILES WILL BE SUBMITTED AT TIME OF SITE PLAN APPROVAL.
- TO THE BEST OF OUR KNOWLEDGE AND BELIEF, THE PROPOSED USES WILL NOT GENERATE, UTILIZE, STORE, TREAT OR DISPOSE OF ANY HAZARDOUS OR TOXIC SUBSTANCES AS SET FORTH IN TITLE 40, CODE OF FEDERAL REGULATIONS PARTS 116.4, 302.4 AND 305; ANY HAZARDOUS WASTE AS SET FORTH IN COMMONWEALTH OF VIRGINIA/DEPARTMENT OF WASTE MANAGEMENT VR 672-10-1-VIRGINIA HAZARDOUS WASTE MANAGEMENT REGULATIONS; AND/OR ANY PETROLEUM PRODUCTS AS DEFINED IN TITLE 40, CODE OF FEDERAL REGULATIONS PART 280.
- THERE ARE NO GRAVE SITES KNOWN TO EXIST ON THE SUBJECT PROPERTY.
- THE PROPOSED DEVELOPMENT HAS BEEN SPECIFICALLY DESIGNED TO PROVIDE HIGH QUALITY LANDSCAPING WITHIN AND AROUND THE PERIPHERY OF THE SUBJECT PROPERTY.
- THERE ARE NO EXISTING STRUCTURES LOCATED ON THE SUBJECT PROPERTY.
- THE COMPREHENSIVE PLAN IDENTIFIES A PEDESTRIAN/BICYCLE TRAIL ALONG EXISTING WESTFIELDS BOULEVARD AND THE EXISTING/PROPOSED NEWBROOK DRIVE WHICH IS SHOWN ON THE GRAPHIC.
- THE STORM WATER MANAGEMENT (SWM) AND BEST MANAGEMENT PRACTICES (BMPs) FOR COMMONWEALTH CENTRE, WHICH INCLUDES THE SUBJECT PROPERTY, HAVE BEEN ADDRESSED BY THE OVERALL SWM/BMP PLAN PREVIOUSLY DESIGNED AND CONSTRUCTED IN ACCORDANCE WITH SITE PLAN 6178-SP-091.
- THERE IS NO ANGLE OF BULK PLANE REQUIREMENT FOR THE PDC DISTRICT.
- AT A MINIMUM, PARKING WILL BE PROVIDED IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 11 OF THE ZONING ORDINANCE. THE NUMBER AND LOCATION OF ACCESSIBLE PARKING SPACES WILL BE DETERMINED AT TIME OF SITE PLAN SUBMISSION AND IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE 11. THE APPLICANT RESERVES THE RIGHT TO ADD OR REDUCE THE NUMBER OF PARKING SPACES FROM THAT SHOWN ON THE GRAPHIC OR TABULATION PROVIDED THE AMOUNT OF PARKING SPACES, OPEN SPACE, AND THE DISTANCE TO LOT LINES STILL MEET CODE REQUIREMENTS.
- PURSUANT TO PAR. 23 OF SECT. 11-104, ANY EATING ESTABLISHMENT MUST DEMONSTRATE CONFORMANCE TO THE APPLICABLE STANDARD FOR THAT USE.
- LOADING SPACES FOR THE PROPOSED DEVELOPMENT WILL BE PROVIDED IN ACCORDANCE WITH THE PROVISIONS SET FORTH IN ARTICLE 11 OF THE ZONING ORDINANCE.
- SIGNAGE FOR THE PROPOSED USES WILL BE IN ACCORDANCE WITH ARTICLE 12 OF THE ZONING ORDINANCE, THE APPROVED COMPREHENSIVE SIGN PLAN CSP 2006-SU-025, OR AS MAY BE APPROVED WITH FUTURE COMPREHENSIVE SIGN PLAN AMENDMENTS.
- IT IS TO BE UNDERSTOOD THAT BUILDING ENVELOPES ARE SHOWN ON THE GRAPHIC RATHER THAN BUILDING FOOTPRINTS. THE PROPOSED BUILDINGS WILL BE CONSTRUCTED WITHIN SAID ENVELOPES WITH THE UNDERSTANDING THAT THE MAXIMUM BUILDING HEIGHTS AND TOTAL PROPOSED GROSS FLOOR AREA FOR THE SUBJECT PROPERTY AS REPRESENTED IN THE TABULATION WILL NOT BE EXCEEDED. THE OPEN SPACE REPRESENTED ON THE GRAPHIC AND THE DIMENSIONS TO THE PERIPHERAL LOT LINES ARE TO BE CONSIDERED MINIMUMS WITH THE UNDERSTANDING THAT ALL DIMENSIONS SHOWN ON THE GRAPHIC ARE SUBJECT TO MINOR MODIFICATION IN ACCORDANCE WITH THE PROVISIONS SET FORTH IN SECT. 16-403 OF THE ZONING ORDINANCE.
- NOTWITHSTANDING THE FACT THAT THE CDPA/FDPA ARE PRESENTED TOGETHER AS ONE DOCUMENT, THE APPLICANT RESERVES THE RIGHT TO FILE FOR ONLY PARTIAL CDPA AND/OR FDPA AMENDMENTS IN THE FUTURE IN ACCORDANCE WITH SECTION 16-401 AND 16-402 OF THE ZONING ORDINANCE.
- A PHASE 1 ARCHAEOLOGICAL SURVEY WAS PREPARED IN CONJUNCTION WITH RZ 2006-SU-025, WHICH INCLUDED THE SUBJECT PROPERTY. THE ARCHAEOLOGICAL SURVEY CONCLUDED THAT NO FURTHER STUDIES OF THE SITE WERE WARRANTED.
- ON-SITE FACILITIES INCLUDE URBAN STREETSCAPE FEATURES SUCH AS ATTRACTIVELY LANDSCAPED SIDEWALKS AND STRATEGICALLY PLACED OPEN SPACE AREAS THAT SERVE AS GATHERING PLACES FOR THE PATRONS AND TENANTS OF THE CENTER WHICH MAY INCLUDE SEATING AREAS AND LANDSCAPING. IT IS UNDERSTOOD THAT ADDITIONAL SITE FEATURES SUCH AS, BUT NOT LIMITED TO, BENCHES, BIKE RACKS, PLANTERS, FLAGPOLES, SIGNS, WALLS, FENCES, LIGHTING FIXTURES AND/OR UTILITY MAINTENANCE STRUCTURES NOT REPRESENTED ON THE GRAPHIC MAY BE PROVIDED AS LONG AS THE RESULTANT PROPOSED DEVELOPMENT IS IN SUBSTANTIAL CONFORMANCE WITH THE ZONING ORDINANCE AND THAT REPRESENTED ON THE GRAPHIC.
- IT IS TO BE UNDERSTOOD THAT DURING THE PHASED CONSTRUCTION, PROPOSED BUILDING SITES MAY BE USED FOR INTERIM SURFACE PARKING AREAS FOR THE ADJACENT USES/BUILDINGS ON THE SITE.
- FINAL ARCHITECTURAL ELEVATIONS ARE NOT AVAILABLE AT THIS TIME. THE CONCEPT VIEWS INCLUDED IN THIS SUBMISSION ARE ILLUSTRATIVE AND MEANT TO CONVEY A SENSE OF SCALE, QUALITY AND DESIGN INTENT ONLY.
- THE APPLICANT RESERVES THE RIGHT TO UTILIZE THE PLAZA AND/OR PARKING AREAS FOR TEMPORARY USES SUCH AS, BUT NOT LIMITED TO, SEASONAL FARMERS MARKETS, FESTIVALS, AND PROMOTIONAL EVENTS SUBJECT TO NECESSARY PERMITS AND/OR APPROVALS.

REVISIONS

REV	DATE	COMMENT	BY
1	03/11/15	REV. PER COUNTY COMMENTS	NTG
2	07/31/15	REV. PER COUNTY COMMENTS	NTG
3	08/28/15	REV. PER COUNTY COMMENTS	NTG
4	09/16/15	REV. PER COUNTY COMMENTS	NTG



THE FOLLOWING STATES REQUIRE NOTIFICATION BY EXCAVATORS, DESIGNERS, OR ANY PERSON PREPARING TO DISTURB THE EARTH'S SURFACE ANYWHERE IN THE STATE OF VIRGINIA, MARYLAND, THE DISTRICT OF COLUMBIA, AND DELAWARE CALL: 811 (NY 1-800-245-6848) (PA 1-800-242-1776) (DC 1-800-287-7777) (VA 1-800-552-7071) (MD 1-800-257-7777) (DE 1-800-292-8555)

NOT APPROVED FOR CONSTRUCTION

PROJECT No.:	S137002
DRAWN BY:	NTG
CHECKED BY:	DBL
DATE:	02/16/15
SCALE:	AS NOTED
CAD I.D.:	SE4

PROJECT:

CDPA/FDPA

FOR

Regency Centers.

LOCATION OF SITE
COMMONWEALTH CENTRE
CHANTILLY
FAIRFAX COUNTY, VA



BOHLER ENGINEERING

22636 DAVIS DRIVE, SUITE 250
STERLING, VIRGINIA 20164
Phone: (703) 709-9500
Fax: (703) 709-9501
VA@BohlerEng.com



COMMONWEALTH OF VIRGINIA
DAVID LOGAN
Lic. No. 43616
09/16/15
PROFESSIONAL ENGINEER

SHEET TITLE:

NOTES AND TABULATION

SHEET NUMBER:

2
OF 18



- LEGEND**
- CANOPY TREE (2" - 3" CAL.)
 - EXISTING TREE TO BE SAVED
 - EVERGREEN TREE (9' - 10' HT.)
 - ORNAMENTAL TREE (2" CAL.)
 - SHRUBS
 - GROUND COVER
 - PERENNIALS/ ORNAMENTAL GRASS
 - PLAZA/ AMENITY AREA (SEE DETAIL SHEET 7)
 - POSSIBLE FUTURE SIGN
 - TREE SAVE AREA - LIMITS OF CLEARING AND GRADING
 - LINEAR OPEN SPACE TO INCLUDE SEATING, FITNESS STATION, INFORMATION KIOSKS, AND/OR PUBLIC ART SEE DETAILS SHEET 6

TWSDesign Inc.
Landscape Architecture

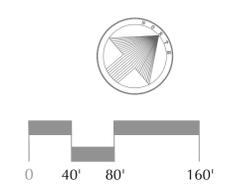
1835 Clovermeadow Drive
Vienna, Virginia 22182
703.938.0308 Fax.800.350.9226



REGENCY CENTERS
1919 GALLOWS ROAD
SUITE 1000
VIENNA, VA 22182
Contact: Nathan Bath



Owner



COMMONWEALTH CENTRE

CDPA / FDPA
Fairfax County, Virginia

Job Name

REVISIONS

No.	Description	Date
4		
3		
2	ADDRESS COUNTY COMMENTS	9/16/15
1	ADDRESS COUNTY COMMENTS	8/28/15

CONCEPTUAL LANDSCAPE PLAN

Drawing Title

Project Number: CC-01
Scale: 1"=80'
Date: August 6, 2015

Sheet No. 4 of 4

NOTE: EXISTING WESTFIELDS BOULEVARD STONE WALL ENTRY FEATURE MAY BE REMOVED OR MODIFIED WITH APPROVAL OF OWNER

THE PLAN PRESENTED ON THIS SHEET IS PRELIMINARY. IT IS PRESENTED TO ILLUSTRATE THE GENERAL CHARACTER OF THE PROPOSED DEVELOPMENT. THE PLAN WILL BE REFINED AND SUBJECT TO CHANGE AT THE TIME OF FINAL ENGINEERING AND DESIGN.

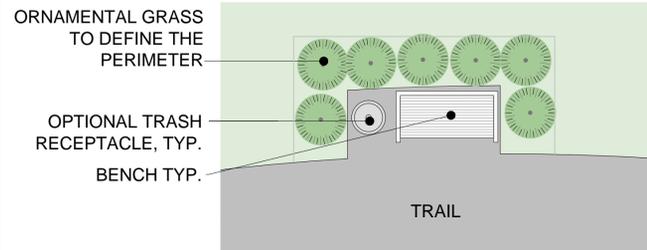
LANDSCAPING IS SUBJECT TO MODIFICATION AT SITE PLAN REVIEW TO ACCOMMODATE SIGHT DISTANCE REQUIREMENTS.

CONCEPTUAL LANDSCAPE PLAN

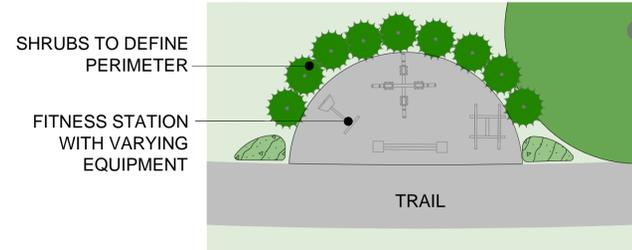
SCALE: 1"=80'

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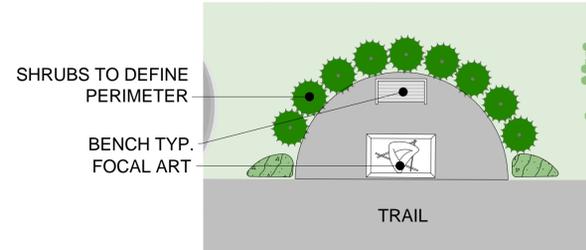
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POSSIBLE SEATING AREA



POSSIBLE FITNESS STATION



POSSIBLE PUBLIC ART

LEGEND

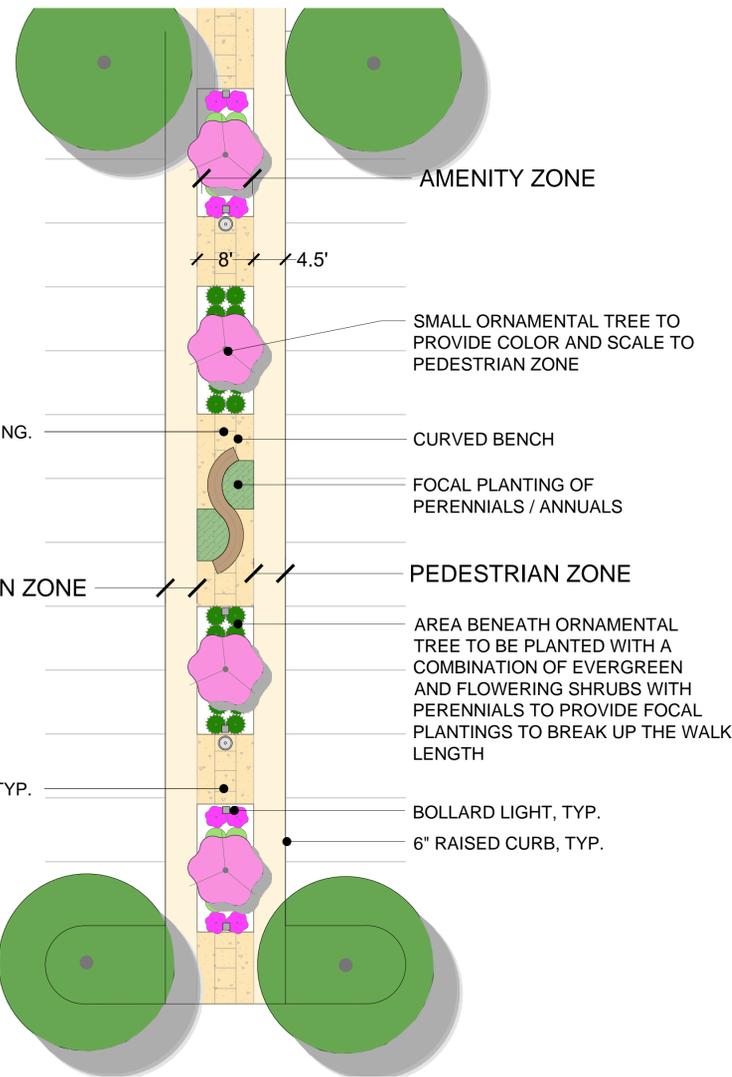
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- EXISTING TREE TO BE SAVED
- EVERGREEN TREE (9' - 10' HT.)
- ORNAMENTAL TREE (2" CAL.)
- SHRUBS
- GROUND COVER
- PERENNIALS/ ORNAMENTAL GRASS
- PLAZA/ AMENITY AREA (SEE DETAIL SHEET 7)
- POSSIBLE FUTURE SIGN

--- TREE SAVE AREA - LIMITS OF CLEARING AND GRADING
--- LINEAR OPEN SPACE FOCAL AREAS TO INCLUDE SEATING, FITNESS STATION, INFORMATION KIOSKS, AND/OR PUBLIC ART SEE DETAILS SHEET 6

B LINEAL OPEN SPACE FOCAL AREAS

TYPICAL FOCAL ELEMENT TO INCLUDE SEATING, FITNESS STATION, INFORMATION KIOSKS, AND/OR PUBLIC ART

NTS



A PEDESTRIAN CONNECTION AMENITY DETAIL

SCALE: 1"=12'

C WESTFIELDS BOULEVARD CORNER TREATMENT (WEST)



NTS

D WESTFIELDS BOULEVARD CORNER TREATMENT (EAST)



NOTE: EXISTING WESTFIELDS BOULEVARD STONE WALL ENTRY FEATURE MAY BE REMOVED OR MODIFIED WITH APPROVAL OF OWNER

NTS



TRAIL BENCH



TRASH RECEPTACLE



POSSIBLE BENCHES FOR PEDESTRIAN CONNECTION AMENITY ZONE



BOLLARD LIGHT



BIKE RACK

E SITE AMENITIES

TWSDesign Inc.
Landscape Architecture

1835 Clovermeadow Drive
Vienna, Virginia 22182
703.938.0308 Fax: 800.350.9226



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COMMONWEALTH CENTRE

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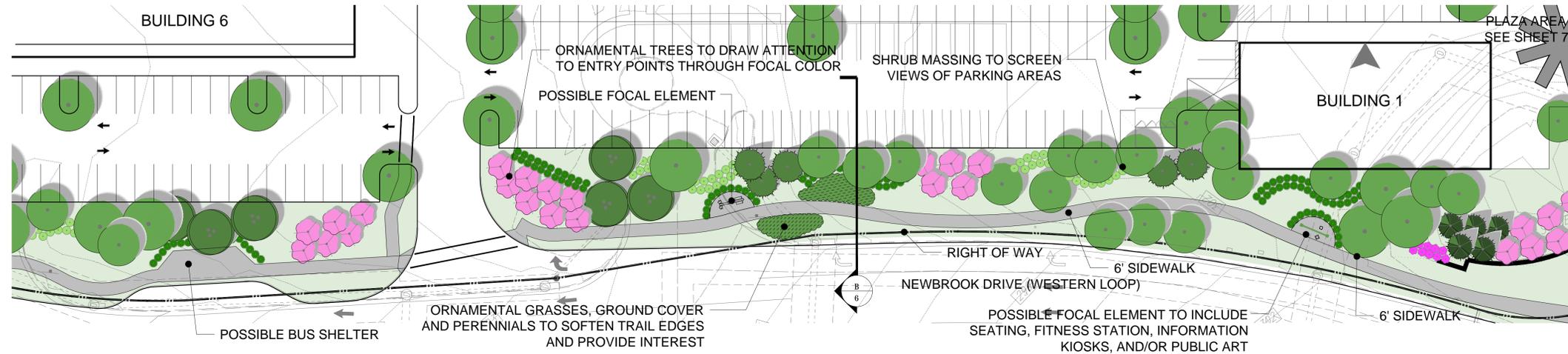
No.	Description	Date
4		
3		
2	ADDRESS COUNTY COMMENTS	9/16/15
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LANDSCAPE DETAILS

Drawing Title

Project Number: CC-01
Scale: 1"=80'
Date: August 6, 2015

Sheet No. of
5



LEGEND

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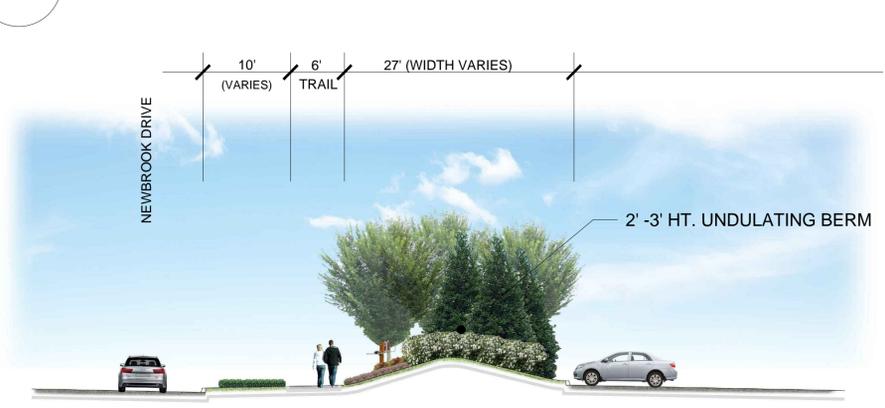
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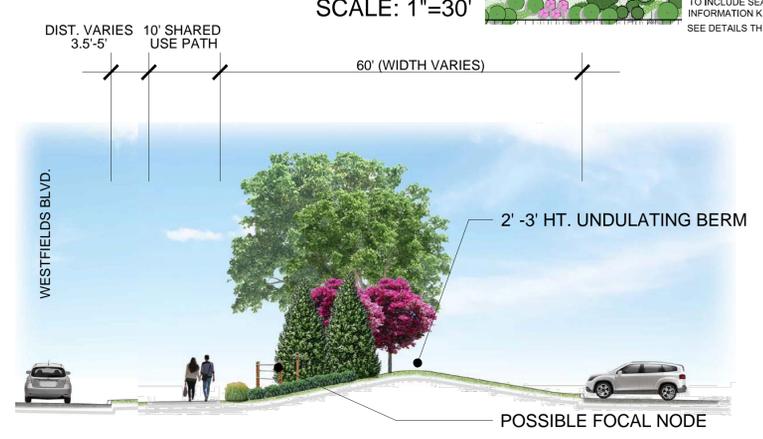
Regency Centers.

C LINEAR OPEN SPACE ALONG NEWBROOK DRIVE (PORTION OF OPEN SPACE)



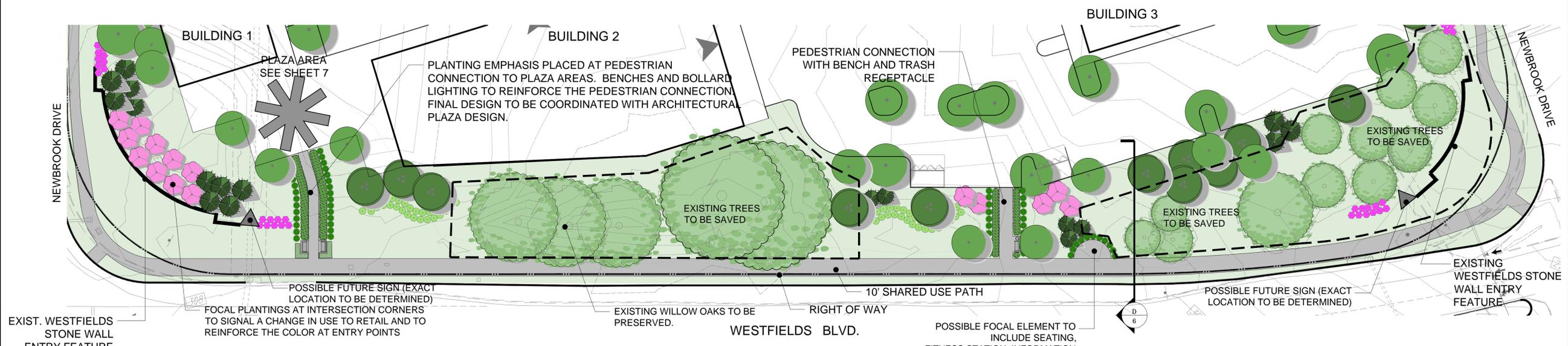
B NEWBROOK DRIVE LINEAR OPEN SPACE SECTION

SCALE: 1"=10'



D WESTFIELDS BOULEVARD LINEAR OPEN SPACE SECTION

SCALE: 1"=10'



A LINEAR OPEN SPACE ALONG WESTFIELDS BOULEVARD

WESTFIELDS BLVD.
SCALE: 1"=30'

NOTE: EXISTING WESTFIELDS BOULEVARD STONE WALL ENTRY FEATURE MAY BE REMOVED OR MODIFIED WITH APPROVAL OF OWNER

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COMMONWEALTH CENTRE

CDPA / FDPA
Fairfax County, Virginia

Job Name

REVISIONS

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Scale: 1"=80'
Date: August 6, 2015

Sheet No. of
6

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NOTES:
THESE DETAILS AND IMAGES PRESENTED ON THIS SHEET ARE PRELIMINARY. THEY ARE PRESENTED TO ILLUSTRATE THE GENERAL CHARACTER OF THE PROPOSED DEVELOPMENT. THE PLAN WILL BE REFINED AND SUBJECT TO CHANGE AT TIME OF FINAL ENGINEERING AND DESIGN.

Revisions

#	Date	Description

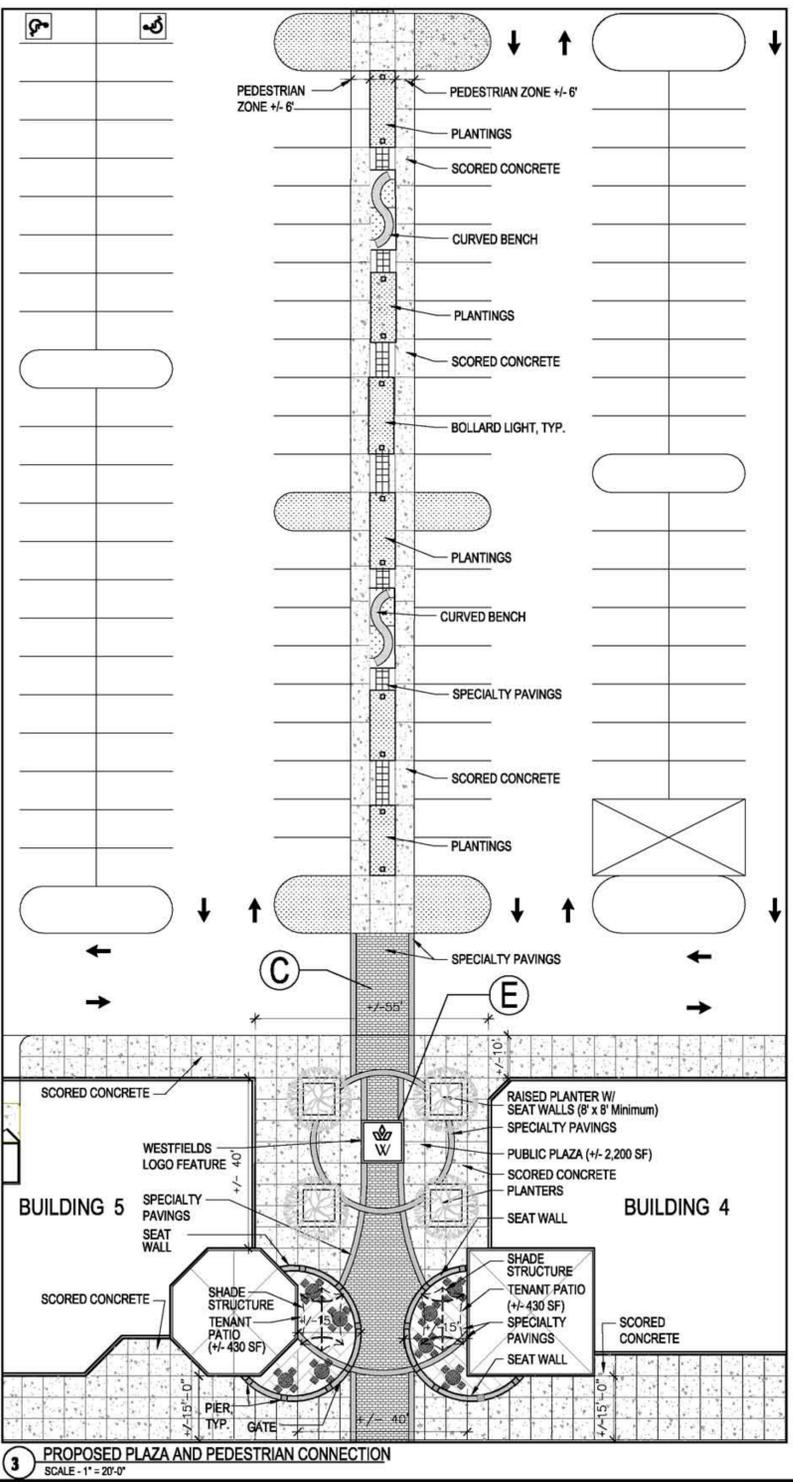
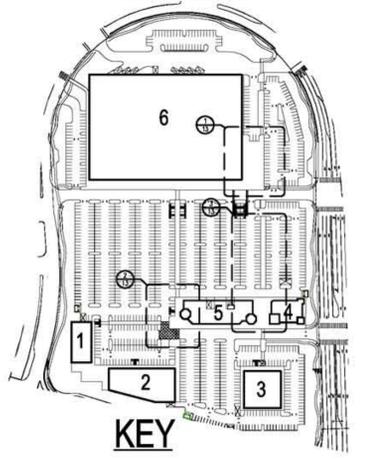
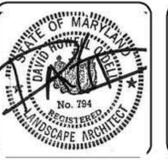
Client:
REGENCY CENTERS

Location:
FAIRFAX COUNTY, VIRGINIA

Project:
COMMONWEALTH CENTER

PLAZA DETAILS

Drawn by: _____
Project No. 13055.00 Date 09/16/15



3 PROPOSED PLAZA AND PEDESTRIAN CONNECTION
SCALE - 1" = 20'-0"



A PIER



B GROCERY PATIO



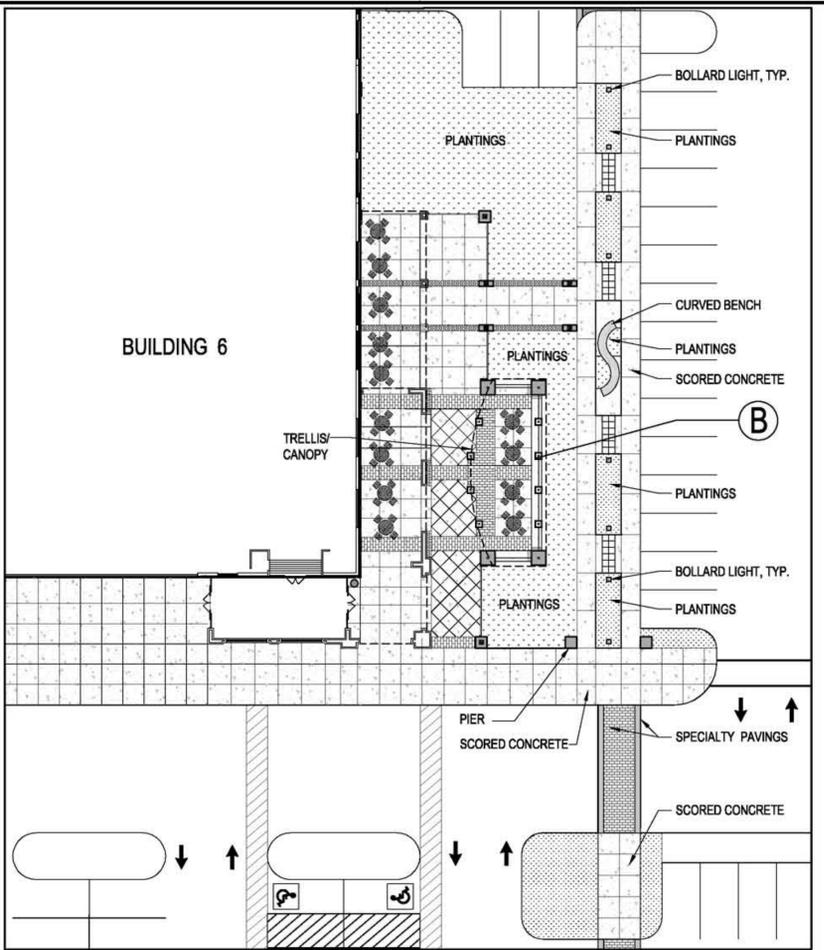
C PEDESTRIAN CROSSING



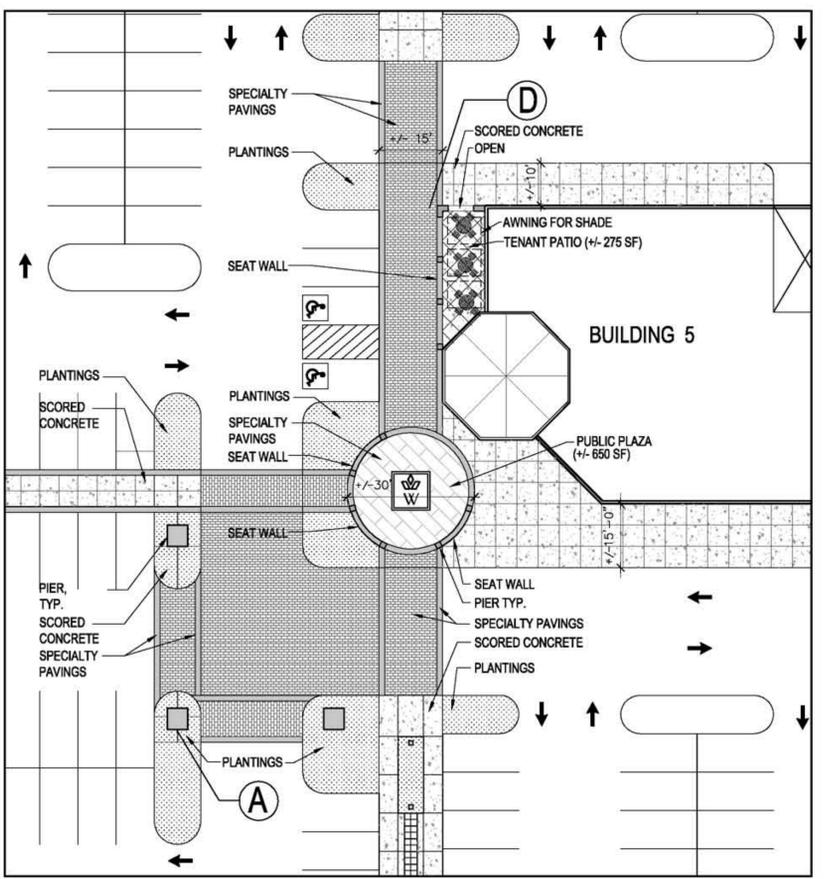
D PEDESTRIAN WALK



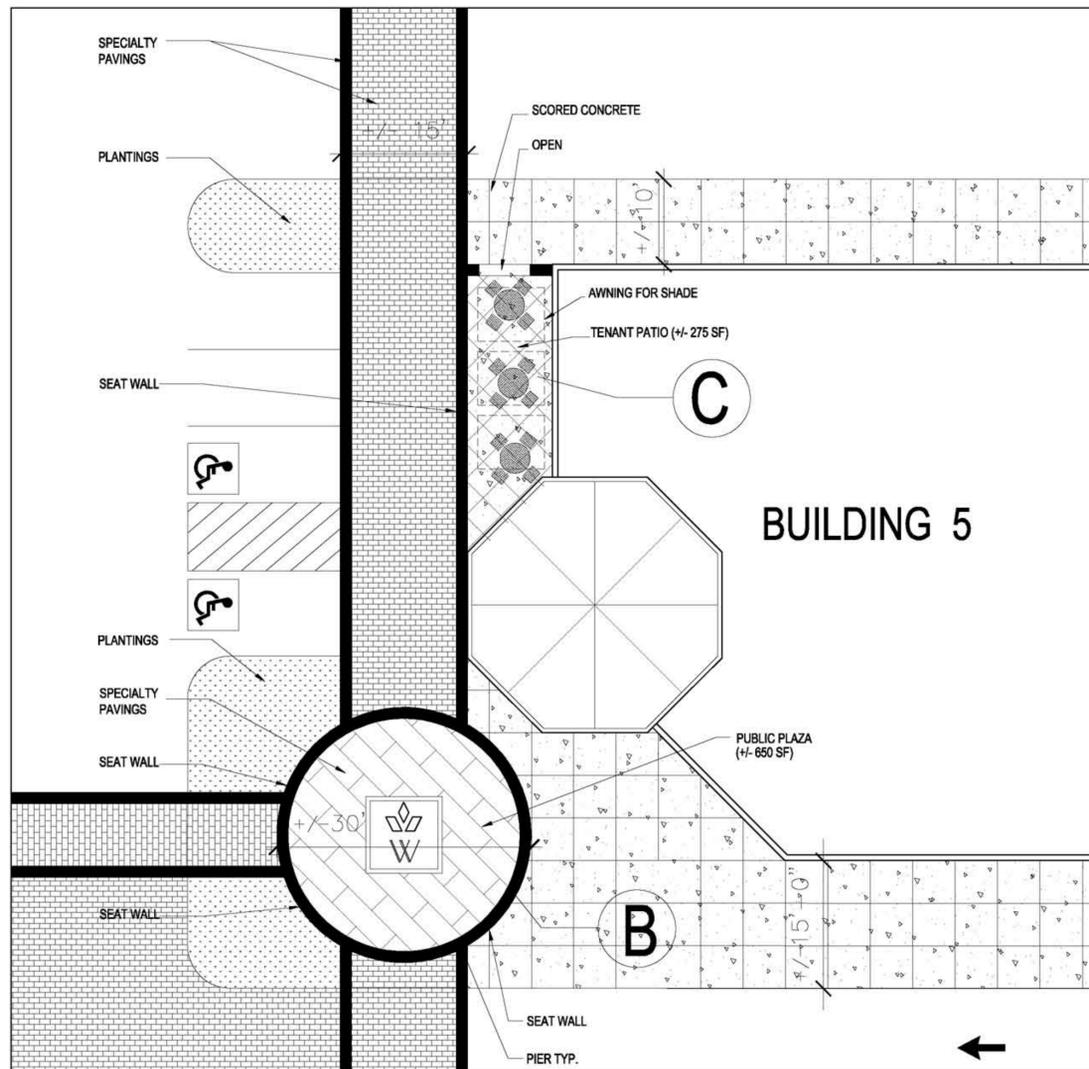
E PLAZA WITH SPECIALTY PAVING



1 PROPOSED HARDSCAPE AT GROCERY
SCALE - 1" = 20'-0"



2 PROPOSED HARDSCAPE
SCALE - 1" = 20'-0"



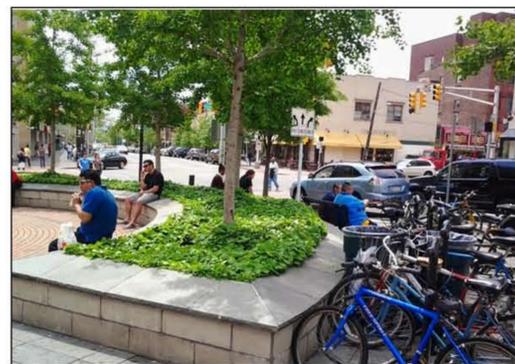
1 PROPOSED PLAZA AND PEDESTRIAN CONNECTION
SCALE - 1" = 10'-0"



C AWNING



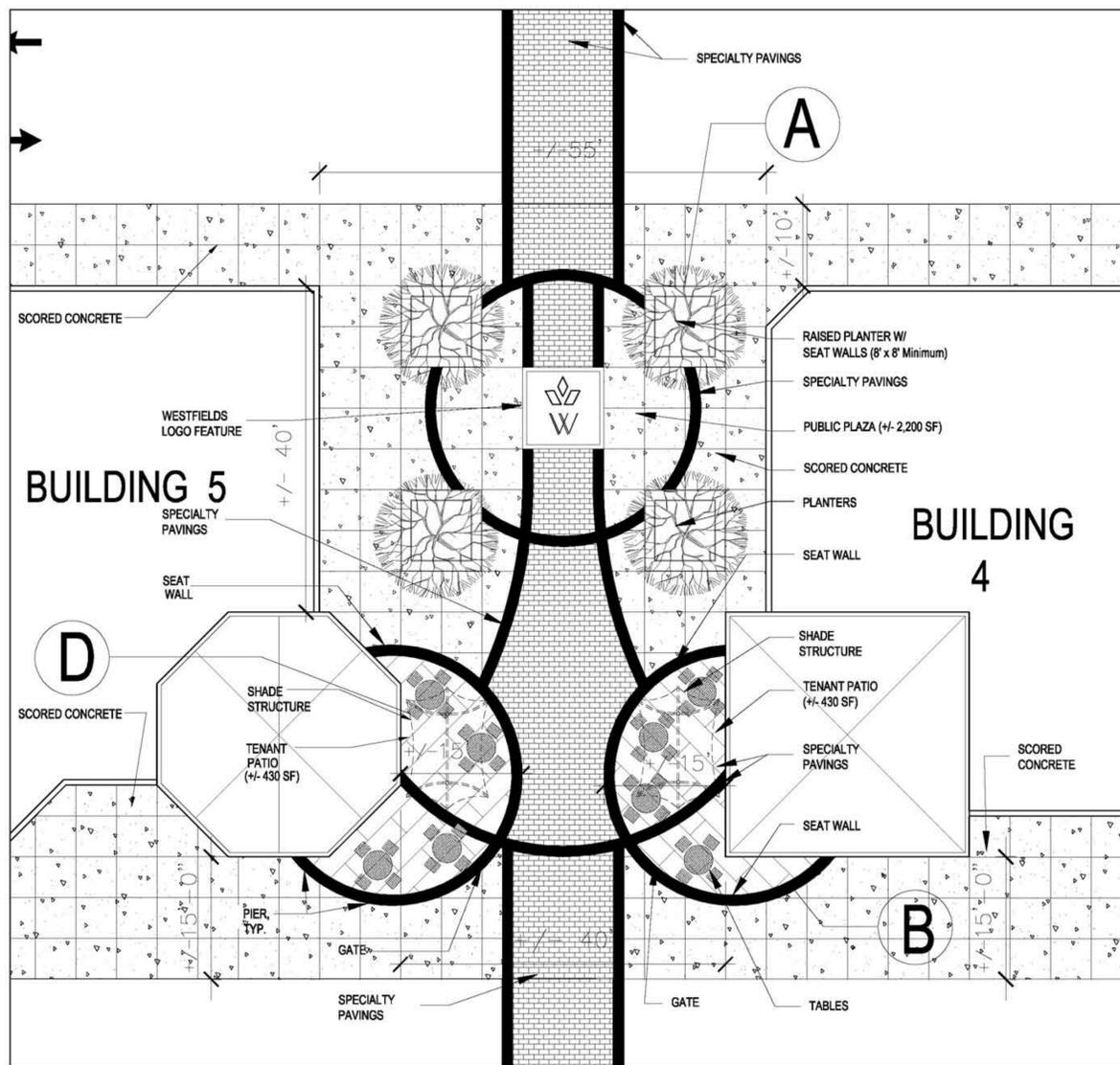
D AWNING



A RAISED PLANTER



B SEAT WALL



3 PROPOSED PLAZA AND PEDESTRIAN CONNECTION
SCALE - 1" = 10'-0"

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NOTES:
THESE DETAILS AND IMAGES PRESENTED ON THIS SHEET ARE PRELIMINARY. THEY ARE PRESENTED TO ILLUSTRATE THE GENERAL CHARACTER OF THE PROPOSED DEVELOPMENT. THE PLAN WILL BE REFINED AND SUBJECT TO CHANGE AT TIME OF FINAL ENGINEERING AND DESIGN.

Revisions	
#	Date

Client: **REGENCY CENTERS**

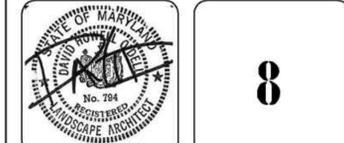
Location: **FAIRFAX COUNTY, VIRGINIA**

Project: **COMMONWEALTH CENTER**

ENLARGED PLAZA DETAILS

Drawn by: _____

Project No. 13055.00 Date 09/16/15





SULLY ROAD
ROUTE 28
HARRISBURG, VA
D.B. 740 P.C. 059
D.A. 1931 P.C. 07

OWNER: COMMONWEALTH CENTRE INVESTORS, LLC
TM: 44-1(1)6, 6B, 6C, 6D
USE: OFFICE ZONE: PDC



EXISTING VEGETATION MAP (EVM)

COVER TYPE SUMMARY TABLE
AREA: 20.97 ACRES
EVM PREPARED BY NICHOLAS GEORGAS, ISA CERTIFIED ARBORIST MA-5061A ON 07/22/15

AREA	COVER TYPE	PRIMARY SPECIES	SUCCESSIONAL STAGE	ACREAGE	CONDITION	COMMENTS
A	EARLY SUCCESSIONAL FOREST COMMUNITY	VIRGINIA PINE, PEAR, TULIP POPLAR	MID	7.93 AC	N/A	SEE DESCRIPTION BELOW
B	OPEN FIELD	N/A	N/A	9.78 AC	N/A	SEE DESCRIPTION BELOW
C	DEVELOPED LAND	N/A	N/A	0.43 AC	N/A	SEE DESCRIPTION BELOW
D	LANDSCAPE TREE CANOPY	N/A	N/A	1.84 AC	N/A	SEE DESCRIPTION BELOW
E	MAINTAINED GRASS LAND	N/A	N/A	0.99 AC	N/A	SEE DESCRIPTION BELOW

DESCRIPTION: TOTAL ACREAGE: 20.97 AC
 AREA A: PREDOMINANT FEATURE ON SITE. THIS AREA CONTAINS MOSTLY PIONEERING SPECIES SUCH AS VIRGINIA PINE AND PEAR IN FALLOW FIELD.
 AREA B: OPEN FIELD CONTAINING HERBACEOUS COVER AND SOME SIGNS OF PIONEERING SPECIES BEGINNING TO TAKE HOLD
 AREA C: EXISTING ASPHALT PARKING LOT, SIDEWALKS, ROAD PAVEMENT, AND ABANDONED BUILDING PAD
 AREA D: LANDSCAPE TREE CANOPY CONSISTING OF SEVERAL NICE WILLOW OAK TREES, A STAND OF WHITE PINE TREES, ONE STAND OF FIR TREES, AND TWO STANDS OF RED MAPLE. ALL NURSERY STOCK TREES PLANTED WHEN WESTFIELDS BOULEVARD WAS CONSTRUCTED.
 AREA E: MAINTAINED TURF GRASS AREA ALONG THE BUILT PORTION OF NEWBROOK DRIVE AND WESTFIELDS BOULEVARD.

Tree Condition Analysis for Commonwealth Centre

Tree Condition Analysis Performed by Nicholas Georgas, ISA Certified Arborist MA-5061A on 07/22/2015

#	Species	Size (DBH in inches)	Condition Rating (%)	Species Rating (%)	Preserve or Remove Tree	Remarks	CRZ (feet)
T1	Red Maple	14	90		Remove		14
T2	Red Maple	15	90		Remove		15
T3	Red Maple	17	90		Remove		17
T4	Red Maple	15	90		Remove		15
T5	Red Maple	14	90		Remove		14
T6	Red Maple	15	90		Remove		15
T7	Red Maple	16	90		Remove		16
T8	Red Maple	16	90		Remove		16
T9	White Pine	15	85		Remove		15
T10	White Pine	17	80		Remove		17
T11	White Pine	12	50		Remove		12
T12	White Pine	14	75		Remove		14
T13	Willow Oak	27	95		Preserve	Remove Mulch From Base	27
T14	Willow Oak	28	95		Preserve	Remove Mulch From Base	28
T15	White Pine	17	80		Remove		17
T16	White Pine	17	80		Remove		17
T17	White Pine	12	70		Remove		12
T18	White Pine	15	75		Remove		15
T19	Willow Oak	26	90		Preserve	Remove Mulch From Base	26
T20	White Pine	13	85		Remove		13
T21	White Pine	20	75		Remove		20
T22	White Pine	16	85		Remove		16
T23	Willow Oak	28	95		Preserve	Remove Mulch From Base	28
T24	White Pine	17	80		Remove		17
T25	White Pine	15	60		Remove		15
T26	Willow Oak	29	95		Preserve	Remove Mulch From Base	29
T27	Willow Oak	32	90		Preserve	Remove Mulch From Base	32
T28	Blue Atlas Cedar	11	85		Remove		11
T29	Blue Atlas Cedar	13	95		Remove		13
T30	Blue Atlas Cedar	13	90		Remove		13
T31	Blue Atlas Cedar	11	95		Remove		11
T32	Blue Atlas Cedar	12	95		Remove		12
T33	Blue Atlas Cedar	14	95		Remove		14
T34	Blue Atlas Cedar	12	85		Remove		12
T35	Blue Atlas Cedar	14	95		Remove		14
T36	Blue Atlas Cedar	13	90		Remove		13
T37	Blue Atlas Cedar	13	90		Remove		13
T38	Blue Atlas Cedar	14	90		Remove		14
T39	White Pine	13	85		Remove		13
T40	Blue Atlas Cedar	15	85		Remove		15
T41	Blue Atlas Cedar	12	85		Remove		12
T42	White Pine	10	85		Remove		10
T43	White Pine	10	85		Remove		10
T44	Blue Atlas Cedar	14	90		Remove		14
T45	Japanese Cherry	13	90		Preserve		13
T46	Japanese Cherry	12	90		Preserve		12
T47	Japanese Cherry	12	95		Preserve		12
T48	Japanese Cherry	14	70		Remove		14
T49	Japanese Cherry	27	90		Remove		27
T50	Willow Oak	22	85		Preserve	Remove Mulch From Base	22
T51	Red Maple	13	90		Preserve		13
T52	Red Maple	13	90		Preserve		13
T53	Red Maple	14	85		Preserve		14
T54	Red Maple	14	90		Preserve		14
T55	Red Maple	13	85		Remove		13
T56	Red Maple	14	90		Remove		14
T57	Red Maple	13	90		Preserve		13
T58	Red Maple	12	85		Preserve		12
T59	Red Maple	15	85		Preserve		15
T60	Red Maple	14	90		Preserve		14

BOHLER ENGINEERING

LAND SURVEYING, CIVIL ENGINEERING, LANDSCAPE ARCHITECTURE, SUSTAINABLE DESIGN, PROGRAM MANAGEMENT, TRANSPORTATION SERVICES

PHILADELPHIA, PA
 PITTSBURGH, PA
 RICHMOND, VA
 WASHINGTON, DC
 NEW YORK, NY
 NEW JERSEY

NORTHERN VIRGINIA
 CHARLOTTE, NC
 FALLEN, NC
 SOUTH FLORIDA

REVISIONS

REV	DATE	COMMENT	BY
1	03/11/15	REV. PER COUNTY COMMENTS	NTG
2	07/31/15	REV. PER COUNTY COMMENTS	NTG
3	08/28/15	REV. PER COUNTY COMMENTS	NTG
4	09/16/15	REV. PER COUNTY COMMENTS	NTG

NOT APPROVED FOR CONSTRUCTION

THE FOLLOWING STATES REQUIRE NOTIFICATION BY EXISTING DESIGNERS OR ANY PERSON PREPARING TO DISTURB THE EARTH'S SURFACE ANYWHERE IN THE STATE OF VIRGINIA, MARYLAND, THE DISTRICT OF COLUMBIA, AND DELAWARE CALL: 811 (VA 1-800-246-4848) (PA 1-800-242-1776) (DC 1-800-287-7777) (MD 1-800-552-7071) (DE 1-800-251-7777) (DE 1-800-262-8959)

CDPA/FDPA

FOR

Regency Centers.

LOCATION OF SITE
COMMONWEALTH CENTRE
CHANTILLY
FAIRFAX COUNTY, VA

BOHLER ENGINEERING

22636 DAVIS DRIVE, SUITE 250
STERLING, VIRGINIA 20164
Phone: (703) 709-9500
Fax: (703) 709-9501
VA@BohlerEng.com

COMMONWEALTH OF VIRGINIA

DAVID LOGAN
Lic. No. 43616
09/16/15
PROFESSIONAL ENGINEER

SHEET TITLE:
EXISTING VEGETATION MAP "EVM"

SHEET NUMBER:
10
OF 18

A FULLY DETAILED TREE PRESERVATION PLAN WILL BE PROVIDED WITH THE SITE PLAN SUBMISSION



A TREE PRESERVATION TARGET CALCULATIONS / TREE CANOPY CALCULATIONS

A	PRE-DEVELOPMENT AREA OF EXISTING TREE CANOPY (FROM EXISTING VEGETATION MAP) =	425,581 SF
B	PERCENTAGE OF GROSS SITE AREA COVERED BY EXISTING TREE CANOPY =	46.6%
C	PERCENTAGE OF 10-YEAR TREE CANOPY REQUIRED FOR SITE (SEE TABLE 12.4) =	10%
D	PERCENTAGE OF THE 10-YEAR TREE CANOPY REQUIREMENT THAT SHOULD BE MET THROUGH TREE PRESERVATION =	46.6%
E	PROPOSED PERCENTAGE OF CANOPY REQUIREMENT THAT WILL BE MET THROUGH TREE PRESERVATION =	19.0%
F	HAS THE TREE PRESERVATION TARGET MINIMUM BEEN MET?	NO
G	IF NO FOR LINE F, THEN A REQUEST TO DEVIATE FROM THE TREE PRESERVATION TARGET SHALL BE PROVIDED ON THE PLAN THAT STATES ONE OR MORE OF THE JUSTIFICATIONS LISTED IN 12-0508.3 ALONG WITH A NARRATIVE THAT PROVIDES A SITE SPECIFIC EXPLANATION OF WHY THE TREE PRESERVATION TARGET CANNOT BE MET. PROVIDE THE SHEET NUMBER WHERE THE DEVIATION REQUEST IS LOCATED.	See This Sheet
H	IF STEP G REQUIRES A NARRATIVE, IT SHALL BE PREPARED IN ACCORDANCE WITH 12-0508.4	
I	PLACE THIS INFORMATION PRIOR TO THE 10-YEAR TREE CANOPY CALCULATIONS AS PER INSTRUCTIONS IN TABLE 12.10	

STEP	TOTALS	REFERENCE
A. TREE PRESERVATION TARGET AND STATEMENT		
A1	PLACE THE TREE PRESERVATION TARGET CALCULATIONS AND STATEMENT HERE PRECEDING THE 10-YEAR TREE CANOPY CALCULATIONS	SEE § 12-0508.2 FOR LIST OF REQUIRED ELEMENTS AND WORKSHEET
B. TREE CANOPY REQUIREMENT		
B1	IDENTIFY GROSS SITE AREA =	913,453 § 12-0511.1A
B2	SUBTRACT AREA DEDICATED TO PARKS, ROAD FRONTAGE, AND	0 § 12-0511.1B
B3	SUBTRACT AREA OF EXEMPTIONS =	§ 12-0511.1C(1) THROUGH § 12-0511.1C(6)
B4	ADJUSTED GROSS SITE AREA (B1 - B2) =	913,453
B5	IDENTIFY SITE'S ZONING AND/OR USE	COMMERCIAL
B6	PERCENTAGE OF 10-YEAR TREE CANOPY REQUIRED =	10% § 12-0510.1 AND TABLE 12.4
B7	AREA OF 10-YEAR TREE CANOPY REQUIRED (B4 x B6) =	91,345
B8	MODIFICATION OF 10-YEAR TREE CANOPY REQUIREMENTS REQUESTED?	NO YES OR NO
B9	IF B8 YES, THEN LIST PLAN SHEET WHERE MODIFICATION REQUEST IS LOCATED	NA SHEET NUMBER
C. TREE PRESERVATION		
C1	TREE PRESERVATION TARGET AREA =	425,581
C2	TOTAL CANOPY AREA MEETING STANDARDS OF § 12-0400 =	17,392
C3	C2 X 1.25 =	21,740 § 12-0510.3B
C4	TOTAL CANOPY AREA PROVIDED BY UNIQUE OR VALUABLE FOREST OR WOODLAND COMMUNITIES =	0
C5	C4 X 1.5 =	0 § 12-0510.3B(1)
C6	TOTAL CANOPY AREA PROVIDED BY "HERITAGE," "MEMORIAL," "SPECIMEN," OR "STREET" TREES =	0
C7	C6 X 1.5 TO 3.0 =	0 § 12-0510.3B(2)
C8	CANOPY AREA OF TREES WITHIN RESOURCE PROTECTION AREAS AND 100-YEAR FLOODPLAINS =	0
C9	C8 X 1.0 =	0 § 12-0510.3C(1)
C10	TOTAL OF C3, C5, C7, AND C9 =	21,740 IF AREA OF C10 IS LESS THAN B7 THE REMAINDER OF REQUIREMENT MUST BE MET THROUGH TREE PLANTING - GO TO D
D. TREE PLANTING		
D1	AREA OF CANOPY TO BE MET THROUGH TREE PLANTING (B7 - C10) =	69,605
D2	AREA OF CANOPY PLANTED FOR AIR QUALITY BENEFITS =	0
D3	X 1.5 =	0 § 12-0510.4B(1)
D4	AREA OF CANOPY PLANTED FOR ENERGY CONSERVATION =	0
D5	X 1.5 =	0 § 12-0510.4B(2)
D6	AREA OF CANOPY PLANTED FOR WATER QUALITY BENEFITS =	0
D7	X 1.25 =	0 § 12-0510.4B(3)
D8	AREA OF CANOPY PLANTED FOR WILDLIFE BENEFITS =	0
D9	X 1.5 =	0 § 12-0510.4B(4)
D10	AREA OF CANOPY PROVIDED BY NATIVE TREES =	38,400
D11	X 1.5 =	57,600 § 12-0510.4B(5)
D12	AREA OF CANOPY PROVIDED BY IMPROVED CULTIVARS AND VARIETIES =	0
D13	X 1.25 =	0 § 12-0510.4B(6)
D14	AREA OF CANOPY PROVIDED THROUGH TREE SEEDLINGS =	0
D15	X 1.0 =	0 § 12-0510.4D(1)
D16	AREA OF CANOPY PROVIDED THROUGH NATIVE SHRUBS =	0
D17	X 1.0 =	0 § 12-0510.4D(1)
D18	PERCENTAGE OF D14 REPRESENTED BY D15 =	0 MUST NOT EXCEED 33% OF D14
D19	TOTAL CANOPY AREA PROVIDED THROUGH TREE PLANTING (D17) =	69,605
D20	IS AN OFF-SITE PLANTING RELIEF REQUESTED?	NO YES OR NO
D21	TREE BANK OR TREE FUND?	NA
D22	CANOPY AREA REQUESTED TO BE PROVIDED THROUGH OFF SITE BANKING OR TREE FUND =	0
D23	AMOUNT TO BE DEPOSITED INTO THE TREE PRESERVATION AND PLANTING FUND =	\$0
E. TOTAL OF 10-YEAR TREE CANOPY PROVIDED		
E1	TOTAL OF CANOPY AREA PROVIDED THROUGH TREE PRESERVATION (C10) =	21,740
E2	TOTAL OF CANOPY AREA PROVIDED THROUGH TREE PLANTING (D17) =	70,350
E3	TOTAL OF CANOPY AREA PROVIDED THROUGH OFFSITE MECHANISM (D19) =	0
E4	TOTAL OF 10-YEAR TREE CANOPY PROVIDED = (E1+E2+E3)	92,090 TOTAL OF E1 THROUGH E3 AREA SHOULD MEET OR EXCEED AREA REQUIRED BY B7

B PERIPHERAL PARKING LOT CALCULATIONS

PERIPHERAL PARKING LOT ABUTTING LAND IN THE RIGHT OF WAY: 2,506 LF
 NUMBER OF TREES REQUIRED @ 1 TREE PER 40 LF: 63 TREES
 NUMBER OF TREES PROVIDED: 65 TREES

C INTERIOR PARKING LOT CALCULATIONS

INTERIOR PARKING LOT AREA: 435,174 SF
 INTERIOR LANDSCAPING REQUIRED (5%): 21,758 SF
 TOTAL NUMBER OF SHADE TREES REQUIRED @ 250 SF PER TREE: 87 TREES
 TOTAL NUMBER OF TREES PROVIDED @ 250 SF PER TREE: 90 TREES (5.2%)

D TREE CANOPY CALCULATIONS

QTY.	SIZE	CANOPY COVERAGE	TOTAL
192	CAT IV TREE	200 SF / PER TREE X1.5	57,600 SF
17	CAT III TREE	150 SF / PER TREE	2,550 SF
43	CAT II TREE	100 SF / PER TREE	4,300 SF
25	CAT I TREE	50 SF / PER TREE	1,250 SF
34	CAT II TREE	100 SF / PER TREE	3,400 SF
25	CAT I TREE	50 SF / PER TREE	1,250 SF
TOTAL CANOPY COVERAGE:			70,350 SF

E TREE PRESERVATION DEVIATION REQUEST

August 28, 2015

Mr Keith Cline, Director
 Fairfax County Urban Forest Management
 12055 Government Center Parkway, 5th Floor
 Fairfax, VA 22035

Re: Commonwealth Centre at Westfields
 Lot 6 PCA 2006-SU-025-02, CDPA/FDPA 2006-SU-025-02

Dear Mr. Cline:

We hereby submit this deviation request for the Tree Preservation Target requirements in accordance with PFM 12-0508.3. Lot 6 is a 20.97 acre parcel that contains relatively mature landscape plantings along Westfields Blvd. and along Newbrook Drive. The site is primarily undeveloped and contains a large open field area along with an early successional forest community. This property is currently under review for consideration of a Comprehensive Plan Amendment and Final Development Plan Amendment.

The current zoning is Planned Development Commercial (PDC) which requires 10% tree canopy coverage. The Existing Vegetation Map contained in the rezoning application (CDPA/FDPA) shows 1.84 acres of Landscape Tree Canopy, and 7.93 acres of Early Successional Forest resulting in 46.53 % of the site meeting the definition of existing tree canopy. Therefore, in meeting the 10% requirement, 42,558 SF (0.97 acres) would have to be met through tree preservation. We are unable to meet this requirement and thus seek your approval of this deviation.

In accordance with PFM Section 12-05078.3A(1), we submit this request. We find that meeting the Tree Preservation Target would preclude the development of uses or densities otherwise allowed by the Zoning Ordinance. Due to site constraints, we have not been able to provide 42,558 SF of tree canopy through preservation of existing vegetation.

We believe that a reduction in the tree canopy requirement through preservation is justified due to the following:

- This is a high quality redevelopment which proposes a greatly improved land plan and new landscaping.
- This Lot is a portion of an original CDP/FDP (RZ 2006-SU-025) containing approximately 100.81 Acres. The original Rezoning provided for significant tree preservation areas. The PCA application is only for 20.97 acres out of the original 100.81 acres and does not receive the benefit of the considerable tree preservation provided by the original application and therefore, a Tree Forstation Deviation request is appropriate and reasonable.
- The subject property does not contain any "champion", "heritage", "specimen", memorial" or "street" trees as designated in Chapter 120 of the County Code.
- The remaining tree canopy coverage requirement not met through tree preservation will be planted primarily with native or improved native species trees.
- The majority of the available existing tree coverage (7.93 acres) is not of high quality consisting of species such as Bradford Pear that are highly invasive.
- The site design has been modified to preserve the grouping of Willow Oaks, Cherries along Westfield Blvd. and a grouping of Maples behind the existing Westfields sign wall resulting in a significant tree save area in a highly visible location.

For the reasons stated above, we respectfully request your approval of the deviation from the Tree Preservation Target.

Sincerely,

 Tina Woods-Smith, Landscape Architect

LEGEND

- CANOPY TREE (2" - 3" CAL.)
- EXISTING TREE TO BE SAVED
- EVERGREEN TREE (9' - 10' HT.)
- ORNAMENTAL TREE (2" CAL.)
- SHRUBS
- GROUND COVER
- PERENNIALS/ ORNAMENTAL GRASS

NOTE:
 THE TREE CANOPY, INTERIOR PARKING LOT, TREE PRESERVATION AND PERIPHERAL PARKING LOT CALCULATIONS ARE SHOWN FOR INFORMATIONAL PURPOSES ONLY TO DEMONSTRATE THAT THE PROPOSED PLAN WILL COMPLY WITH THE TREE PRESERVATION ORDINANCE REQUIREMENTS. FINAL CALCULATIONS WILL BE PROVIDED WITH THE SITE PLAN AND MAY CHANGE DUE TO FINAL ENGINEERING.



REGENCY CENTERS
 1919 GALLOWS ROAD
 SUITE 1000
 VIENNA, VA 22182
 Contact: Nathan Bath



Owner

COMMONWEALTH CENTRE

CDPA / FDPA
 Fairfax County, Virginia

Job Name

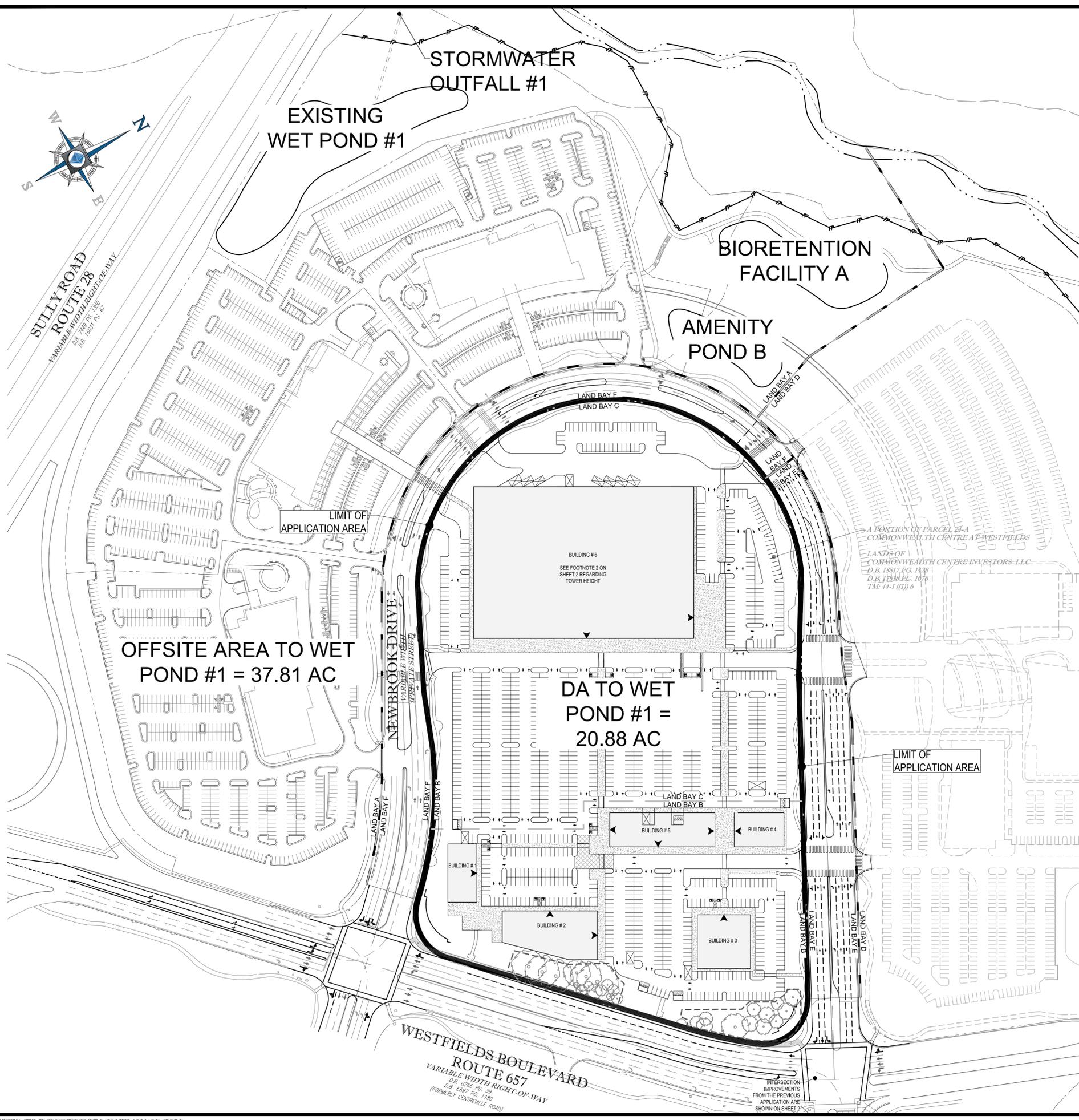
REVISIONS

No.	Description	Date
4		
3		
2	ADDRESS COUNTY COMMENTS	9/16/15
1	ADDRESS COUNTY COMMENTS	8/28/15

LANDSCAPE DETAILS

Drawing Title

Project Number: CC-01
 Scale: 1"=80'
 Date: August 6, 2015



MINIMUM STORMWATER INFORMATION FOR REZONING, SPECIAL EXCEPTION, SPECIAL PERMIT AND DEVELOPMENT PLAN APPLICATIONS

THE FOLLOWING INFORMATION IS REQUIRED TO BE SHOWN OR PROVIDED IN ALL ZONING APPLICATIONS, OR A WAIVER REQUEST OF THE SUBMISSION REQUIREMENT WITH JUSTIFICATION SHALL BE ATTACHED. NOTE: WAIVERS WILL BE ACTED UPON SEPARATELY. FAILURE TO ADEQUATELY ADDRESS THE REQUIRED SUBMISSION INFORMATION MAY RESULT IN A DELAY IN PROCESSING THIS APPLICATION.

THIS INFORMATION IS REQUIRED UNDER THE FOLLOWING ZONING ORDINANCE PARAGRAPHS:
 SPECIAL PERMITS (8-011 2J & 2L) SPECIAL EXCEPTIONS (8-011 2J & 2L)
 CLUSTER SUBDIVISION (9-615 1G & 1N) COMMERCIAL REVITALIZATION DISTRICTS (9-622 2A (12) & (14))
 DEVELOPMENT PLANS PRC DISTRICT (16-302 3 & 4L) PRC PLAN (16-303 1E & 1O)
 FDP P-DISTRICTS (EXCEPT PRC) (16-502 1F & 1Q) AMENDMENTS (19-202 10F & 10J)

- 1. PLAT IS AT A MINIMUM SCALE OF 1"=50' (UNLESS IT IS DEPICTED ON ONE SHEET WITH A MINIMUM SCALE OF 1"=100').
- 2. A GRAPHIC DEPICTING THE STORMWATER MANAGEMENT FACILITY(IES) AND LIMITS OF CLEARING AND GRADING ACCOMMODATE THE STORMWATER MANAGEMENT FACILITY(IES), STORM DRAINAGE PIPE SYSTEMS AND OUTLET PROTECTION, POND SPILLWAYS, ACCESS ROADS, SITE OUTFALLS, ENERGY DISSIPATION DEVICES, AND STREAM STABILIZATION MEASURES AS SHOWN ON SHEETS 8 AND 9.
- 3. PROVIDE:

FACILITY NAME/TYPE & NO.	ON-SITE AREA SERVED (ACRES)	OFF-SITE AREA SERVED (ACRES)	DRAINAGE AREA (ACRES)	FOOTPRINT AREA (ACRES)	STORAGE VOLUME (CF)	IF POND, DAM HEIGHT (FT)
SWM EX POND #1	20.88	37.81	58.69	3.00	729,656	12'
TEMP SWM POND #2	4.81	0	4.81			N/A
ULT. SWM POND #2	4.81	8.32	13.13	1.29	248,283	14'
TOTAL (QUALITY)*	25.69	46.13	71.82	4.29	977,939	26'

- 4. ONSITE DRAINAGE CHANNELS, OUTFALLS AND PIPE SYSTEMS ARE SHOWN ON SHEETS 8 AND 9.
- 5. MAINTENANCE ACCESS (ROAD) TO STORMWATER MANAGEMENT FACILITY(IES) ARE NOT APPLICABLE.
- 6. LANDSCAPING AND TREE PRESERVATION SHOWN IN AND NEAR THE STORMWATER MANAGEMENT FACILITY IS SHOWN ON N/A. * SITE LANDSCAPING IS SHOWN ON SHEET 4.
- 7. A 'STORMWATER MANAGEMENT NARRATIVE' WHICH CONTAINS A DESCRIPTION OF HOW DETENTION AND BEST MANAGEMENT PRACTICES REQUIREMENTS WILL BE MET IS PROVIDED ON THIS SHEET.
- 8. A DESCRIPTION OF THE EXISTING CONDITIONS OF EACH NUMBERED SITE OUTFALL EXTENDED DOWNSTREAM FROM THE SITE TO A POINT WHICH IS AT LEAST 100 TIMES THE SITE AREA OR WHICH HAS A DRAINAGE AREA OF AT LEAST ONE SQUARE MILE (640 ACRES) IS PROVIDED ON THIS SHEET.
- 9. A DESCRIPTION OF HOW THE OUTFALL REQUIREMENTS, INCLUDING CONTRIBUTING DRAINAGE AREAS OF THE PUBLIC FACILITIES MANUAL WILL BE SATISFIED IS PROVIDED ON THIS SHEET AND SHEET 13.
- 10. EXISTING TOPOGRAPHY WITH MAXIMUM CONTOUR INTERVALS OF TWO (2) FEET AND A NOTE AS TO WHETHER IT IS AN AIR SURVEY OR FIELD RUN IS PROVIDED ON SHEET 14.
- 11. A SUBMISSION WAIVER IS REQUESTED FOR: ON-SITE STORMWATER DETENTION WAIVER TO BE PROVIDED WITH FINAL SITE PLAN
- 12. STORMWATER MANAGEMENT IS NOT REQUIRED BECAUSE: TWO STORMWATER DETENTION PONDS ARE LOCATED ON TAX MAP #44-1 ((11))B AND TAX MAP #44-1 ((11))C AND WERE DESIGNED TO ACCOUNT FOR THE SUBJECT SITE. SEE SWM NARRATIVE ON THIS SHEET.

STORM WATER MANAGEMENT & BMP NARRATIVE

THE SITE IS AN EXISTING DEVELOPMENT WITH THREE STORMWATER MANAGEMENT BEST MANAGEMENT PRACTICES (BMP) PONDS LOCATED WITHIN COMMONWEALTH CENTRE, PARCEL 24 OF WESTFIELDS. TWO ON LAND BAY A AND THE OTHER ON LANDBAY D. POND 1 AND AMENITY POND B ON LANDBAY A, WERE CONSTRUCTED PURSUANT TO AN APPROVED SITE PLAN (6176-SP-092) FOR DEVELOPMENT OF LANDBAY A. THE SITE IS LOCATED IN THE FLATLICK BRANCH STREAM VALLEY.

WET POND #1 WILL PROVIDE BOTH DETENTION AND WATER QUALITY TREATMENT (BMP'S) FOR RUNOFF FROM THE SITE. STORM RUNOFF ON BOTH LANDBAYS B AND C WILL BE CAPTURED IN STORM DRAINAGE SYSTEMS THAT ARE TO BE CONSTRUCTED WITH THE DEVELOPMENT OF THE RESPECTIVE LANDBAYS, AND CONVEYED TO THE STORMWATER MANAGEMENT WET POND #1 AND EXISTING AMENITY POND B THROUGH ENCLOSED STORM DRAINAGE SYSTEMS. EACH OF THE STORMWATER MANAGEMENT FACILITIES WERE DESIGNED TO A 50% PHOSPHOROUS REMOVAL EFFICIENCY UNDER THEIR RESPECTIVE APPROVED PLANS. THE IMPERVIOUS ROOFTOP AREA TO AMENITY POND B AS SHOWN ON SHEET 14 WILL BE MAINTAINED WITH THIS DEVELOPMENT. IN THE EVENT THE EXISTING SWM FACILITY IS DETERMINED TO BE INADEQUATE FOR THE SUBJECT SITE, THEN THE APPLICANT RESERVES THE RIGHT TO PROVIDE ADDITIONAL SWMBMP FACILITIES AS NECESSARY.

IT IS ANTICIPATED THAT ON-SITE BMP MEASURES ARE NOT REQUIRED BECAUSE THE SUBJECT WET PONDS HAVE ACCOUNTED FOR THE SITE TO BE DEVELOPED AT AN IMPERVIOUS FACTOR OF 0.80. THE TREATMENT AREA FOR EX WET POND 1 SHALL BE APPROXIMATELY 44.70 ACRES. LANDBAY B WILL DRAIN APPROXIMATELY 11.71 ACRES AND LANDBAY C WILL DRAIN APPROXIMATELY 9.17 ACRES TO EX WET POND 1 AS SEEN ON SHEETS 14 AND 15 PER APPROVED PLAN # 6176-SP-109. THE DRAINAGE AREAS TO EACH POND CAN BE SEEN IN THE CHART ABOVE ON THIS SHEET AS WELL AS ON SHEET 13. THEREFORE, THE IMPROVEMENTS WITH THIS PLAN WILL NOT INCREASE THE PHOSPHOROUS RELEASE RATE FROM THE SITE.

IT IS ANTICIPATED THAT ADDITIONAL ON-SITE STORMWATER MANAGEMENT IS NOT REQUIRED BECAUSE: POST-DEVELOPMENT PEAK RUNOFF RATE ARE EQUAL TO OR LESS THAN PRE-DEVELOPMENT PEAK RUNOFF RATES ACCOUNTED FOR WITH THE PREVIOUSLY APPROVED DESIGNS PER APPROVED SITE PLAN (6176-SP-109). THE DRAINAGE AREAS PROPOSED TO WET POND #1 SHALL BE MAINTAINED WITH THIS DEVELOPMENT AND THE FACILITY THAT IS CURRENTLY PROVIDED OFF-SITE TO TREAT THE ANTICIPATED DEVELOPMENT OF THE SITE WILL CONTROL THE RUNOFF RATE TO THE SAME OR LESS THAN THE DESIGN.

PER CORRESPONDENCE RECEIVED FROM FAIRFAX COUNTY DATED FEBRUARY 09, 2014 IT WAS DETERMINED THAT THE MULTI-PHASE LAND-DISTURBING ACTIVITIES MEET GRANDFATHERING CRITERIA.

PER PFM SECTION 6-0203.4C, IT IS THE ENGINEER'S OPINION THAT THE REQUIREMENTS FOR STORMWATER MANAGEMENT AND BMP ARE ACCOMMODATED BY WET POND #1 AND EXISTING AMENITY POND B AS WELL AS OUTFALL #1.

OUTFALL ANALYSIS

STORM RUNOFF TO WET POND #1 IS COLLECTED IN AN ON-SITE STORM DRAINAGE SYSTEM AND CONVEYED BY A CLOSED PIPE SYSTEM ACROSS NEWBROOK DRIVE TO LANDBAY A AND DISCHARGED INTO THE POND. THE PIPE SYSTEM CONVEYING THE RUNOFF TO THE PONDS IS DESIGNED AND CONSTRUCTED WITH ADEQUATE CAPACITY TO CONVEY THE DRAINAGE (10-YEAR EVENT) FROM THE SITE AND OTHER LAND AREAS DRAINING INTO THE SYSTEM.

THE POND WILL DISCHARGE DIRECTLY INTO THE 100-YEAR FLOOD PLAIN ASSOCIATED WITH FLATLICK BRANCH. OUTFALL #1 CAN BE SEEN ON THIS SHEET AND SHEET 7 AS WELL AS THE APPROXIMATE LOCATION OF THE FLOOD PLAIN. AT THE POINT OF DISCHARGE FROM WET POND #1, THE FLOOD PLAIN IS A MAJOR FLOODPLAIN, RECEIVING DRAINAGE FROM AN UPSTREAM AREA GREATER THAN 640 ACRES. THE DISCHARGE INTO THE STREAM VALLEY FROM THE POND WILL BE BY WAY OF A CHANNEL ADEQUATE TO CONVEY THE FLOW TO THE MAIN STREAM CHANNEL AT NON-EROSIVE VELOCITIES. WITH THE PROPOSED IMPROVEMENTS, THE FLOW AND VELOCITIES BEING RELEASED FROM THE SITE WILL REMAIN THE SAME OR BE DECREASED. THE ADEQUATE OUTFALL ANALYSIS FOR THIS SITE WAS PREVIOUSLY APPROVED UNDER SITE PLAN #6178-SPV-091.

PER PFM SECTION 6-0202.10A, IT IS THE ENGINEER'S OPINION THAT THE REQUIREMENTS FOR ADEQUATE OUTFALL HAVE BEEN MET.

BOHLER ENGINEERING

1000 COMMONWEALTH CENTER INVESTORS LLC
 D.B. 1887 PG. 143
 D.B. 1238 PG. 107
 TM-44-1 ((1)) 6

LAND SURVEYING, ENGINEERING, PLANNING, ARCHITECTURE
 SUSTAINABLE DESIGN, PROGRAM MANAGEMENT, TRANSPORTATION SERVICES
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 ALABAMA, ARIZONA, ARKANSAS, CALIFORNIA, COLORADO, CONNECTICUT, DELAWARE, FLORIDA, GEORGIA, ILLINOIS, INDIANA, IOWA, KANSAS, KENTUCKY, LOUISIANA, MARYLAND, MASSACHUSETTS, MICHIGAN, MINNESOTA, MISSISSIPPI, MISSOURI, MONTANA, NEBRASKA, NEVADA, NEW HAMPSHIRE, NEW JERSEY, NEW MEXICO, NEW YORK, NORTH CAROLINA, NORTH DAKOTA, OHIO, OKLAHOMA, PENNSYLVANIA, RHODE ISLAND, SOUTH CAROLINA, SOUTH DAKOTA, TENNESSEE, TEXAS, UTAH, VERMONT, VIRGINIA, WISCONSIN, WYOMING

REVISIONS

REV	DATE	COMMENT	BY
1	03/11/15	REV. PER COUNTY COMMENTS	NTG
2	07/31/15	REV. PER COUNTY COMMENTS	NTG
3	08/28/15	REV. PER COUNTY COMMENTS	NTG
4	09/16/15	REV. PER COUNTY COMMENTS	NTG

NOT APPROVED FOR CONSTRUCTION

PROJECT No.: S137002
 DRAWN BY: NTG
 CHECKED BY: DBL
 DATE: 02/16/15
 SCALE: 1" = 100'
 CAD I.D.: SW4

CDPA/FDPA

FOR

Regency Centers.

LOCATION OF SITE
 COMMONWEALTH CENTRE
 CHANTILLY
 FAIRFAX COUNTY, VA

BOHLER ENGINEERING

22636 DAVIS DRIVE, SUITE 250
 STERLING, VIRGINIA 20164
 Phone: (703) 709-9500
 Fax: (703) 709-9501
 VA@BohlerEng.com

COMMONWEALTH OF VIRGINIA
DAVID LOGAN
 Lic. No. 43616
 09/16/15
 PROFESSIONAL ENGINEER

SHEET TITLE:
PRELIMINARY STORMWATER MANAGEMENT PLAN

SHEET NUMBER:
13
 OF 18

BMP FACILITY DESIGN CALCULATIONS

Part 1: LIST OF SUBAREAS AND "C" FACTORS USED

SUBAREA DESIGNATION AND DESCR.	C	AREA ACRES
(1) TO EXISTING WET POND #1 TREATED	0.80	44.7
(2) TO BIORETENTION FACILITY A	0.30	2.0
(3) TO AMENITY POND B	0.90	4.2
(4) QUALIFYING OPEN SPACE	0.30	14.3
(5) UNDETAINED ON-SITE	0.30	35.6
		100.8 SITE AREA

Part 2: COMPUTE WEIGHTED AVERAGE "C" FACTOR FOR THE SITE

(A) SITE AREA	100.8 AC			
(B) SUBAREA DESIGNATION	C	X	ACRES	= PRODUCT
(1) TO EXISTING WET POND #1 TREATED	0.80		44.7	35.76
(2) TO BIORETENTION FACILITY A	0.30		2.0	0.60
(3) TO AMENITY POND B	0.90		4.2	3.78
(4) QUALIFYING OPEN SPACE	0.30		14.3	4.30
(5) UNDETAINED ON-SITE	0.30		35.6	10.68
			TOTAL= 100.8	TOTAL= 55.11

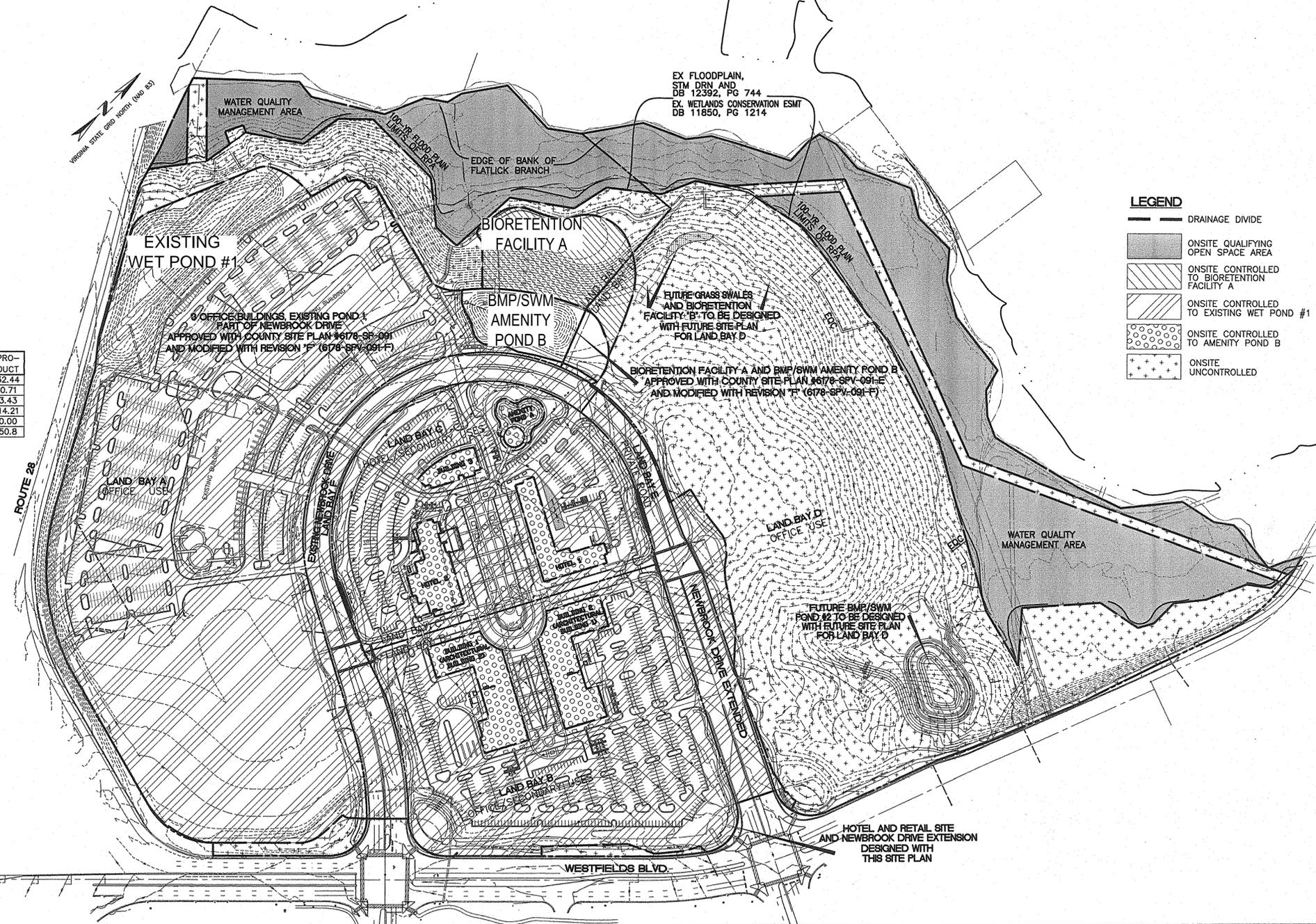
WEIGHTED AVERAGE "C" FACTOR FOR THE SITE= 55.11 / 100.8 = 0.55

Part 3: COMPUTE THE TOTAL PHOSPHORUS REMOVAL FOR THE SITE

SUB-AREA	BMP TYPE	EFF. SITE	OFF SITE	AREA RATIO	"C" FACTOR RATIO	PRODUCT
(1)	TO EXISTING WET POND #1 TREATED	50		44.70 / 100.8 = 0.44	0.80 / 0.55 = 1.46	32.44
(2)	TO BIORETENTION FACILITY A	65		2.00 / 100.8 = 0.02	0.30 / 0.55 = 0.55	0.71
(3)	TO AMENITY POND B	50		4.20 / 100.8 = 0.04	0.90 / 0.55 = 1.65	3.43
(4)	QUALIFYING OPEN SPACE	100		14.33 / 100.8 = 0.14	1.00	14.21
(5)	UNDETAINED ON-SITE	0		35.59 / 100.8 = 0.35	0.30 / 0.55 = 0.55	0.00
				TOTAL SITE PHOSPHORUS REMOVAL =		50.8

Part 4: DETERMINE COMPLIANCE WITH PHOSPHORUS REMOVAL REQUIREMENT

REQUIREMENT: 50% FOR THE ENTIRE SITE
 PHASE I PHOSPHORUS REMOVAL= 50.8 % > 50.00 %



LEGEND

- DRAINAGE DIVIDE
- ONSITE QUALIFYING OPEN SPACE AREA
- ONSITE CONTROLLED TO BIORETENTION FACILITY A
- ONSITE CONTROLLED TO EXISTING WET POND #1
- ONSITE CONTROLLED TO AMENITY POND B
- ONSITE UNCONTROLLED

BURGESS & NIPLE
 4160 PLEASANT VALLEY ROAD, GRANTVILLE, VA 20151-1226
 PH. (703) 631-9830 FAX (703) 631-8041

REVISIONS	DATE
FC 2ND SUBMISSION	05-21-08
REVISE WATER LINE TO BLDG 1	04-09-08
VDOT INSERTS	03-18-08
FCWA INSERTS	03-14-08
VDOT, FCWA SUBMISSION	02-29-08
FIRE MARSHALL ST. LIGHTS, SAN. SEW. SUBM.	02-02-08
FC 1ST SUBMISSION	11-02-07

BEST MANAGEMENT PRACTICES (BMP) AND STORM WATER MANAGEMENT (SWM) NARRATIVE

THE SITE AREA ASSOCIATED WITH THIS SITE PLAN IS PRIMARILY FOR LAND BAY 'B' AND 'C' OF THE COMMONWEALTH CENTRE AT WESTFIELDS DEVELOPMENT. THE EXTENSION OF THE LOOP ROAD IN LAND BAY E, IMPROVEMENTS ON THE EXISTING LOOP ROAD IN LAND BAY F, AND ROAD IMPROVEMENTS ALONG WESTFIELDS BOULEVARD ARE ALSO PROPOSED WITH THIS DEVELOPMENT. THE AREA OF THE PROPERTY ASSOCIATED WITH THIS SITE PLAN IS 26.56 ACRES. THE TOTAL PROPERTY AREA FOR THE ENTIRE COMMONWEALTH CENTRE AT WESTFIELDS DEVELOPMENT IS 100.81 ACRES AND IT IS SUBDIVIDED INTO SIX LAND BAYS (A, B, C, D, & E). AS STATED ABOVE, THIS SITE PLAN IS PRIMARILY FOR THE DEVELOPMENT OF LAND BAY 'B' AND 'C', WHICH INCLUDES THE CONSTRUCTION OF TWO HOTELS, TWO RETAIL BUILDINGS AND ONE SECONDARY USE BUILDING, ASSOCIATED PARKING AREAS, ASSOCIATED UTILITIES, REMAINDER OF THE NEWBROOK DRIVE INTERNAL LOOP ROAD, AND IMPROVEMENTS ALONG WESTFIELDS BOULEVARD.

- THE OVERALL SWM/BMP MASTER PLAN FOR COMMONWEALTH CENTRE AT WESTFIELDS INCLUDE THE FOLLOWING:
- EXISTING POND #1** - DESIGNED AND BUILT WITH THE ORIGINAL WESTFIELDS DEVELOPMENT SITE PLAN (SITE PLAN 6178-SP-091 AND REVISED WITH SITE PLAN REVISION 6178-SPV-091-F).
 - FUTURE WET POND #2** - TO BE DESIGNED WITH THE FUTURE SITE PLAN FOR LAND BAY 'D'.
 - SWM/BMP AMENITY POND 'B'** - DESIGNED WITH THE COMMONWEALTH CENTRE SITE PLAN 6178-SP-091 AND AMENDED WITH SITE PLAN REVISION 6178-SPV-091-F. AMENITY POND 'B' WAS ALSO DESIGNED AS AN IRRIGATION WATER RESERVOIR FOR LEED PURPOSES.
 - BIORETENTION FACILITY 'A'** - DESIGNED WITH THE COMMONWEALTH CENTRE SITE PLAN 6178-SP-091 AND APPROVED WITH SITE PLAN REVISION 6178-SPV-091-E.

- BIORETENTION FACILITY 'B'** - TO BE DESIGNED AND BUILT WITH THE FUTURE SITE PLAN FOR LAND BAY 'D'.
 - GRASS SWALES** - TO BE DESIGNED AND BUILT WITH THE FUTURE SITE PLAN FOR LAND BAY 'D'.
 - QUALIFYING OPEN SPACE** - TO BE DEDICATED WITH THE LAND BAY B AND C SITE PLAN.
- BMP/SWM FOR THE DEVELOPMENT ASSOCIATED WITH THIS SITE PLAN WILL BE PROVIDED BY EXISTING WET POND #1, BIORETENTION FACILITY 'A', AMENITY POND 'B' AND QUALIFYING OPEN SPACE.
- EXISTING POND #1, WHICH WAS CONSTRUCTED A FEW YEARS AGO BY THE PREVIOUS OWNER PURSUANT TO AN APPROVED SITE PLAN (6178-SP-091) AND PROPOSED TO BE MODIFIED BY THE CURRENT OWNER WITH REVISION "F" (6178-SP-091-F), PROVIDES SWM FOR 51.45 ACRES AND BMP FOR 44.70 ACRES OF THE PROPERTY INCLUDING AREAS ASSOCIATED WITH LAND BAY 'B' AND 'C'. BASED ON THE EXISTING POND #1 ROUTING, THE POST-DEVELOPED FLOWS FOR THE 2 YEAR AND 10 YEAR STORM EVENTS ARE LESS THAN PRE-DEVELOPMENT LEVELS.
- AMENITY POND 'B', WHICH WAS PROPOSED AND APPROVED WITH COMMONWEALTH CENTRE SITE PLAN REVISION 'E' (6178-SPV-091-E) AND MODIFIED WITH REVISION "F" (6178-SPV-091-F) ASSOCIATED WITH LAND BAY 'A', PROVIDES BMP AND SWM FOR 4.2 ACRES OF THIS SITE CONSISTING MOSTLY OF ROOF AREAS COMING FROM THE HOTEL AND RETAIL BUILDINGS IN LAND BAY 'B' AND 'C'. BASED ON THE AMENITY POND 'B' ROUTING, THE POST-DEVELOPED FLOWS FOR THE 2 YEAR AND 10 YEAR STORM EVENTS ARE LESS THAN PRE-DEVELOPMENT LEVELS.

AMENITY POND 'B' WAS DESIGNED TO BE UTILIZED AS AN IRRIGATION RESERVOIR TO STORE CLEAN NON-POTABLE ROOF WATER AND USE IT FOR IRRIGATION PURPOSES TO MEET LEED REQUIREMENTS. A SEPARATE STORM DRAIN SYSTEM WAS DESIGNED TO CAPTURE CLEAN ROOF WATER RUNOFF AND MECHANICAL SYSTEM CONDENSATE WATER FROM THE HOTEL AND RETAIL BUILDINGS AND CONVEY IT AMENITY POND 'B'. AMENITY POND B WAS DESIGNED TO HOLD BOTH BMP AND IRRIGATION WATER VOLUME AS WELL AS DETENTION VOLUME.

BIORETENTION FACILITY 'A', WHICH WAS PROPOSED AND APPROVED WITH COMMONWEALTH CENTRE SITE PLAN REVISION 'E' (6178-SPV-091-E) AND MODIFIED WITH REVISION "F" (6178-SPV-091-F) ASSOCIATED WITH LAND BAY 'A', PROVIDES PHOSPHOROUS REMOVAL RATE FOR 2 ACRES OF THE SITE.

THE FUTURE ON-SITE WET POND #2 WILL BE DESIGNED TO PROVIDE STORMWATER MANAGEMENT AND BMP FOR THE REMAINDER OF THE SITE AS PART OF LANDBAY "D" DEVELOPMENT.

BIORETENTION FACILITY 'B' AND GRASS SWALES, WILL BE DESIGNED IN THE FUTURE WITH THE DEVELOPMENT OF LANDBAY 'D'.

THE REST OF THIS SITE, INCLUDING THE 14.33 ACRES OF UNDISTURBED OPEN SPACE WITHIN THE EOC AREA, WILL SHEET FLOW DIRECTLY INTO THE FLOOD PLAIN ALONG FLAT LICK BRANCH (ON-SITE).

THE PHOSPHOROUS REMOVAL REQUIREMENT FOR THE ENTIRE COMMONWEALTH CENTRE DEVELOPMENT OF 100.81 ACRES IS 50%. THE TOTAL PHOSPHOROUS REMOVAL RATING PROVIDED IS 50.8% AS SHOWN ON THE COMPUTATIONS ON THIS SHEET.

SWM AND BMP FACILITIES WILL BE PRIVATELY MAINTAINED.

ADEQUATE OUTFALL NARRATIVE

THE OUTFALL FOR THE OVERALL COMMONWEALTH CENTRE DEVELOPMENT INCLUDING THE AREAS PROPOSED WITH THIS SITE PLAN (LAND BAYS 'B' AND 'C') IS PROVIDED BY FLATLICK BRANCH, WHICH HAS AN OVERALL DRAINAGE AREA OF OVER 360 ACRES. ADEQUATE OUTFALL ANALYSIS FOR THIS SITE WAS PREVIOUSLY BEEN APPROVED WITH COUNTY SITE PLAN #6178-SP-091. DUE TO THE PROPOSED CHANGES WITH EXISTING POND #1, AMENITY POND 'B', AND THE CHANGES IN ADEQUATE OUTFALL REQUIREMENTS, THE OUTFALL FOR EXISTING POND #1 AND COMBINED OUTFALL FOR AMENITY POND 'B' AND BIORETENTION FACILITY 'A' WERE RE-ANALYZED BASED ON THE CURRENT OUTFALL CRITERIA AND COMPUTATIONS ARE INCLUDED WITH SITE PLAN REVISION "F" (6178-SPV-091-F). BASED ON THE OUTFALL COMPUTATIONS SHOWN ON REVISION "F", ADEQUATE OUTFALL EXISTS FOR THIS DEVELOPMENT.

OVERLAND RELIEF NARRATIVE

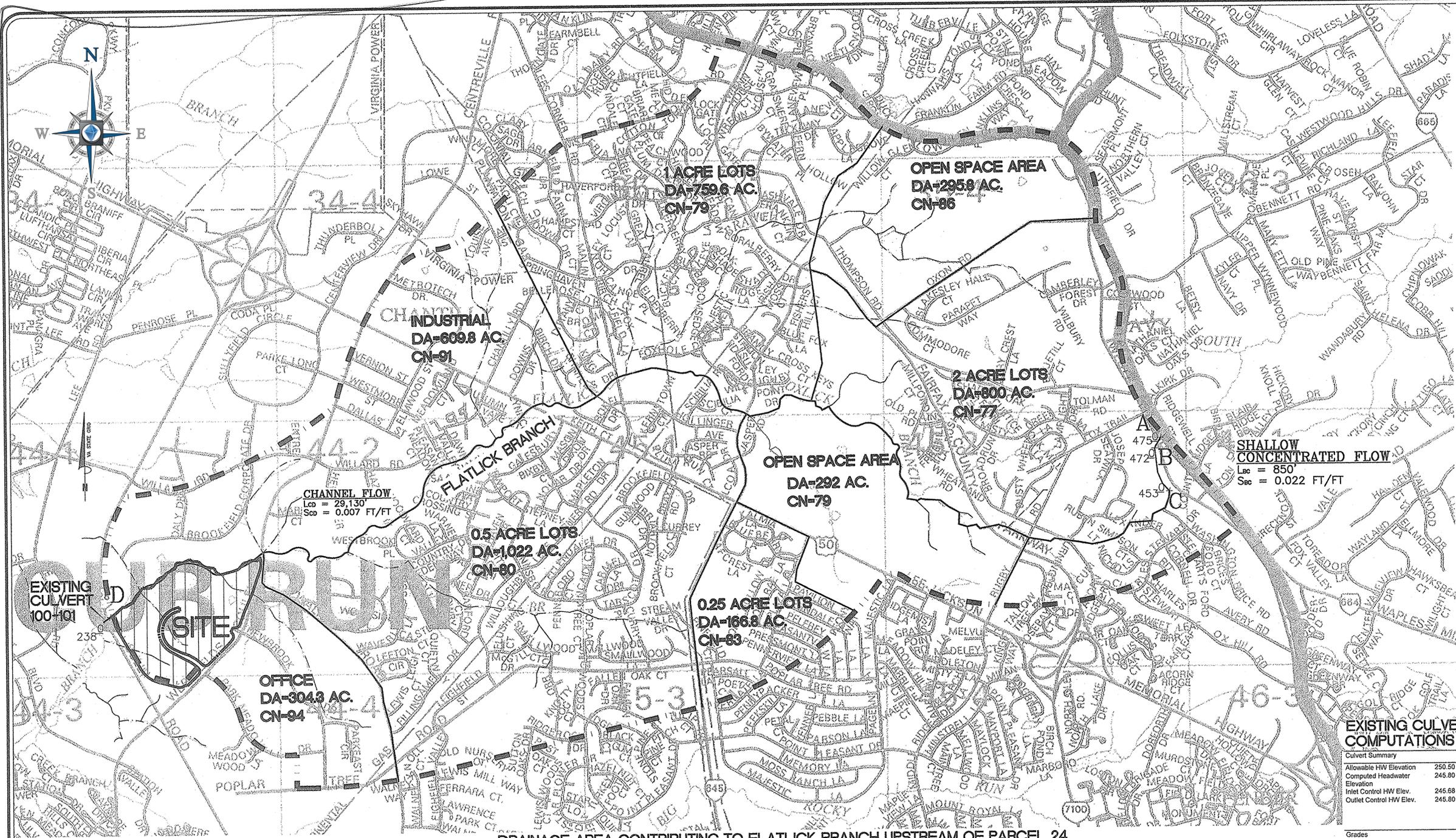
IT IS MY PROFESSIONAL OPINION THAT SUFFICIENT OVERLAND RELIEF EXISTS FOR THIS SITE. IN THE EVENT OF STORM DRAINAGE STRUCTURES BECOME CLOGGED, WATER WILL POND IN THE PARKING LOTS AT THE PERIMETER OF THE SITE AND OVERTOP THE CURB ONTO NEWBROOK DRIVE AND EVENTUALLY INTO THE FLOOD PLAIN ALONG FLATLICK BRANCH, WHICH RUNS ALONG THE NORTHERN/EASTERN PROPERTY LINE.

THIS SHEET IS INCLUDED FOR INFORMATION PURPOSES ONLY TO DEMONSTRATE CONFORMANCE WITH THE ORIGINALLY APPROVED PRELIMINARY SWM PLAN.

**BMP AND SWM MASTERPLAN
 COMMONWEALTH CENTRE
 LAND BAYS "B" AND "C"
 SULLY DISTRICT
 FAIRFAX COUNTY, VIRGINIA**



DATE:	OCTOBER 2007
SCALE:	1"=150'
DESIGN:	VK
DRAWN:	VK
CHECK:	JPG
CHECK:	JPG
JOB NO.:	
P.R. NO.:	44774
SHEET:	C-11.1
FILE NO.:	C-4675



DRAINAGE AREA CONTRIBUTING TO FLATLICK BRANCH UPSTREAM OF PARCEL 24
SCALE: 1"=1000'

DRAINAGE AREA AND WEIGHTED CN VALUE FOR EXISTING CULVERT 100-101

SUB-AREAS	DRAINAGE AREAS DA AC	CURVE NUMBER CN	DA*CN
OPEN SPACE AREA	295.8	86	25,438.8
2 ACRE LOTS	800	77	61,600.0
OPEN SPACE AREA	292	79	23,068.0
0.25 ACRE LOTS	166.8	83	13,844.4
0.5 ACRE LOTS	1022	70	71,540.0
OFFICE	304.3	94	28,604.2
INDUSTRIAL	609.8	91	55,491.8
1 ACRE LOTS	759.6	79	60,008.4
TOTAL	4,250.3		339,595.6

DRAINAGE AREA 4250.30 AC
WEIGHTED CURVE NUMBER FOR SHED CNw= 79.90

TIME OF CONCENTRATION
FLATLICK BRANCH SHED AREA

Sheet flow	Segment	A-B
Surface description (table 3-1)		grass
Manning's roughness coeff., n (table 3-1)		0.13
Flow length, L (Total L<300 ft)	(ft)	200
Two-yr 24-hr rainfall, P2	(in)	3.2
Land slope, s	(ft/ft)	0.015
$Tt = [0.007(nL)^{0.8}] / [(P2^{0.5})(s^{0.4})]$	(hr)	0.28
	(min)	16.80
Shallow concentrated flow	Segment	B-C
Surface description (paved or unpaved)		Unpaved
Flow length, L	(ft)	850
Watercourse slope, s	(ft/ft)	0.022
Average velocity, V (figure 3-1)	(fps)	2.4
$Tt = L / (60 * V)$	(min)	5.87
Channel flow	Segment	C-D
Drainage area (Ac)		4250.00
C factor		0.50
Time of concentration (min)		10.0
Intensity (in/hr)		3.20
Flow (cfs)		6840.80
Cross sectional flow area, a (sf)		1102.0
Wetted perimeter, Pw (ft)		125.0
Hydraulic radius, r = a/Pw (ft)		8.818
Channel slope, s (ft/ft)		0.008
Manning's roughness coeff., n		0.060
$V = (1.49 * r^{2/3} * s^{1/2}) / n$; Compute V (fps)		9.6
Flow length, L (ft)		26,393
$Tt = L / (60 * V)$; Compute Tt (min)		45.98
Watershed Time of concentration, Tc (min)		68.7
use (min)		65

NO	DESCRIPTION	REVIEW BY	APPROVED	DATE
6	STORM/POND REVISION			4/4/2008
1	BUILDING REVISION			2/17/2006

REVISION APPROVED BY OFFICE OF SITE DEVELOPMENT SERVICES

FLOW COMPUTATIONS

SCS UNIT HYDROGRAPH METHOD
STORM EVENT: 2 year storm
Duration = 24,000 hrs Rain Depth = 3.1100 in
Rain File -ID = - Typell 24hr
Unit Hyd Type = Default Curvilinear
Tc = 1.0833 hrs
Drainage Area = 4250.000 acres
Runoff CN= 80
Computational Time Increment = .14444 hrs
Computed Peak Time = 12.5666 hrs
Computed Peak Flow = 2758.11 cfs
Time Increment for HYG File = .0500 hrs
Peak Time, Interpolated Output = 12.5500 hrs
Peak Flow, Interpolated Output = 2740.25 cfs

EXISTING CULVERT 100-101 COMPUTATIONS

Culvert Summary			
Allowable HW Elevation	250.50 ft	Headwater Depth/Height	0.75
Computed Headwater Elevation	245.80 ft	Discharge	2,758.00 cfs
Inlet Control HW Elev.	245.68 ft	Tailwater Elevation	236.76 ft
Outlet Control HW Elev.	245.80 ft	Control Type	Entrance Control

Grades			
Upstream Invert	238.31 ft	Downstream Invert	236.76 ft
Length	240.00 ft	Constructed Slope	0.006458 ft/ft

Hydraulic Profile			
Profile	S2	Depth, Downstream	3.78 ft
Slope Type	Steep	Normal Depth	3.63 ft
Flow Regime	Supercritical	Critical Depth	4.68 ft
Velocity Downstream	15.21 ft/s	Critical Slope	0.003176 ft/ft

Section			
Section Shape	Box	Manning's Coefficient	0.013
Section Material	Concrete	Span	12.00 ft
Section Size	12 x 10 ft	Rise	10.00 ft
Number Sections	4		

Outlet Control Properties			
Outlet Control HW Elev.	245.80 ft	Upstream Velocity Head	2.34 ft
Ke	0.20	Entrance Loss	0.47 ft

Inlet Control Properties			
Inlet Control HW Elev.	245.68 ft	Flow Control	Unsubmerged
Inlet Type	90° headwall w/45° bevels	Area Full	480.0 ft ²
K	0.49500	HDS 5 Chart	10
M	0.66700	HDS 5 Scale	2
C	0.03140	Equation Form	2
Y	0.82000		

THIS PLAN TO BE UTILIZED FOR INFORMATIONAL PURPOSES ONLY

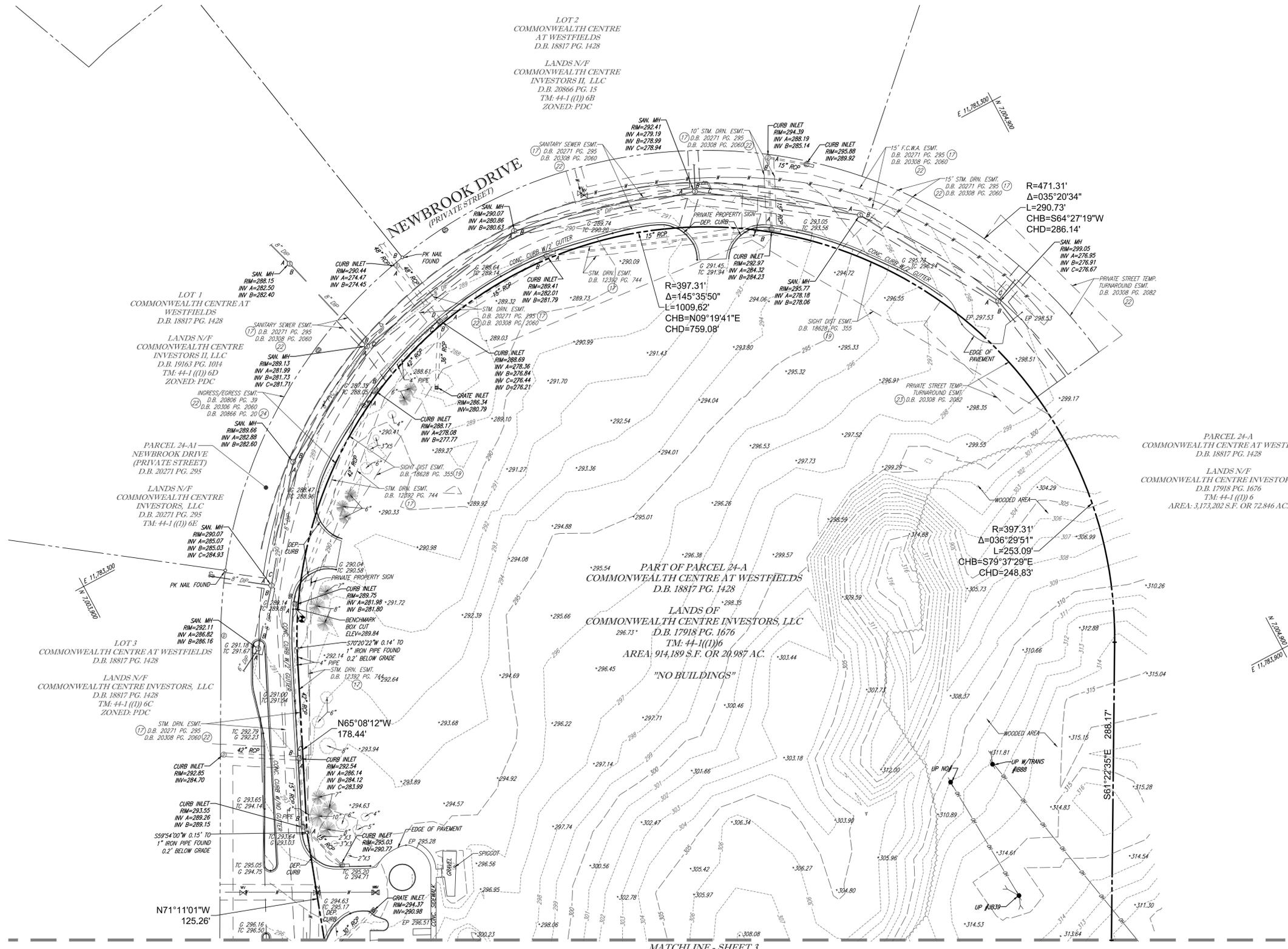
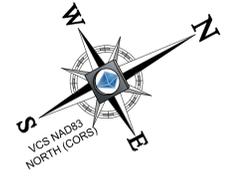
BURGESS & NIPLÉ
4160 PLEASANT VALLEY ROAD, CHANTILLY, VA 20151-1226
PH. (703) 831-9630 FAX (703) 831-6041

NO	DESCRIPTION	DATE
1	STORM/POND REVISION	4/4/2008

ADEQUATE OUTFALL ANALYSIS
COMMONWEALTH CENTRE AT WESTFIELDS
SULLY DISTRICT
FAIRFAX COUNTY



DATE: JANUARY 2006
SCALE: 1"=1000'
DESIGN: QLR DRAWN: QLR
CHECK: WCP CHECK: WCP
JOB NO.: 93C091
P.R. NO.: 41427
SHEET 68 OF 77
FILE NO.: C-4566

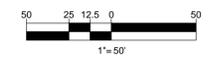


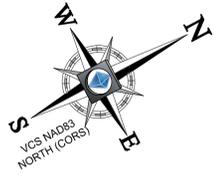
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EXISTING CONDITIONS PLAN
REGENCY CENTERS

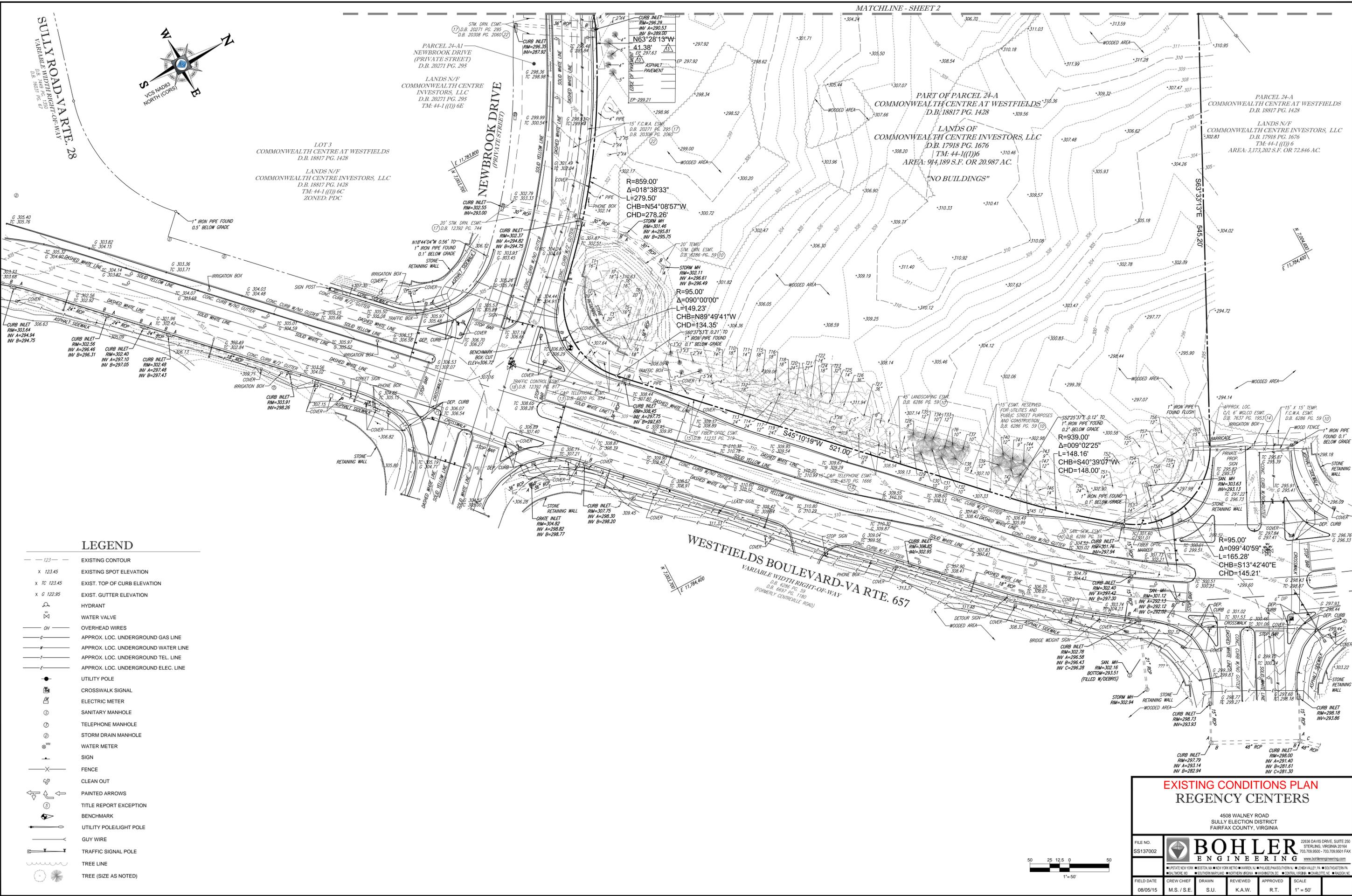
4508 WALNEY ROAD
SULLY ELECTION DISTRICT
FAIRFAX COUNTY, VIRGINIA

FILE NO. SS137002	BOHLER ENGINEERING	22638 DAVIS DRIVE, SUITE 250 STERLING, VIRGINIA 20164 703.709.9500 - 703.709.9501 FAX www.bohlereng.com
FIELD DATE 08/05/15	CREW CHIEF M.S./S.E.	DRAWN S.U.
REVIEWED K.A.W.	APPROVED R.T.	SCALE 1" = 50'





SULLY ROAD - RTE. 28
VARIABLE WIDTH RIGHT-OF-WAY
D.B. 1881 PG. 159
D.B. 1881 PG. 61



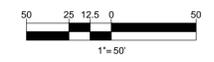
LEGEND

- 123 --- EXISTING CONTOUR
- x 123.45 EXISTING SPOT ELEVATION
- x TC 123.45 EXIST. TOP OF CURB ELEVATION
- x G 122.95 EXIST. GUTTER ELEVATION
- ⊕ HYDRANT
- ⊕ WATER VALVE
- OH OVERHEAD WIRES
- APPROX. LOC. UNDERGROUND GAS LINE
- APPROX. LOC. UNDERGROUND WATER LINE
- APPROX. LOC. UNDERGROUND TEL. LINE
- APPROX. LOC. UNDERGROUND ELEC. LINE
- UTILITY POLE
- ⊕ CROSSWALK SIGNAL
- ⊕ ELECTRIC METER
- ⊕ SANITARY MANHOLE
- ⊕ TELEPHONE MANHOLE
- ⊕ STORM DRAIN MANHOLE
- ⊕ WATER METER
- ⊕ SIGN
- ⊕ FENCE
- ⊕ CLEAN OUT
- ⊕ PAINTED ARROWS
- ⊕ TITLE REPORT EXCEPTION
- ⊕ BENCHMARK
- ⊕ UTILITY POLE/LIGHT POLE
- ⊕ GUY WIRE
- ⊕ TRAFFIC SIGNAL POLE
- ⊕ TREE LINE
- ⊕ TREE (SIZE AS NOTED)

EXISTING CONDITIONS PLAN
REGENCY CENTERS

4508 WALNEY ROAD
SULLY ELECTION DISTRICT
FAIRFAX COUNTY, VIRGINIA

FILE NO. SS137002	BOHLER ENGINEERING		22638 DAVIS DRIVE, SUITE 250 STERLING, VIRGINIA 20164 703.709.9500 • 703.709.9501 FAX
FIELD DATE 08/05/15	CREW CHIEF M.S./S.E.	DRAWN S.U.	REVIEWED K.A.W.
	APPROVED R.T.	SCALE 1" = 50'	



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

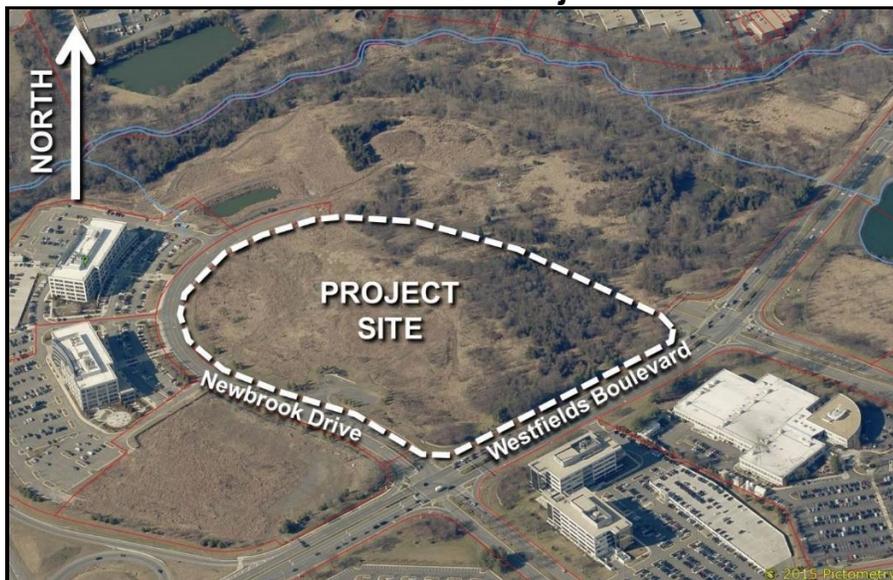
APPLICATION DESCRIPTION

The applicant, Regency Centers Acquisition, LLC, requests approval of a Proffered Condition Amendment (PCA), Conceptual Development Plan Amendment (CDPA), and Final Development Plan Amendment (FDPA) for the development of 186,000 square feet (sq. ft.) of retail uses at an overall Floor Area Ratio (FAR) of 0.20. The proposal includes a retail establishment-large of 140,000 sq. ft. and a cluster of five smaller buildings, totaling 46,000 sq. ft., for other retail, restaurant, shopping center, and supporting uses.

The uses would be developed within the Newbrook Drive loop and would occupy Land Bays B and C of the larger Commonwealth Centre, a 100.81-acre development previously approved for office, hotel, and retail uses, and a child care facility. Land Bay B (adjacent to Westfields Boulevard) is currently approved for two buildings with retail and secondary uses on the ground floor and office uses on the second floor. Land Bay C (at the northern end of Newbrook Drive) is currently approved for two hotels and a third, one-story building, for secondary uses such as a restaurant or child care center.

Previous Comprehensive Plan guidance for the project site (Land Unit J of the Dulles Suburban Center) anticipated a mix of uses including office, conference center/hotel, industrial flex, and industrial uses at an average FAR of 0.50. Plan Amendment (PA) 2015-III-DS1, adopted on September 22, 2015, revised the guidance and included an allowance for retail uses up to an intensity of 0.20 FAR (approximately 183,000 sq. ft. of retail uses), provided that various retail performance criteria would be met (see the Land Use Analysis for a discussion of these performance criteria).

Aerial View of the Project Site



Deviation Requested:

The applicant requests a deviation to the Tree Preservation Target, pursuant to Section 12-0508.3A of the PFM, in favor of the alternatives as shown on the proposed plan and as conditioned.

A reduced copy of the Conceptual Development Plan Amendment/Final Development Plan Amendment (CDPA/FDPA) is included at the front of this report. Copies of the applicant's draft proffers, draft FDPA conditions, affidavits, and the statement of justification are included in Appendices 1 through 4. The most recently approved proffers, CDP, and development conditions for PCA and FDPA 2006-SU-025 are included in Appendices 5, 6, and 7, respectively. Proffers for RZ 2006-SU-025 are included in Appendix 8. Agency analyses are included in Appendices 9 through 17. The applicable Comprehensive Plan text is included in Appendix 18 and the applicable Zoning Ordinance standards are included in Appendix 19.

LOCATION AND CHARACTER

Site Description:

The 20.97-acre project site is comprised of a portion of Tax Map 44-1 ((1)) 6, which itself contains a total of 72.85 acres, and is located on the northeast quadrant of the intersection of Newbrook Drive/Park Meadow Drive and Westfields Boulevard, approximately 1,250 feet to the east of Sully Road (Route 28). The project site would be contained within the Newbrook Drive loop road. Slightly more than half of the loop road has already been constructed (from the intersection of Newbrook Drive/Park Meadow Drive and Westfields Boulevard and proceeding northwest). The site is generally an open field with scattered trees, shrubs, and meadow vegetation. A small temporary paved parking area is located on the west side of the site adjacent to Newbrook Drive and approximately 400 feet northwest of its intersection with Westfields Boulevard. Canopy and ornamental trees have been planted along the Westfields Boulevard frontage, which also includes a low, ornamental stone wall.

Project Site (view to east)



Westfields Boulevard Frontage (view to northeast)



A summary of the surrounding land use, zoning, and Comprehensive Plan recommendations is provided in the following table:

SURROUNDING AREA DESCRIPTION			
Direction	Use	Zoning	Comprehensive Plan Recommendation
Northeast	Stream corridor (Flatlick Branch); stormwater management facilities associated with the Commonwealth Centre development (wet pond and dry pond)	PDC	Mixed Uses
Southeast	Office buildings; Westfields Boulevard	I-3; I-4	Mixed Uses
Southwest	Vacant (Commonwealth Centre)	PDC	Mixed Uses
Northwest	Office buildings; parking structure; wet pond (Commonwealth Centre)	PDC	Mixed Uses

BACKGROUND

A summary of previous land use approvals is provided in the following table:

File Number	Approval Date	Description
RZ 78-S-063	November 25, 1985	RZ approved to amend the zoning map for 712.04 acres from R-C, I-3, I-4, and I-5 to I-3, I-4, and I-5 (Westfields). The rezoning was subject to proffers, but no development plan was proffered.
PCA 78-S-063-05	October 15, 2007	PCA approved for the removal of 100.81 acres (including the current property) from RZ 78-S-063.

RZ 2006-SU-025	October 15, 2007	RZ approved (concurrent with PCA 78-S-063-05) to amend the zoning map for 100.81 acres from I-3 to PDC for a mixed-use development of office, hotel, retail, and other supporting uses (Commonwealth Centre) with an overall FAR of 0.32.
FDPA 2006-SU-025	June 11, 2009	FDPA approved to permit options for structured parking decks in Land Bay A, a free-standing child care facility in Land Bay C, and a child care use in Land Bay A (in an office building).
PCA 2006-SU-025	July 13, 2009	PCA approved to amend the approved zoning on a mixed-use development to allow locations for child care facilities and structured parking decks.

COMPREHENSIVE PLAN PROVISIONS

Plan Area: III
Planning District: Dulles Suburban Center
Land Unit: J
Plan Map: Mixed Uses

Excerpts from Fairfax County Comprehensive Plan, 2013 Edition, Area III, Dulles Suburban Center, Amended through 9-22-2015, Dulles Suburban Center Land Unit Recommendations:

1. *“Land Unit J is planned and approved for office, conference center/hotel, industrial/flex and industrial use at an average of .50 FAR except as noted in Land Use Recommendations 6 and 7 below. Future development should be consistent with the character of the existing development. High quality landscaping should be maintained throughout the land unit.*

It is desirable that development in this land unit be designed to enhance transit serviceability. This can be achieved by placing buildings closer together or to the road; designing them around plazas; utilizing approaches to bring employees within walking distance of transit facilities or otherwise facilitating transit-oriented development.” (Page 141)

8. *“Parcel 44-1 ((1)) 6 consists of approximately 73 acres and is part of the Commonwealth Centre development, located north of the Westfields Boulevard and Newbrook Drive/Park Meadow Drive intersection. Like other property in Land Unit J, this parcel is planned for office, conference center/hotel, industrial/flex and industrial use up to an intensity of .50 FAR.*

As an option, retail uses may be appropriate up to an intensity of .20 FAR on 21 acres located north of Westfields Boulevard, within the loop road of Newbrook Drive. The following conditions should be met to implement this option:

- *In order to create a sense of place, a network of well-connected public spaces should be provided. Plazas and open spaces should be designed to function*

as public places for peoples to gather and linger and help to integrate the proposed retail with the existing and planned office uses at Commonwealth Centre.

- *The option will either result in fewer peak hour trips than the planned base level uses consistent with the Performance Criteria for Optional Uses or the development will mitigate negative transportation impacts to Westfields Boulevard and nearby intersections and not degrade the LOS below what it would be with implementation of the base level Plan. If such improvements and proposed mitigations are not possible, intensity should be reduced accordingly.*
- *The site layout and building design should link the open space to the EQC and stormwater management pond, located to the north of Newbrook Drive, to create a shared amenity area.*
- *The site layout should provide for connectivity with adjoining properties and connect to the existing pedestrian sidewalk and trail network.*
- *Drive through uses are discouraged.” (Pages 145-146)*

A complete listing of current and relevant Comprehensive Plan text is included in Appendix 18.

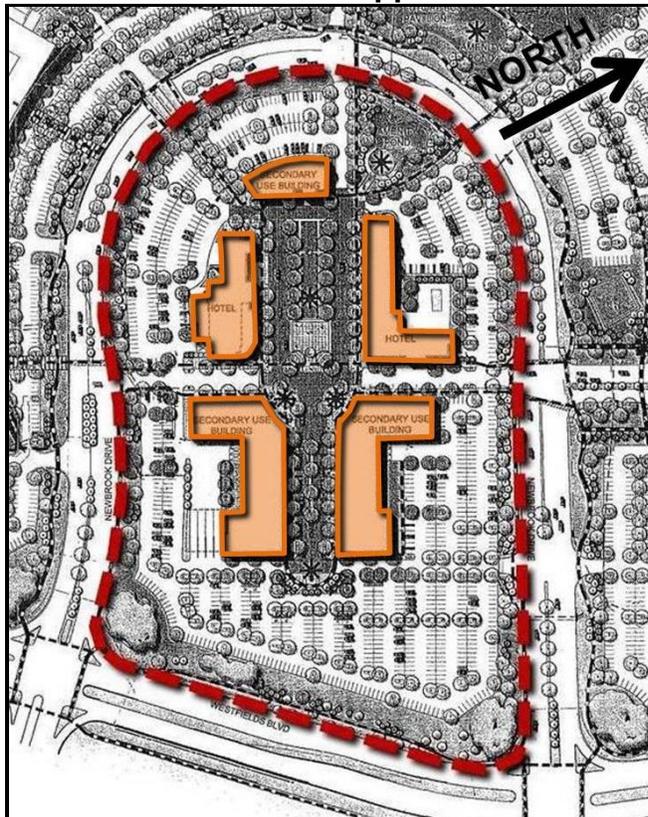
ANALYSIS

Development Plan: (copy at front of staff report)
Title: Regency Centers
Prepared by: Bohler Engineering
Date: February 16, 2015, as revised through
September 16, 2015
Number of Pages: 18

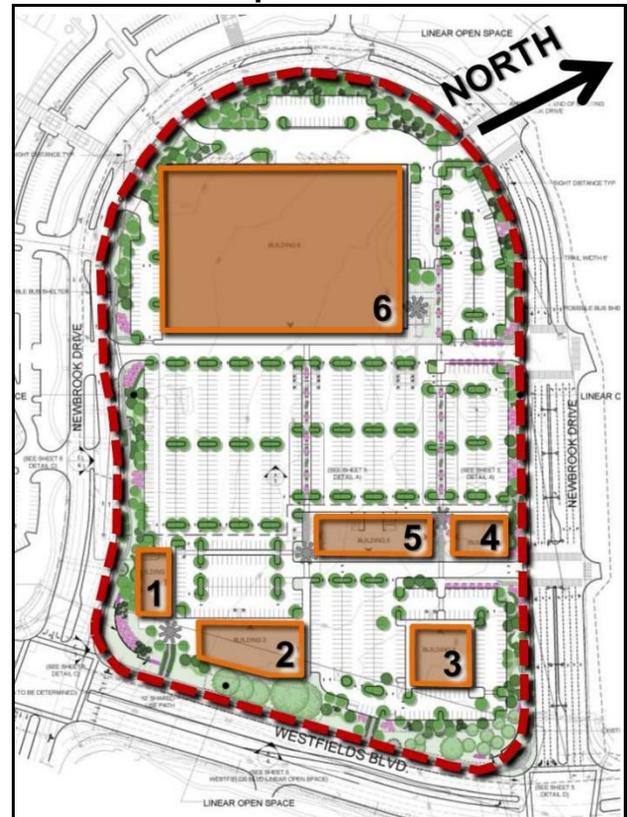
Proposal:

The applicant proposes to amend the proffers, CDP and FDPA for Land Bays B and C of the Commonwealth Centre development, previously approved for 338,400 sq. ft. of office, hotel, and retail uses to permit the development of 186,000 sq. ft. of retail and restaurant uses, including a retail sales establishment-large of 140,000 sq. ft. The retail sales establishment-large (Building 6) is planned as a grocery store and is proposed within Land Bay C (to the north). Five separate retail buildings (Buildings 1 through 5), including a stand-alone restaurant, are proposed in Land Bay B (to the south, along Westfields Boulevard). The five buildings would be clustered and aligned to facilitate the creation of shared-use plazas and pedestrian pathways between the buildings. Buildings would have a maximum height of 45 feet, but with an allowance for a clock tower of 80 feet on the proposed grocery store.

Previous Approval



Proposed Plan



A landscaped linear open space of approximately 40 feet wide would be installed around the perimeter of the site, within the Newbrook Drive loop road and to the north of Westfields Boulevard. Two north-south pedestrian connections are also proposed through the main parking lot through the center of the site.

The applicant proposes the completion of the Newbrook Drive loop road to the north of Westfields Boulevard. The loop road would remain a private road. The Newbrook Drive loop would extend across Westfields Boulevard to join with the existing Newbrook Drive (to the east) and extend across Westfields Boulevard to join the existing Park Meadow Drive (to the west).

Access and Parking:

Access to the development is provided from Newbrook Drive. Three full-movement customer entrances, a right-in/right-out employee entrance, and two truck access points are planned.

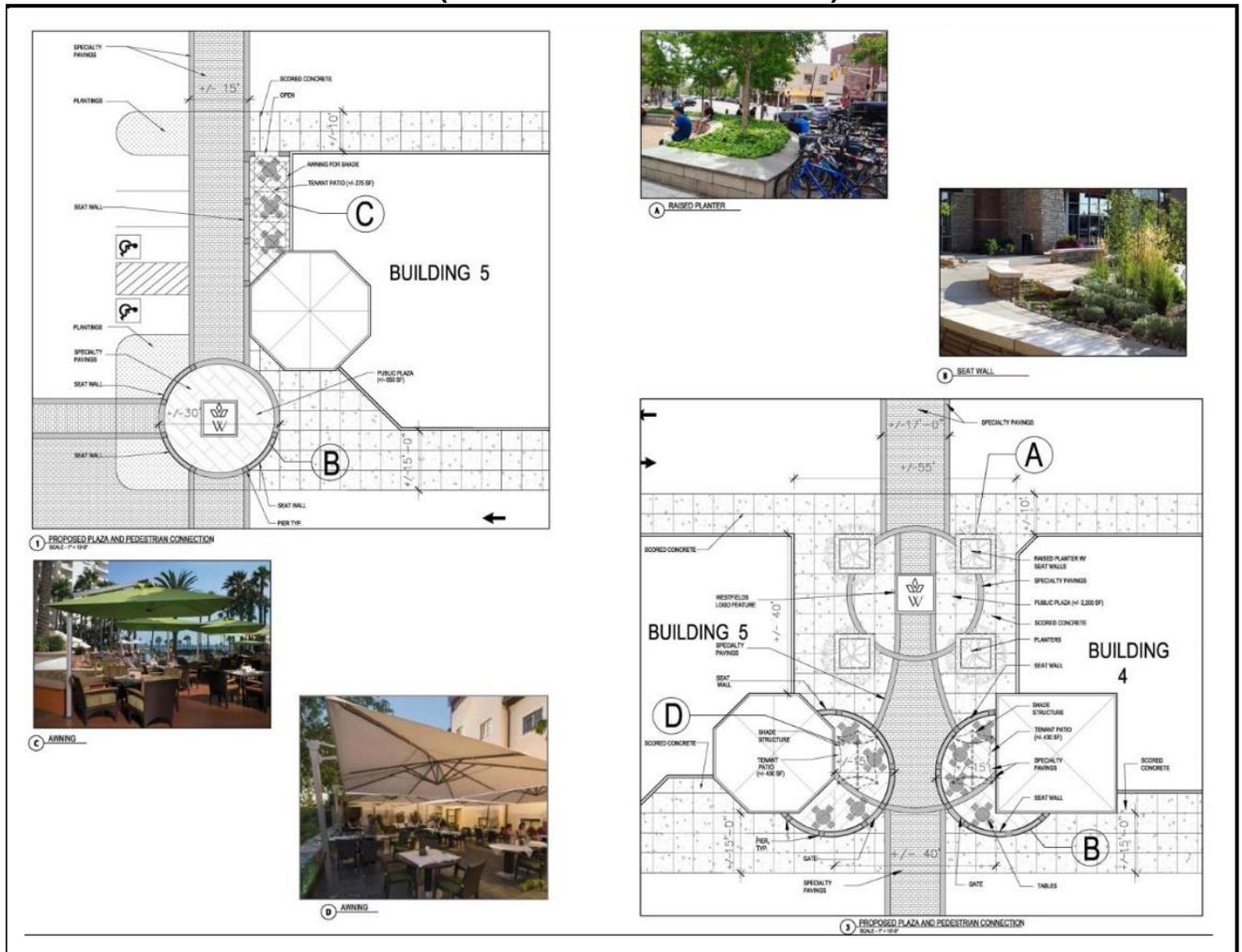
Customer parking for the grocery store is provided to the south (front) of the proposed building; employee parking is provided to the east, west, and north of the building; and a truck loading area is provided to the north (rear) of the building. Customer parking for Buildings 1 through 5 is generally clustered around those buildings within the southern portion of the development.

The applicant proposes 1,036 parking spaces and 14 loading spaces. Initial calculations show that 744 parking spaces and 14 loading spaces would be required. The final parking tabulations would be calculated during the site plan review process for the specific uses proposed.

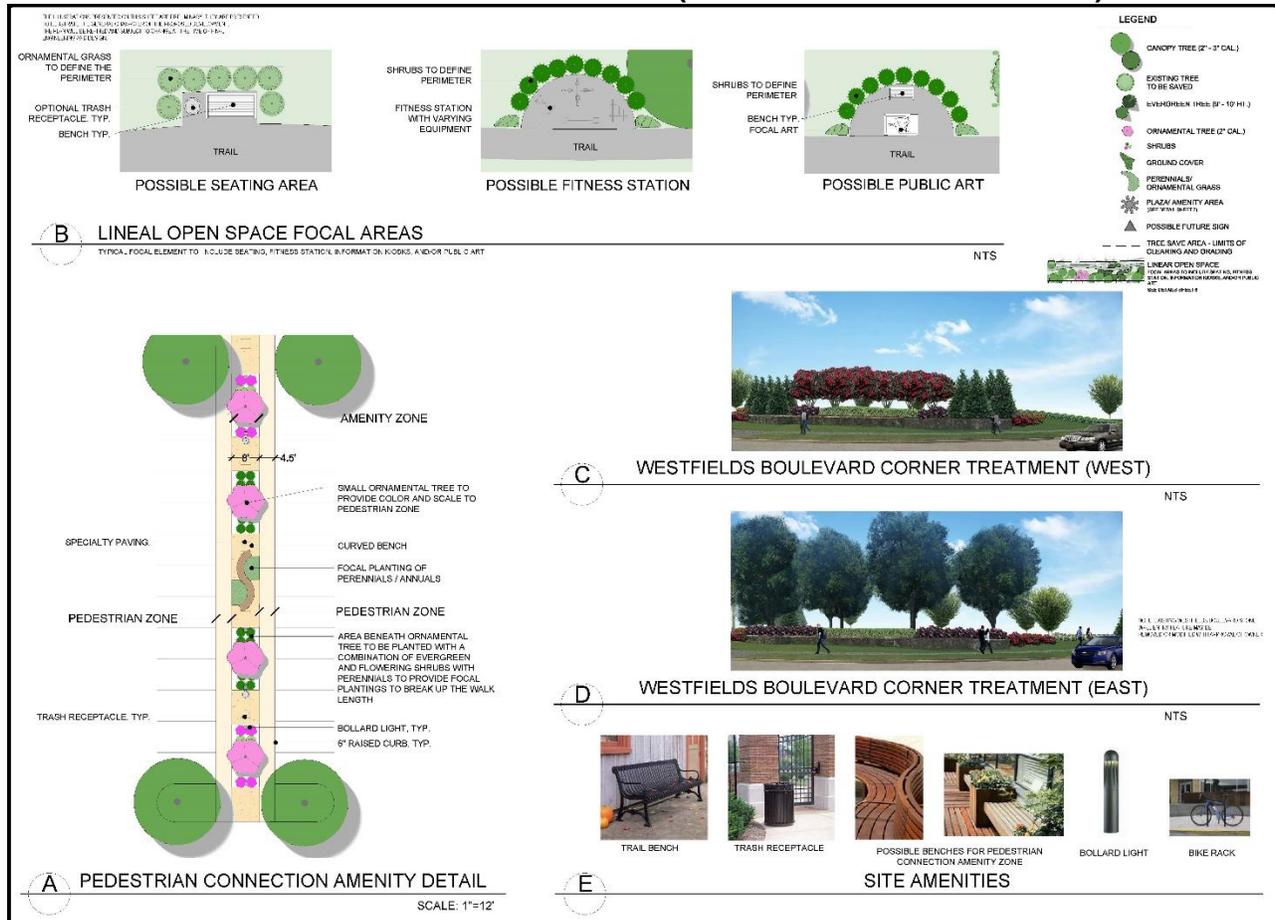
Open Spaces:

Open spaces proposed as part of the application include four plazas, pedestrian pathways, and a linear park along Newbrook Drive. The plazas are proposed between Buildings 1 and 2, between Buildings 4 and 5, to the west of Building 5, and to the east of Building 6, and are intended to complement the retail uses. Two pedestrian pathways would be placed through the parking areas to connect the retail uses to the south with the grocery store to the north. An approximately 40-foot wide linear park would be located along the periphery of the site, adjacent to Newbrook Drive. A pedestrian path would be constructed within the linear park and along the Westfields Boulevard frontage. Each of the pedestrian pathways would be landscaped.

Plazas (see Sheet 8 of CDPA/FDPA)



Pedestrian Paths and Amenities (see Sheet 5 of CDPA/FDPA)



Stormwater Management:

Stormwater would be managed through the use of off-site facilities within the larger Commonwealth Centre area, which include a wet pond, amenity pond, and dry pond. The PCA does not change the land-use assumptions upon which the existing stormwater management facilities were designed and implemented.

Land Use Analysis (Appendix 9)

Comprehensive Plan guidance for the project site (Land Unit J of the Dulles Suburban Center) anticipates a mix of uses including office, conference center/hotel, industrial flex, and industrial uses at an average FAR of 0.50. Plan Amendment (PA) 2015-III-DS1, adopted on September 22, 2015, revised the guidance and now includes an allowance for retail uses within the Newbrook Drive loop up to an intensity of 0.20 FAR (approximately 183,000 sq. ft. of retail uses), provided that the following conditions are met to implement this option:

- *A network of well-connected public spaces is provided to create a sense of place, including plazas and open spaces;*
- *The option results in fewer peak hour trips than the planned base levels for the anticipated land uses or the development mitigates negative transportation*

impacts to Westfields Boulevard and nearby intersections and does not degrade the Level of Service (LOS) below what it would be with implementation of the base level plan. If roadway improvements and mitigations are not possible, the intensity should be reduced;

- *The site layout and building design link the open space to the Environmental Quality Corridor (EQC) and stormwater management pond, located to the north, to create a shared amenity area;*
- *The site layout provides for connectivity with adjoining properties and connects to the existing sidewalk and trail network; and*
- *Drive through uses are discouraged.*

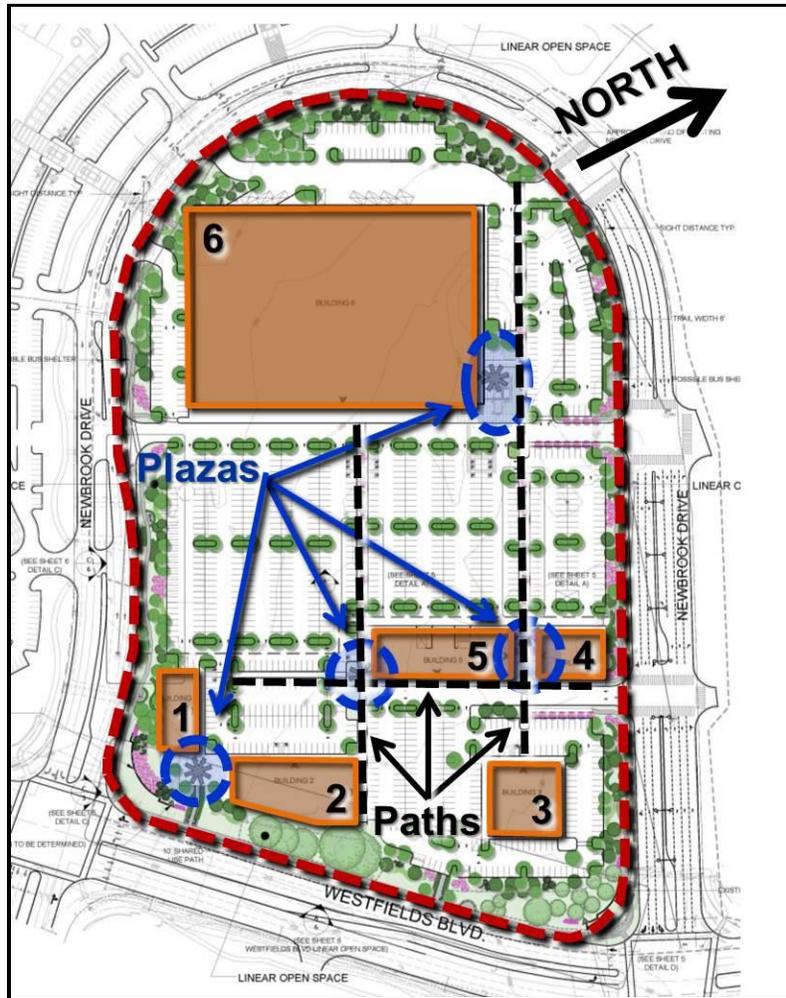
Development is to be consistent with the character of the existing development and high quality landscaping is to be maintained throughout the land unit.

The land unit is to be designed to enhance transit serviceability through measures such as: placing buildings closer together or to roads; designing them around plazas; utilizing approaches to bring employees within walking distance of transit facilities; or otherwise facilitating transit-oriented development.

Adequate parklands and recreational facilities should be provided to meet the needs of the Dulles Suburban Center workforce, residents, and visitors. Active recreation facilities should be incorporated into both non-residential and residential development.

The Comprehensive Plan emphasizes the importance of pedestrian connectivity and open spaces. Staff review of the project noted that a ten-foot wide shared use asphalt trail is proposed along Westfields Boulevard, which would connect to a six-foot wide concrete sidewalk along Newbrook Drive. The Newbrook Drive sidewalk would be designed as a passive linear path with amenities such as fitness stations, seating, information kiosks, and/or public art, which could serve the nearby existing and future office uses. Crosswalks are also proposed across Newbrook Drive to connect pedestrians to adjacent sites, including the EQC area, which addresses two Comprehensive Plan criteria for retail uses on the application site. Four plazas are planned, which would be connected by walkways. Scored concrete, plantings, seating, and lighting are key design features of the proposed plazas and walkways, which would help distinguish the public spaces and pedestrian access through the parking area and around the buildings. The proposed dimensions and details shown on Sheets 5 through 8 of the plan are intended to create an engaging and safe pedestrian experience.

Internal Plazas and Pedestrian Paths



In regards to timing, staff encouraged the applicant to adopt a comprehensive approach to completing the plazas, pedestrian paths, and amenities, including landscaping. Specifically, it would be desirable for the applicant to build the linear path and amenities along Newbrook Drive at the same time, given that the internal plazas and pedestrian links would be incrementally developed.

In response to staff comments, the applicant proposes to construct the sidewalk within the Newbrook Drive Linear Open Space prior to the issuance of the Non-Residential Use Permit (Non-RUP) for Building 6, while the remaining elements of the Linear Open Space would be constructed prior to the issuance of the Non-RUP for the third building in Land Bay B (See Proffer 14). The trail along Westfields Boulevard is proposed to be constructed prior to the issuance of the first Non-RUP for the first Building constructed in Land Bay B (See Proffer 8.A.i.(b)). Proffer 14.A. commits the applicant to execute the public spaces (plazas) as each adjacent building is constructed. All other on-site sidewalks and/or trails not located in public rights-of-way are to be constructed concurrent with the development of the property (see Proffer 19).

While pedestrian facilities and amenities would not all be constructed at the same time, the phased provision of these facilities would provide the necessary improvements at the time that increased demand for such facilities is expected and would promote the creation of an engaging and safe pedestrian experience.

Another key component of the Comprehensive Plan relates to traffic impacts, as described above. It is anticipated, based on information provided by the applicant, that the proposed retail development would generate more trips when compared to the previously approved uses. The applicant proposes off-site road improvements, including turn lanes and the removal of traffic islands, to improve traffic flow and mitigate these impacts. Transportation issues are discussed below.

Transportation Analyses – FCDOT (Appendix 10) and VDOT (Appendix 11)

FCDOT staff noted that a Traffic Impact Analysis (TIA), dated May 6, 2015 and revised through July 13, 2015, was submitted for the proposed development. On August 12, 2015 the applicant submitted an operational analysis addendum which updated the analysis for the Westfields Boulevard/Stonecroft Intersection to reflect recent zoning approvals which were not included in the TIA. Staff found that the applicant adequately addressed staff TIA comments and the analysis was deemed acceptable.

The proposed application would complete many of the remaining transportation improvements envisioned with the previous approval for the larger Commonwealth Centre development. These improvements include frontage improvements along Westfields Boulevard; redesigning intersections to improve safety and operations for vehicles and pedestrians; providing pedestrian and bicycle facilities; improving the storage capacity for the left turn lanes at both Newbrook Drive intersections; and completing the Newbrook Drive road network within the Commonwealth Centre development. The applicant has addressed the concerns raised by FCDOT.

VDOT reviewed the subject application and did not have any objection to its approval. However, VDOT staff noted that, should there be any changes to classification of Newbrook Drive from a private street to a public roadway, provision of all elements of design standards in accordance with the latest edition of *VDOT Road Design Manual* would apply. These design standards include, but are not limited to:

- Provision of adequate sight distance, especially at the proposed entrance behind (north of) Building 6;
- Intersection spacing standards;
- Provision of adequate left and right turn storage lanes and taper; and
- Provision of adequate stormwater management.

There are no outstanding transportation issues.

Environmental Resources Analysis (Appendix 12)

Green Building:

The subject property is located within the Dulles Suburban Center, an area where the Comprehensive Plan provides specific recommendations for Green Building certification. Staff initially noted that, while the applicant offered a list of proffers regarding commitments to the Green Building policy for Buildings 1 through 5, the proffers included a number of ambiguous statements, which made it unclear that a commitment had been made. Proffer 15 has since been updated to reflect the applicant's intention to pursue LEED certification for Buildings 1 through 5.

Proffer 15 also proposes green building measures for the grocery store which are generally based on a list of items found in several LEED rating options. The applicant has included an attachment to the proffers offering a specific list of Green Building measures to achieve the goals of the Comprehensive Plan. Staff noted that, while the list is generally consistent with the "Soft Commitment List" prepared by DPZ staff for Green Building commitments for grocery stores, the applicant's proposed version contained a number of variables, which created ambiguity and precluded defining an achievable goal for each statement. In response, the applicant revised the proposed proffers consistent with staff recommendations and provided achievable goals for each statement. The Green Building guidance of the Comprehensive Plan has been adequately addressed.

Water Quality:

The subject property is proximate to the Flatlick Branch stream valley, which is part of the Cub Run watershed. A portion of the larger Commonwealth Centre is already developed and includes a wet pond and constructed bioretention area. The proposed development would include buildings, landscaped areas, grassy areas, and extensive areas of pavement. While the proposed development appears to meet the requirements of the Public Facilities Manual (PFM) through the use of the existing off-site facilities, the proposed development also provides an opportunity to include additional water quality measures, which could be incorporated into the design, such as rain gardens, infiltration swales, box filters, and porous pavers. While the applicant has not committed to any of these measures, Proffer 11 contains an allowance for the provision of additional water quality measures without the need for a PCA/CDPA/FDPA. Any final determination regarding the adequacy of the stormwater management measures for the proposed development will be made by the Department of Public Works and Environmental Services (DPWES) during site plan review.

Water quality issues have been adequately addressed.

Forestry Analysis (Appendix 13)

The site currently contains approximately 46 percent open field, 38 percent early successional forest community, nine percent landscaped tree canopy (along Westfields Boulevard), five percent maintained grass, and two percent developed

land. Nearly all of the early successional forest community is comprised of invasive species, which are not desirable for preservation.

The applicant proposes the preservation of the deciduous canopy and ornamental trees planted along the Westfields Boulevard frontage, which are the highest quality vegetation on the site, and the provision of supplemental plantings indigenous to the Middle Atlantic region to fulfill parking lot and perimeter planting requirements.

The applicant has also requested a deviation to the Tree Preservation Target. Meeting the Tree Preservation Target would preclude the development of uses or densities otherwise allowed by the Zoning Ordinance and anticipated by the Comprehensive Plan. The proposal is unable to take advantage of the high-quality tree preservation areas designated as part of the original 100.81-acre rezoning, as these areas are off-site of the current application area and are associated primarily with the Flatlick Branch stream corridor. However, the proposal would preserve approximately the same amount of forest resources as previously approved for the current application property within the Newbrook Drive loop.

Urban Forest Management Division (UFMD) staff reviewed the application and noted the following:

- The CDPA/FDPA indicates that various trees are to be preserved; however, the boundary lines for tree preservation areas and the limits of clearing and grading are unclear. Although the proposed proffers refers to tree preservation areas (Proffer 13), absent the delineation of those areas on the CDPA/FDPA, no portion of the site could be considered for tree preservation. Staff recommended that the proffers include a provision for the strict observance of the limits of clearing and grading.
- Staff noted discrepancies regarding tree planting canopy calculations.

While the proffer language does not include a provision for the strict adherence to the limits of clearing and grading, staff notes that such limits shall be determined in consultation with UFMD and the applicant will be required to complete a tree preservation walk-through with UFMD staff (see Proffer 13). Additionally, the applicant shall be required to correct any discrepancies regarding canopy calculations at the time of site plan review.

Stormwater Management Analysis (Appendix 14)

According to the applicant, water quality control and stormwater detention requirements would be satisfied by existing off-site facilities located within the larger Commonwealth Centre development, which discharge into the Flatlick Branch major floodplain. The proposed development does not change the assumptions, including the amount of impervious cover, upon which the current facilities were designed and constructed. Stormwater measures and calculations are included on Sheets 13-15. There are no Resource Protection Areas or regulated floodplains on the project site.

Staff noted that hydraulic computations, hydrologic computations, and stormwater routing will be reviewed during site plan review. There are no outstanding stormwater issues.

Parks and Cultural Resources Analyses (Appendices 15 & 16)

On-site Facilities:

The development plan features plaza areas and an on-site pedestrian trail system with fitness stations, benches, and landscaping. Overall, the Park Authority staff supported these on-site elements. However, the Park Authority recommended that the fitness stations be clustered together rather than be distributed along the pedestrian trail, if space was available.

In response to Park Authority recommendations, the applicant revised the plans to cluster the fitness stations.

Cultural Resources:

The Property was subjected to archival review and has been reviewed previously in June of 2006. The Property contained the Wren-Hutchinson House and Cemetery (VA state site #44FX1096) in the center of the Parcel 6 and at the northern limit of the Newbrook Drive loop road. The cemetery has been relocated, but additional graves may exist. With family cemeteries, burials are often present outside currently known cemetery boundaries. Identification of all graves and burials should be handled in accordance with the Virginia Antiquities Act.

Given the potential for other grave sites and resources, the Park Authority recommended that, if any grave sites were to be discovered during construction on the Property, that the applicant relocate the grave sites(s) in accordance with the Virginia Antiquities Act, Section 10.1-2300 of the Code of Virginia, that all work within 100 feet of that location be stopped, that the Cultural Resource Management and Protection Branch (CRMP) be notified, and that remains or associated artifacts be left in place and covered with a tarp or plywood to protect them from damage or disturbance until a representative from the CRMP can be sent.

The applicant has updated the proffers to address the recommendations regarding cultural resources. There are no outstanding parks or cultural resources issues.

Fire and Rescue Analysis (Appendix 17)

The Fire and Rescue Department stated that the application property is serviced by the Fairfax County Fire and Rescue Department Station 15, Chantilly. The next closest fire station is the West Centreville Fire and Rescue Station 38, Centreville.

Given the traffic volumes on the surrounding roads and the expected increase in emergency calls for the proposed uses, staff requested that the applicant consider a contribution for the installation of preemption equipment on two traffic signals to improve emergency response times and to reduce the potential for accidents at intersections.

Additionally, Fire and Rescue staff noted that construction of structures and buildings shall require full compliance with fire protection and access requirements listed in the Statewide Building Code, the Fairfax County Public Facilities Manual, and the Statewide Fire Prevention Code, as amended by Fairfax County, including all fire lane markings.

The applicant has updated the proffers such that, prior to the first site plan approval, the applicant shall provide \$20,000 for the installation of preemptive traffic signal devices within the Sully District.

Water Service Analysis

Water Authority staff stated that the property can be served by Fairfax Water. Adequate domestic water service is available at the site from an existing 12-inch water main located on-site. Depending upon the configuration of any proposed on-site water mains, additional water main extensions may be necessary to satisfy fire flow requirements and accommodate water quality concerns. There are no outstanding water issues.

Sanitary Sewer Analysis

DPWES staff reviewed the application. The application property is located in the Flatlick Run (T-2) watershed. It would be sewer into the Upper Occoquan Sewage Authority (UOSA) Treatment Plant. Based upon current and committed flow, there is excess capacity in the UOSA Treatment. An existing 24-inch line located on the property is adequate for the proposed use at this time. There are no outstanding sanitary sewer issues.

ZONING ORDINANCE PROVISIONS (See Appendix 19)

P-DISTRICT STANDARDS

The requested PCA/CDPA/FDPA for the 20.97-acre site must comply with the Zoning Ordinance provisions found in Article 6, Planned Development District Regulations, and Article 16, Development Plans, among others.

Section 6-201 - Purpose and Intent

This section states that "[t]he 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 [sic] 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."

The development proposes commercial uses at an FAR of 0.20 with 16 percent open space. Buildings 1 through 5 would be clustered and aligned to facilitate the creation of shared-use plazas and pedestrian pathways between the buildings. Two north-south pedestrian connections are proposed through the main parking lot through the center of the site. Additionally, staff concludes that the proposed roadway and sidewalk improvements effectively accommodate travel between the proposed uses and the surrounding portions of Commonwealth Centre. Lastly, the applicant has committed to a landscaped linear open space of approximately 40 feet wide around the periphery of the site and the enhanced architectural treatment of all buildings, structures, and plazas. Staff concludes that the development meets the purpose and intent of the PDC District.

Section 6-206 - Use Limitations

Several use limitations are applicable to the project.

Use Limitation 1 states that all development shall conform to the standards set forth in Part 1 of Article 16. The standards of Part 1 of Article 16 are discussed below. The proposed uses conform to these standards.

Use Limitation 2 states that all uses shall comply with the performance standards set forth in Article 14. The proposal will be required to comply with the performance standards of Article 14, including noise and outdoor lighting.

Use Limitation 3 states that when a use presented in Sect. 203 above as a Group or Category use is being considered for approval on a final development plan, the standards set forth in Articles 8 or 9 shall be used as a guide. The proposed retail sales establishment-large was evaluated for conformance with Article 9, as discussed below.

Use Limitation 4 states that all uses permitted pursuant to the approval of a final development plan shall be in substantial conformance with the approved final development plan as provided for in Sect. 16-403. Sect. 16-403 states that "[a]pproval of a final development plan shall be a prerequisite and shall constitute authority for the applicant to prepare a site plan or a subdivision plat." The applicant is requesting concurrent approval of the FDPA by the Planning Commission.

Use Limitation 5 states that secondary uses shall be permitted only in a PDC District which contains one or more principal uses. The gross floor area of all other secondary uses shall not exceed twenty-five (25) percent of the gross floor area of all principal uses in the development.

As previously approved within the Commonwealth Centre development, secondary uses account for approximately five percent of all uses in the applicable PDC District

(76,400 sq. ft. of secondary uses out of 1,414,900 sq. ft. total), which equates to six percent of the gross floor area of all principal uses (76,400 sq. ft. of secondary uses compared to 1,338,300 sq. ft. of principal uses). The proposed uses would result in an increase in secondary uses to approximately 13 percent of all uses (173,000 sq. ft. of secondary uses out of 1,312,500 sq. ft. total), which equates to 15 percent of the gross floor area of all principal uses (173,000 sq. ft. of secondary uses compared to 1,139,500 sq. ft. of principal uses).

Use Limitation 6 states that secondary uses shall be designed so as to maintain and protect the character of adjacent properties, and shall be conducted entirely within an enclosed building, with no outside display, except those uses which by their nature must be conducted outside a building.

The proposed secondary uses have been designed to be compatible with the surrounding uses. Business would be conducted within the building, with the exception of seasonal outdoor displays for the grocery store. Proffer 16.C. limits the outdoor display of goods for sale to the front of the grocery store and contains a provision that such displays not impede vehicular or pedestrian circulation.

Use Limitation 7 states that service stations, service station/mini-marts and vehicle light service establishments shall be permitted only under the following conditions:

A. "Located in a commercial center consisting of not less than three (3) commercial establishments, such commercial establishments to be other than automobile-related."

B. "There shall be no vehicle or tool rental and no outdoor storage or display of goods offered for sale, except for the outdoor storage or display of goods permitted at a service station or service station/mini-mart. In addition, no wrecked, inoperative or abandoned vehicles may be temporarily stored outdoors for a period in excess of seventy-two (72) hours and there shall be no more than two (2) such vehicles on site at any one time."

Proffer 5 would prohibit service stations, service station/mini-marts and vehicle light service establishments.

Use Limitation 8 states that signs shall be permitted only in accordance with the provisions of Article 12, and off-street parking and loading facilities and private streets shall be provided in conformance with the provisions of Article 11.

Proffer 18 states that signage for the proposed uses shall comply with Article 12 of the Zoning Ordinance or with a comprehensive sign plan, as approved by the Westfields Architectural Review Board and the Planning Commission.

Use Limitation 10 (Subpar. A) states that fast food restaurants shall be permitted only in accordance with the following:

Fast food restaurants may be permitted as a secondary use when shown on an

approved final development plan, and provided such use is located in a nonresidential structure containing at least one (1) other permitted principal or secondary use, in accordance with the following:

- (1) Such fast food restaurants shall be oriented to cater primarily to occupants and/or employees in the structure in which located, or of that structure and adjacent structures in the same building complex which are accessible via a clearly designated pedestrian circulation system; and*
- (2) Such use(s) shall comprise not more than fifteen (15) percent of the gross floor area of the structure.*

Fast-food restaurants without drive-through windows are proposed as permitted Secondary Uses under Proffer 4. Any proposed fast food restaurant would be required to comply with the provisions of Sect. 6-206 of the Zoning Ordinance.

Section 16-101 - General Standards

General Standard 1 states that 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. The Comprehensive Plan states that retail uses may be appropriate up to an intensity of 0.20 FAR for the subject site, which equates to a Gross Floor Area (GFA) of 182,690 sq. ft. The proposed maximum GFA is 186,000 sq. ft., which is within two percent of the anticipated GFA. Staff feels that the proposed GFA is in substantial conformance with the Comprehensive Plan and, as discussed previously in the Land Use Analysis section of this report, generally satisfies the recommendations of the Comprehensive Plan.

General Standard 2 states that 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. The proposal includes 16 percent open space, which includes shared-use plazas, tree preservation areas, pedestrian pathways connecting the buildings, seating areas, exercise stations, internal landscape areas, and a landscaped linear open space. Transportation facilities have been designed to facilitate circulation within and to the site. Staff concludes that the planned development district facilitates the integration of the proposed uses in a manner not typically associated with a conventional commercial zoning district surrounded by office uses and that the proposed uses coordinate with the overall Commonwealth Centre development and the larger Westfields development.

General Standard 3 states that 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. The planned development would efficiently integrate the six proposed retail buildings into a coherent and well-connected design. Sheets 4, 5, 6, 10, and 11 of the CDPA/FDPA

provide details regarding tree preservation, planting, and landscape computations. The landscape plan would yield approximately 92,000 square feet of tree canopy, including the preservation of mature canopy and ornamental trees along Westfields Boulevard. Proffers include details regarding the proposed landscaping and buffer treatments. While the project site contains only limited notable natural features when compared to the larger Commonwealth Centre development, the proposed design is tied into the larger development, which preserved and enhanced several natural features, including the Flatlick Branch Stream Valley. Staff feels that this standard has been met.

General Standard 4 states that 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. The surrounding Commonwealth Centre development encompasses approximately 101 acres and has been approved for approximately 1.4 million sq. ft. of commercial uses. The proposed retail uses would be able to serve the employees and visitors of the adjacent office complexes in both the Commonwealth Centre and Westfields developments. Vehicular, bicycle, and pedestrian travel ways have been designed to facilitate connectivity between these uses. Additionally, the proposal includes 16 percent open space and compatible building types. A Conceptual Landscape Plan, Landscape Details, and Plaza Details are included on Sheets 4, 5-6, and 7-8, respectively, of the CDPA/FDPA. Proposed Proffers 14 and 16 provide details regarding plazas and the linear open spaces and the building design and materials, respectively. Staff feels that this standard has been met.

General Standard 5 states that 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 developed. Adequate utilities are present to serve the site. Additionally, Proffers 7 through 10 include provisions for road improvements to Westfields Boulevard, including additional lanes, pedestrian crosswalks, the removal of traffic islands, and traffic signal timing modifications; the completion of the Newbrook Drive loop road; two bus shelters; and bicycle parking. Staff feels that this standard has been satisfied.

General Standard 6 states that 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. The proposal includes vehicular and pedestrian connections to and within the development. Pedestrian linkages join the buildings and plazas within the site; a linear path would allow pedestrian movement around the perimeter of the site; and crosswalks would allow connectivity to the surrounding uses. Staff feels that this standard has been satisfied.

Section 16-102 - Design Standards

While it is the intent of the Zoning Ordinance 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 apply:

Design Standard 1 states that 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. The most similar conventional zoning district to the Commonwealth Centre development, including the application property, is the I-3 District, whose requirements are shown below:

Zoning District Requirements

I-3 (Light Intensity Industrial District) Lot Requirements & Parking (Article 5, Part 3; & Article 11, Part 1)		
Standard	Required	Provided
Min. Lot Area	40,000 sf	20.97 acres
Min. Lot Width	100 feet	+/- 762 feet
Max. Building Height	75 feet	45 feet*
Front Yard	45° angle of bulk plane, not less than 40 feet	40 feet
Maximum FAR	0.40	0.20
Min. Open Space	15%	16%
Parking	744	1,036
Loading	14	14

* The applicant proposes a clock tower, a maximum of 80 feet in height, in Land Bay C. In accordance with Sect. 2-506 of the Zoning Ordinance, the height limitations of the Ordinance “shall not apply to accessory structures or uses such as barns, silos, chimneys, spires, cupolas, gables, penthouses, scenery lofts, domes, flagpoles, purple martin birdhouses, flues, monuments, television antennas, water towers, water tanks, smoke-stacks, or other similar roof structures and mechanical appurtenances,” subject to various provisions.

The proposal meets all of the lot, bulk, and parking requirements of the associated I-3 District as listed above.

With these commitments, staff feels that the proposal generally complements the office development on the adjacent properties and meets the bulk regulations and landscaping and screening provisions of the I-3 District.

Design Standard 2 states that 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. The CDPA/FDPA depicts 16 percent of the site remaining as open space, which is comprised of landscape areas, seating areas, and walkways. The development would provide 1,036 parking spaces, while 744 spaces are required and would provide 14 loading spaces, (as required). Staff feels this standard has been met.

Design Standard 3 states that 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. The applicant proposes two bus shelters, a trail along Westfields Boulevard, a trail around the perimeter of the site, pedestrian paths within the project site to connect the retail uses and the plazas, and crosswalks to connect the project site to the surrounding uses. Staff feels that this standard has been met.

Section 9-533 - Additional Standards for Retail Sales Establishments-Large

Retail Sales Establishments-Large are permitted as a secondary use in a PDC District (Sect. 6-203 of the Zoning Ordinance) that contains one or more principal uses, only when such uses are presented on an approved final development plan prepared in accordance with the provisions of Article 16 (previously discussed); subject to the use limitations in Sect. 6-206 (previously discussed); and in accordance with the Additional Standards for Retail Sales Establishments-Large, as discussed below.

Standard 1 requires that a retail sales establishment-large will be compatible with and not adversely impact adjacent properties and the local area road system. The Board may impose such conditions and restrictions which it may deem necessary to ensure compatibility and to mitigate adverse impacts, which may include, but not be limited to, hours of operation and other operational restrictions; site development or design standards; and transitional screening and landscaping requirements.

The proposed retail establishment-large would be located at the northern portion of the site, internal to the Commonwealth Centre development and would be served by Newbrook Drive. The applicant proposes two primary customer entrances, one right-in/right-out for employee parking, and two truck entry/exit points from Newbrook Drive. Both intersections of Westfields Boulevard and Newbrook Drive would be redesigned to eliminate the traffic islands, which are being removed due to operational and safety concerns, and to facilitate the safe movement of vehicles onto and from Newbrook Drive. Traffic would be “encouraged” to use the eastern entrance to Newbrook Drive from Westfields Boulevard in order to allow adequate vehicle stacking and to optimize the operation of both Newbrook Drive intersections with Westfields Boulevard. Transitional screening and landscaping would be planted

within an approximately 40-foot wide linear park around the periphery of the site adjacent to Newbrook Drive. This standard has been met.

Standard 2 requires a determination that parking as required by Article 11 is provided and is designed in such a manner as to minimize impacts on adjacent properties through the use of methods which may include, but are not limited to, structured parking, location and distribution of parking, and landscaping techniques. All required parking shall be provided on-site.

All parking has been provided on-site. The applicant proposes a linear open space around the periphery of the site with an undulating berm to screen the parking from Newbrook Drive. Two landscaped pedestrian walkways will be built through the main parking area to the retail sales establishment-large, which will further screen the parking and provide visual relief to the parking area. This standard has been met.

Standard 3 requires the coordination of pedestrian and bicycle circulation on-site and on adjacent properties for the purpose of maximizing ease of inter-parcel and intra-parcel movement. The applicant has committed to bicycle parking for patrons and employees. Pedestrian paths are proposed to facilitate inter-parcel and intra-parcel movement. This standard has been met.

Standard 4 requires safe and convenient access, to minimize any potential conflicts between service and delivery vehicles, passenger vehicles and pedestrian traffic. The retail establishment-large would receive shipments through a rear loading dock with an entrance separate from employee and customer parking areas. This standard has been met.

Standard 5 requires that the use be designed to minimize noise from impacting adjacent properties. The proposed use would be subject to the noise standards of Section 108 of the County Code. This standard has been met.

Standard 6 requires outdoor lighting to be designed to minimize the impacts of glare, light trespass, and overlighting and to promote a safe and secure environment for pedestrian and vehicular traffic. Such lighting shall be subject to the provisions of Part 9 of Article 14. The proposed use would be subject to the lighting standards of Part 9 of Article 14 of the Zoning Ordinance. This standard has been met.

Standard 7 requires structures to be designed to protect the character of the neighborhood in which located through the use of architectural design and site design methods. The proposed uses would meet all lot size and bulk regulations of the Zoning Ordinance. Proffers are proposed to address the architectural finishing of the buildings. The development would incorporate public spaces, pedestrian connections, landscaping, and screening materials. This standard has been met.

Standard 8 requires that all business, service, storage, and display of goods be conducted within a completely enclosed building, and all refuse shall be contained in completely enclosed facilities, with the exception of outdoor seating, service, storage

and display that is clearly subordinate to the retail sales use and which may be allowed subject to specific conditions.

No outdoor storage would be allowed in association with Buildings 1 through 5. Outdoor storage would be allowed in front of the grocery store, provided that storage of goods does not impede vehicular or pedestrian circulation (see Proffer 16.C.). All dumpsters would be screened on four sides by opaque materials (see Proffer 17).

Standard 9 requires that all signs be in scale and harmony with the development and located and sized to ensure convenience to the visitor, user, or occupant while not adding to street clutter or detracting from the character of the surrounding properties.

Proffer 20 states that signage for the proposed uses shall comply with Article 12 of the Zoning Ordinance or with a comprehensive sign plan, as approved by the Westfields Architectural Review Board and the Planning Commission. The Commonwealth Centre was previously approved for a comprehensive sign plan (CSP 2006-SU-025). This standard has been met.

Staff concludes that the retail sales establishment-large meets the standards of Sect. 9-533 of the Zoning Ordinance.

DEVIATION

Tree Preservation Target

The applicant requests a deviation to the Tree Preservation Target, pursuant to Section 12-0508.3A of the PFM, in favor of the alternatives as shown on the proposed plan and as conditioned.

The site currently contains approximately 46 percent open field, 38 percent early successional forest community, nine percent landscaped tree canopy (along Westfields Boulevard), five percent maintained grass, and two percent developed land. Almost all of the early successional forest community is comprised of invasive species, which are not desirable for preservation. Additionally, meeting the Tree Preservation Target would preclude the development of uses or densities otherwise allowed by the Zoning Ordinance and anticipated by the Comprehensive Plan. The proposal is unable to take advantage of the tree preservation areas designated as part of the original 100.81-acre rezoning, as these areas are off-site and associated primarily with the Flatlick Branch stream corridor. However, the proposal would preserve approximately the same amount of forest resources as the previously approved PCA for the area within the Newbrook Drive loop. Staff notes that the applicant proposes the preservation of the landscape trees planted along the Westfields Boulevard frontage, which are the highest quality vegetation on the site, and that supplemental plantings would be indigenous to the Middle Atlantic region.

Sect. 12-0508.3 of the Public Facilities Manual states that the Director may approve a deviation from the site's Tree Preservation Target when meeting the Tree

Preservation Target would preclude the development of uses or densities otherwise allowed by the Zoning Ordinance or would require the preservation of trees that do not meet standards for health and structural condition and other vegetation and risk management requirements.

Given the above conditions, staff supports the deviation request in favor of the alternatives as shown on the proposed plan and as conditioned.

CONCLUSIONS AND RECOMMENDATIONS

Staff Conclusions

Staff concludes that the proposed development is consistent with the general land use guidance of the Comprehensive Plan, is at an intensity anticipated by the Comprehensive Plan, would adequately modify the roadways in the area to serve the proposed uses, would accommodate walking and bicycling, has been designed to ensure compatibility with the surrounding community, and would maintain the design capacity of the affected off-site stormwater management facilities.

Recommendations

Staff recommends approval of PCA 2006-SU-025-02, subject to the execution of proffers consistent with those contained in Appendix 1.

Staff recommends approval of FDPA 2006-SU-025-02, subject to the proposed development conditions contained in Appendix 2.

Staff recommends approval of the deviation to the Tree Preservation Target, in favor of the alternatives as shown on the proposed plan and as conditioned.

It should be noted that it is not the intent of staff to recommend that the Board, in adopting any conditions proffered by the owners, relieve the applicants/owners from compliance with the provisions of any applicable ordinances, regulations, or adopted standards. The approval of these applications do not interfere with, abrogate, or annul any easements, covenants, or other agreements between parties, as they may apply to the properties subject to these applications.

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. PCA 2006-SU-025-02: Proposed Proffers
2. FDPA 2006-SU-025-02: Proposed Conditions
3. Affidavit
4. Statement of Justification

5. PCA 2006-SU-025: Previously Approved Proffers
6. PCA 2006-SU-025: Previously Approved Plan
7. FDPA 2006-SU-025: Previously Approved Conditions
8. RZ 2006-SU-025: Previously Approved Proffers
9. Land Use Analysis – DPZ/PD
10. Transportation Analysis – FCDOT
11. Transportation Analysis – VDOT
12. Environmental Resources Analysis – DPZ/PD
13. Forestry Analysis – DPWES/UFMD
14. Stormwater Management Analysis – DPWES/SDID
15. Parks Analysis – FCPA
16. Cultural Resources Analysis - FCPA
17. Fire and Rescue Analysis – Department of Fire & Rescue
18. Comprehensive Plan Excerpts
19. Applicable Zoning Ordinance Standards
20. Glossary of Terms

COMMONWEALTH CENTRE AT WESTFIELDS
PCA 2006-SU-025-02
CDPA 2006-SU-025

PROFFER STATEMENT

August 6, 2015
August 28, 2015
September 16, 2015
September 29, 2015

Pursuant to Section 15.2-2303(A) of the Code of Virginia, 1950, as amended, and subject to the Fairfax County Board of Supervisors' (the "Board") approval of this application PCA 2006-SU-025-02 (the "Application"), Regency Centers Acquisition, LLC, (the "Applicant and Contract Purchaser") and Commonwealth Centre Investors, LLC, (the "Property Owner"), for themselves and their successors and assigns, hereby proffer that development of Fairfax County Tax Map Parcel 44-1-((1))-6 (Part), containing approximately 20.97 acres and otherwise described as Land Bays B and C of Commonwealth Centre (the "Property"), shall be in conformance with the following proffered conditions, which shall replace and supersede all previous proffers that pertain to the Property. In the event this application is denied, these proffers shall immediately be null and void and the previous proffers approved in RZ 2006-SU-025 dated September 27, 2007 (the "Original Proffers") and PCA 2006-SU-025 dated June 8, 2009 (the "Amended Proffers") shall remain in full force and effect. In any event, the Original Proffers and Amended Proffers shall continue to remain in full force and effect with respect to Land Bays A, D, E and F of Commonwealth Centre.

GENERAL

1. **Substantial Conformance.** The Property shall be developed in substantial conformance with the Conceptual Development Plan Amendment/Final Development Plan Amendment ("CDPA/FDPA") consisting of eighteen (18) sheets, dated February 16, 2015 and revised through September 16, 2015, prepared by Bohler Engineering, and further modified by these proffered conditions.
2. **Final Development Plan Amendments.** Notwithstanding that the CDPA consists of Sheets 1 through 18 and said CDPA is the subject of Paragraph 1 above, it shall be understood that (i) the CDPA shall consist of the entire plan shown on Sheet 3 relative to the general layout, points of access to the existing public street network, maximum square footage of development on the Property, peripheral setbacks, limits of clearing and grading, and the minimum amount of open space on the Property; and (ii) the Applicant has the option to request Final Development Plan Amendment ("FDPA") approvals from the Planning Commission in accordance with Section 16-402 of the Zoning Ordinance with respect to the remaining elements.
3. **Minor Modifications.** Pursuant to Section 16-403 of the Zoning Ordinance, minor modifications from the approved CDPA/FDPA may be permitted as determined by the Zoning Administrator. The Applicant shall have the flexibility to modify the layout shown

on the CDPA/FDPA provided such changes are in substantial conformance with the CDPA/FDPA and proffers and do not increase the overall amount of gross floor area, increase building heights, or decrease the amount of open space or peripheral setbacks shown to be provided on the Property. The Applicant shall have the flexibility to modify the layout shown on the CDPA/FDPA as required by the Westfields Business Owners Association ("WBOA") or Architectural Review Board so long as the modifications are in substantial conformance with the CDPA/FDPA.

4. **Permitted Uses.** The following uses shall be allowed on the Property:

A. PDC District "Principal Uses" Permitted.

- Business service and supply service establishments
- Eating establishments
- Financial institutions (without drive-through) and/or bank teller machines, unmanned
- Garment cleaning establishments, with no processing on-site
- Hotels
- Offices, including medical offices/urgent medical care with no overnight stay
- Personal service establishments
- Public uses
- Repair service establishments, not to include auto repair service establishments
- Retail sales establishments

B. PDC District "Secondary Uses" Permitted.

- Accessory uses and accessory service uses as permitted by Article 10
- Amusement arcades
- Fast food restaurants, without drive-through windows
- Quick-service food stores
- Retail sales establishments – large
- Vehicle rental establishments, limited by the provisions of Sect. 9-518
- Billiard and pool halls
- Health clubs
- Medical care facilities
- Private clubs and public benefit associations
- Veterinary hospitals, without boarding or kennel facilities
- Child care centers

5. **Prohibited Uses.** The following uses shall not be established on the Property:

- Service stations
- Service station/mini-mart
- Vehicle light service establishments
- Vehicle sale and ancillary service establishments

- Motel
 - Light public utility
 - Commercial off-street parking as a principal use
 - Transportation facilities
 - Vehicle transportation service establishments
 - Auto repair service establishments
 - Adult bookstore, adult video store or adult motion picture theatre
 - Tattoo establishment
 - Drive-through uses
6. **Building Heights.** Notwithstanding that shown on the CDPA/FDPA, building heights for the proposed buildings shall be in accordance with the provisions of the Fairfax County Zoning Ordinance. Any clock tower architectural feature provided with the proposed grocery store (Building 6), which is excluded from the maximum height limitations in Sect. 2-506 of the Zoning Ordinance, shall not exceed 80 feet in height.

TRANSPORTATION IMPROVEMENTS

7. **Definition of "Completed".** For purposes of these transportation proffers, the term "completed" shall mean constructed and available for use by the public.
8. **Road Improvements.** The following road improvements as generally shown on Sheet 9 of the CDPA/FDPA shall be completed by the Applicant and/or the Property Owner, subject to and as approved by VDOT and the Fairfax County Department of Public Works & Environmental Services ("DPWES"), prior to issuance of the first Non-RUP for Land Bay B or C, whichever first occurs:
- A. **Westfields Boulevard.**
- i. **Westbound Frontage Improvements.**
- (a) ***Additional Westbound Lane.*** Add a third westbound travel lane along the Property's frontage on Westfields Boulevard between the intersection of Newbrook Drive and Park Meadow Drive (the "Third Westfields Lane") to create a shared through-right turn lane (including restriping the existing right turn lane before the eastern intersection with Newbrook Drive) and then an exclusive northbound right turn lane from westbound Westfields Boulevard onto northbound Route 28 west of the Park Meadow/Newbrook intersection.
- (b) ***Westfields Boulevard Trail.*** Construct a ten-foot (10') wide asphalt shared-use path along the Property's frontage in the general location shown on the CDPA/FDPA (the "Westfields Trail"). The Westfields Trail shall be located within a 15-foot (15') public access easement to be granted to Fairfax County as part of site plan approval for Land Bay B. The Westfields Trail shall be constructed

prior to issuance of the first Non-RUP for the first building constructed in Land Bay B.

- ii. Eastbound Improvements. Convert the existing right turn lane to a shared through-right turn lane from the northbound Route 28 exit ramp through the Park Meadow Drive/Newbrook Drive intersection as may be approved by VDOT.
- iii. Park Meadow Drive/(Western) Newbrook Intersection.
 - (a) **Existing Channelized Islands**. Subject to VDOT approval and upon receipt of all necessary off-site rights-of-way and easements, the Applicant shall remove the four (4) existing channelized islands ("Porkchops") and reconstruct the curb radii on all four (4) corners of the intersection.
 - (b) **Pedestrian Crosswalks**. If not already completed and subject to VDOT approval, pedestrian crosswalk striping and pedestrian signal heads and push buttons shall be provided on all four (4) legs of the intersection.
 - (c) **Dual Eastbound Left Turn Lanes**. Provide dual, channelized left-turn lanes from eastbound Westfields Boulevard onto northbound Newbrook Drive. Subject to VDOT approval, the eastbound left-turn lanes shall include construction of a raised median within the right-of-way of Westfields Boulevard in order to separate turning vehicles from through vehicles and to preclude left turns from northbound Route 28 onto northbound Newbrook Drive at this western intersection.
 - (d) **Lane Configuration on Newbrook Drive and Park Meadow Drive**. Restripe Newbrook Drive to provide a southbound left turn lane, a through-right turn lane, and an exclusive right-turn lane, all subject to VDOT approval. Restripe Park Meadow Drive as shown on Sheet 9 of the CDPA/FDPA, subject to VDOT approval. In the event VDOT designates an alternate striping plan, then the Applicant shall complete said alternative plan. In such event, no CDPA and/or FDPA shall be required.
 - (e) Per Paragraph 8(A)(v), provide traffic signal modifications to address the above intersection improvements, lane re-striping, and pedestrian crossings.
- iv. (Eastern) Newbrook Intersection.
 - (a) **Existing Channelized Islands**. Subject to VDOT approval and upon receipt of all necessary off-site rights-of-way and easements,

the Applicant shall remove the two (2) existing Porkchops and reconstruct the curb radii on these two corners of the intersection.

- (b) ***Pedestrian Crosswalks.*** If not already completed and subject to VDOT approval, pedestrian crosswalk striping and pedestrian signal heads and push buttons, shall be provided on all four (4) legs of the intersection.
 - (c) ***Dual Eastbound Left Turn Lanes.*** Provide dual eastbound left-turn lanes onto northbound Newbrook Drive, as more particularly shown on the CDPA/FDPA.
 - (d) ***Lane Configuration on Newbrook Drive.*** Restripe Newbrook Drive to provide a northbound through lane, subject to VDOT approval. In the event VDOT designates an alternate striping plan, then the Applicant shall complete said alternative plan.
 - (e) Per Paragraph 8(A)(v), provide traffic signal modifications to address the above intersection improvements, lane re-striping, and pedestrian crossings.
- v. **Traffic Signal Timing Modifications.** If determined necessary by VDOT, at site plan approval for Land Bay B or C, whichever comes first, submit a traffic signal timing modification analysis to VDOT for Westfields Boulevard at its intersections with Walney Road, Newbrook Drive and Newbrook Drive/Park Meadow Drive. Such respective traffic signal timing modification analysis shall be for the purpose of determining whether adjustments to the signal timings at these intersections are warranted due to the additional lane configurations as set forth in this Proffer 8A. In the event that VDOT determines that adjustments to any such signal timings are warranted, then the Applicant shall make such adjustments prior to issuance of the Non-RUP for Building 6 (grocery store) on the Property. Should no timing adjustments be deemed necessary at these existing traffic signals based upon such respective analyses, then the Applicant's respective obligation for traffic signal timing modification under this proffer shall be deemed satisfied.
- vi. **Traffic Signal Coordination.** Coincident with any signal modifications associated with the Property and subject to VDOT approval, the Applicant and/or the Property Owner shall make such adjustments to the Westfields Boulevard corridor to coordinate the signals at the Westfields Boulevard/Walney Road, Westfields Boulevard/Newbrook Drive and Westfields Boulevard/Newbrook Drive/Park Meadow Drive intersections.

B. **Newbrook Drive (Private Street).**

- i. **Construction of Newbrook Drive.** Complete the proposed Newbrook Drive, connecting it on the east to Westfields Boulevard in the general locations and configuration (including turn lanes and medians) shown on the CDPA/FDPA ("Newbrook Drive"). Newbrook Drive shall be designed and maintained as a private street. The Applicant and/or Property Owner reserves the right to modify the geometrics of Newbrook Drive at time of site plan in consultation with Fairfax County Department of Transportation ("FCDOT") and/or VDOT. The Applicant and/or the Property Owner may install one or more speed table(s) or similar traffic control mechanisms across Newbrook Drive at locations determined by the Applicant and/or the Property Owner and approved by DPWES to facilitate pedestrian crossings of Newbrook Drive. The Applicant and/or the Property Owner reserves the right (but shall not be obligated) to install reinforced concrete or similar material on those portions of Newbrook Drive over which transit buses may be expected to travel.
- ii. **Public Access Easement.** At the time of record plat recordation, the Applicant shall cause to be recorded among the land records a public access easement running to the benefit of Fairfax County, in a form acceptable to the County Attorney, over the private streets and sidewalks. Such facilities shall be maintained by the Applicant and/or Property Owner.
- iii. **Signage to Westfields Boulevard.** Complete and maintain on-site signage which directs vehicles destined for southbound Route 28 and westbound Westfields Boulevard to exit Newbrook Drive at its eastern loop intersection with Westfields Boulevard in order to reduce weaving movements along westbound Westfields Boulevard immediately prior to its interchange with Route 28.

C. **Transportation Improvement Timing.** Notwithstanding the foregoing, however, upon demonstration by the Applicant and/or the Property Owner that, despite diligent efforts or due to factors beyond the Applicant's and/or the Property Owner's control, the required removals and/or improvements have been delayed (such as the inability to secure off-site rights-of-way or VDOT approval) beyond the required time set forth above, the Zoning Administrator may agree to a later date for completion of the removal and/or construction of the required road improvements and/or traffic signal modifications.

D. **VDOT Evaluation.** Changes from the CDPA/FDPA may be permitted in response to the review of site plans by VDOT, including adjustments to tree locations, lane use/pavement markings, signage, road alignments, traffic controls, the streetscape (including the landscaping and trail/sidewalks), without requiring approval of a PCA or an amendment to the CDPA/FDPA provided such modifications are approved by DPZ in consultation with other applicable agencies as determined by DPZ, which may include FCDOT, UFMD of DPWES, and the Zoning

Administrator, and are in substantial conformance with the CDPA/FDPA and these proffers.

In the event VDOT does not approve any of the design waivers filed in support of the CDPA/FDPA, then the Applicant shall meet with FCDOT and VDOT to determine the impacts of any denials on the CDPA/FDPA. If modifications to the CDPA/FDPA are required, the Applicant, with notice to FCDOT, shall meet with DPZ to determine if such modifications may be permitted in accordance with Proffer 3.

The aforesaid notwithstanding, should VDOT not approve the waivers permitting the proffered shared through-right turn lane onto Newbrook Drive from westbound Westfields Boulevard at its eastern or western intersections with Newbrook Drive, then the Applicant shall take such steps as are necessary to provide a right turn lane, two through lanes, and a left turn lane on Westfields Boulevard at this intersection, which adjustment shall be deemed to be in substantial conformance with the CDPA/FDPA and these proffers.

9. **Bus Shelter.** Only to the extent existing need for service is demonstrated by Fairfax County, the Applicant or Property Owner shall install no more than two (2) bus shelters (the "Bus Shelter(s)") on the Property in the general location(s) shown on Sheet 3 of the CDPA/FDPA or in an alternate location such as along Westfields Boulevard as otherwise approved by FCDOT as part of site plan approval for Land Bay B or C, as may be applicable. The design and materials of the Bus Shelter(s) shall be of similar size and quality to those of a typical bus shelter installed elsewhere in Fairfax County and shall include benches and trash receptacles. The Applicant shall be responsible for the general maintenance and upkeep of the Bus Shelter(s), including trash removal.
10. **Bicycle Parking.** The Applicant shall provide bicycle racks throughout the Property, the specific locations of which shall be determined at the time of site plan subject to the approval of FCDOT. The bicycle racks shall be inverted U-style racks or other design approved by FCDOT. The total number, including the sixteen provided with the grocery store, of bicycle parking/storage spaces shall be consistent with the Fairfax County Policy and Guidelines for Bicycle Parking for each building or group of buildings.

ENVIRONMENTAL, LANDSCAPING AND OPEN SPACE

11. **Stormwater Management.** Stormwater Management/Best Management Practices ("SWM/BMPs") for the Property shall be provided pursuant to the overall SWM/BMP plan previously constructed offsite on other portions of Tax Map Parcel 44-1-((1))-6 pursuant to Site Plan 6178-SP-091-2 for Commonwealth Centre. Stormwater Management Ordinance determination #6178-SWOD-001-1 was approved by DPWES on February 3, 2015. Other low impact development water quality measures may be installed on the Property at the option and sole discretion of the Applicant without the need for a PCA/CDPA/FDPA.

12. **Landscape Plan.** Landscaping shall be generally consistent with the quality, quantity and locations shown, respectively, on the Conceptual Landscape Plan included as Sheets 4, 5 and 6 of the CDPA/FDPA ("Conceptual Landscape Plan"), which illustrate the plantings and other features to be provided on the Property, including streetscapes, plazas, and linear open space area. The Conceptual Landscape Plan is conceptual in nature and the tree species and planting locations may be modified by the Applicant, in coordination with UFMD, as part of final engineering and building design, provided such modifications provide a similar quality and quantity of landscape plantings and materials as shown on the Conceptual Landscape Plan.
 - A. **Landscape Pre-Installation Meeting.** Prior to installation of plants to meet requirements of the approved Landscape Plan, the Applicant/Contractor/ Developer shall coordinate a pre-installation meeting on site with the landscape contractor and UFMD. Any proposed changes to the location of planting, size of trees/shrubs, and any proposed plant substitutions for species specified on the approved plan shall be reviewed at this time and must be approved prior to plantings. The installation of plants in lieu of plants specified on the approved Landscape Plan, and not previously approved by UFMD, may require submission of a revision to the Landscape Plan or removal and replacement with approved material.

Field location of planting material, when required by the approved Landscape Plan, shall be reviewed at the pre-installation meeting. The Applicant/Contractor/ Developer shall stake proposed individual planting locations prior to the pre-installation meeting. Stakes shall be adjusted, as needed, during the course of the meeting as determined by UFMD staff based on discussion with the Applicant and the Applicant's agents.

 - B. **Native, Non-Invasive Species.** All landscaping provided shall be native to the mid-Atlantic region to the extent available and feasible, and shall be non-invasive (meaning the Applicant shall not use any plant species identified in the 2014, or latest version, Virginia Invasive Plant Species List published by the Virginia Department of Conservation and Recreation). The Applicant reserves the right, in consultation with and approval by UFMD, to modify the exact species to be used, such as when plant materials are not available or have been deemed by UFMD to no longer be appropriate.

13. **Tree Preservation.** The Applicant shall submit a Tree Preservation Plan and Narrative (the "Tree Preservation Plan") for the Property's Westfields Boulevard frontage as part of the first and all subsequent site plan submissions for Land Bay B. The Tree Preservation Plan shall be prepared by a Certified Arborist or a Registered Consulting Arborist and shall be subject to the review and approval of the UFMD. The Tree Preservation Plan shall include a tree inventory that identifies the location, species, critical root zone, size, crown spread and condition analysis percentage rating for individual trees, living or dead, with trunks ten (10) inches in diameter and greater (measured at 4½ feet from the base of the trunk or as otherwise allowed in the latest edition of the Guide for Plant Appraisal published by the International Society of Arboriculture), located within 25 feet outside of the proposed limits of clearing and grading in the undisturbed area and within 10 feet of the proposed limits of clearing and grading in the area to be disturbed. All trees inventoried shall be tagged in the field so they can be easily identified. The Tree Preservation Plan shall provide for the preservation of those areas shown for tree preservation on the CDPA/FDPA, outside of the limits of disturbance. The Tree Preservation Plan shall include all items specified in PFM Sections 12-0507 and 12-0509 as amended or replaced. Specific tree preservation activities that will maximize the survivability of any tree identified to be preserved, such as: crown pruning, root pruning, mulching, fertilization, bio-char derived from wood and compost amendments, Cambistat, compost tea, and others as necessary, determined by the certified arborist shall be included in the Tree Preservation Plan.

A. **Tree Preservation Fencing.** All trees shown to be preserved on the Tree Preservation Plan shall be protected by tree protection fencing. Tree protection fencing in the form of four-foot (4') high, fourteen (14) gauge welded wire attached to six-foot (6') steel posts driven eighteen (18) inches into the ground and placed no further than ten (10) feet apart, or super silt fence to the extent that required trenching for super silt fence does not sever or wound compression roots which can lead to structural failure and/or uprooting of trees, shall be erected at the limits of clearing and grading as shown on the phase I & II erosion and sediment control sheets, as may be modified by the "Root Pruning" proffer herein.

All tree protection fencing shall be installed after the tree preservation walk-through meeting but prior to any clearing and grading activities. The installation of all tree protection fencing shall be performed under the direct supervision of a certified arborist, and accomplished in a manner that does not harm existing vegetation that is to be preserved. Three (3) business days prior to the commencement of any clearing or grading activities, but subsequent to the installation of the tree protection devices, UFMD shall be notified and given the opportunity to inspect the Property to ensure that all tree protection devices have been correctly installed. If it is determined that the fencing has not been installed correctly, no grading or construction activities shall occur until the fencing is installed correctly, as determined by UFMD.

B. **Root Pruning.** The Applicant shall root prune, as needed to comply with the tree preservation requirements of these proffers. All treatments shall be clearly identified, labeled, and detailed on the erosion and sediment control sheets of the

Land Bay B site plan. The details for these treatments shall be reviewed and approved by UFMD, accomplished in a manner that protects affected and adjacent vegetation to be preserved, and may include, but not be limited to the following:

- Root pruning shall be done with a trencher or vibratory plow to a depth of 18-24 inches.
- Root pruning shall take place prior to any clearing and grading.
- Root Pruning shall be conducted with the supervision of the Certified Arborist or Registered Consulting Arborist.
- UFMD shall be informed when all root pruning and tree protection fence installation is complete.

C. **Tree Preservation Walk-Through.** The Applicant shall retain the services of a certified arborist and/or a Registered Consulting Arborist and shall have the limits of clearing and grading marked with a continuous line of flagging prior to the walk-through meeting. During the tree preservation walk-through meeting, the Applicant's certified arborist, registered consulting arborist or landscape architect shall walk the limits of clearing and grading with UFMD to determine where adjustments to the clearing limits can be made to increase the area of tree preservation and/or to increase the survivability of trees at the edge of the limits of clearing and grading, and such adjustment shall be implemented. The Applicant shall invite a representative or representatives from the WBOA on the site walk. Trees that are identified as dead or dying may be removed as part of the clearing operation. Any tree that is so designated shall be removed using a chain saw and such removal shall be accomplished in a manner that avoids damage to surrounding trees and associated understory vegetation. If a stump must be removed, this shall be done using a stump-grinding machine in a manner causing as little disturbance as possible to adjacent trees and associated understory vegetation and soil conditions.

D. **Limits of Clearing and Grading.** The Applicant shall conform to the limits of clearing and grading as shown on the CDPA/FDPA, subject to allowances specified in these Proffers and for the installation of utilities and/or trails as determined necessary by the Director of DPWES, as described herein. If it is determined necessary to install utilities and/or trails in areas protected by the limits of clearing and grading as shown on the CDPA/FDPA, they shall be located in the least disruptive manner necessary as determined by the Applicant and UFMD. A replanting plan shall be developed and implemented, subject to approval by UFMD, for any areas protected by the limits of clearing and grading that must be disturbed for such trails or utilities. Alteration of the limits of clearing and grading due to the circumstances described above shall not require the approval of a PCA, CDPA, or FDPA.

E. **Site Monitoring.** During any clearing on the Property, a representative of the Applicant shall be present to monitor the clearing and ensure that the activities are conducted in substantial conformance with these Proffers and as approved by UFMD. The Applicant shall retain the services of a certified arborist or a

Registered Consulting Arborist to monitor all construction and tree preservation efforts in order to ensure conformance with all tree preservation commitments and UFMD approvals. The monitoring schedule shall be described and detailed in the Tree Preservation Plan, and reviewed and approved by UFMD.

- F. **Existing Westfields Stone Walls.** In the event the existing stone wall(s) located at the corners of Westfields Boulevard are either removed or modified, any work shall be accomplished without impacting the existing trees to be preserved as shown on the CDPA/FDPA. All work shall be done by hand, and any use of power tools will be limited to small, hand-operated equipment. Any work requiring the use of larger motorized equipment such as, but not limited to, tree transplanting spades, skid loaders, tractors, trucks, stump-grinders, or any accessory or attachment connected to such equipment shall not occur unless approved in writing by the Director of UFMD, or unless the activity has been specifically addressed within the approved tree preservation plan narrative as part of the site plan.

14. **Plazas and Linear Open Space.** The Applicant shall provide public outdoor open spaces and plaza/amenities within the Property as follows:

- A. **Plazas.** To create a sense of place and public gathering areas to serve as an amenity for the Property and the local community, the Applicant shall provide public outdoor spaces (the "Public Plazas") generally in the locations shown on Sheets 7 and 8 of the CDPA/FDPA. The Public Plazas shall include both vegetation and hardscape materials and features such as, but not limited to: (i) specialty paving and landscape planters, (ii) outdoor furniture and/or benches/seating areas, and/or (iii) pedestrian-scaled lighting to activate the space at night as conceptually shown on Sheets 7 and 8 of the CDPA/FDPA. Additional amenities may be provided in the plaza areas which may include, but not be limited to, bike racks, flagpoles, walls and/or fencing. Without the necessity for a PCA, CDPA and/or FDPA, the Applicant may adjust the type and location of vegetation, the design of the open spaces, and the features/amenities comprising the Public Plazas as approved by Fairfax County Zoning Evaluation Division ("ZED") and UFMD, provided the general character and quality of the Public Plazas are consistent with Sheets 7 and 8 of the CDPA/FDPA. The Applicant shall construct the Public Plazas concurrent with the adjacent building(s).
- B. **Linear Open Space.** The Applicant shall provide a public outdoor linear open space (the "Linear Open Space") along Newbrook Drive generally in the location and configuration shown on the CDPA/FDPA. The Applicant shall provide the Linear Open Space with the intent to create a passive recreation area to serve as an amenity for the Property and the local community. The Applicant shall install a six-foot (6') wide sidewalk within the Linear Open Space as generally shown on Sheet 6 of the CDPA/FDPA. The Applicant may adjust the type and location of vegetation, sidewalk, the design of the open spaces, and the features/amenities comprising the Linear Open Space as approved by ZED and UFMD, provided the general character and quality of the Linear Open Space are consistent with Sheet 6

of the CDPA/FDPA. The Applicant shall install the sidewalk within the Linear Open Space prior to the issuance of the Non-RUP for Building 6. The Applicant shall install the remaining elements of the Linear Open Space prior to the issuance of the Non-RUP for the third building in Land Bay B to be constructed on the Property.

- C. **Features/Amenities.** The specific features/amenities such as, but not limited to, landscape planters, outdoor furniture and/or benches/seating areas, lighting, fitness stations, information kiosks, and/or public art within the public plazas and linear open space shall be pedestrian in scale, and shall be consistent with the character and quality of that shown on Sheets 5, 6, 7 and 8 of the CDPA/FDPA but may vary in terms of exact arrangement and location from that shown on the CDPA/FDPA. The features/amenities for the public plazas and linear open space shall include some unifying elements, such as, but not limited to, color or material, to complement the design and character of the architecture of the surrounding buildings. Additional features/amenities may be provided within the public plazas and/or linear open space as long as they are consistent with the design and character of the public plazas and linear open space as shown on the CDPA/FDPA.
- D. **Public Access.** As part of site plan approval, the Applicant shall grant a public access easement and an emergency vehicle access easement for the area comprising the Public Plazas and Linear Open Space to Fairfax County as shown on the CDPA/FDPA. The public access easement shall provide that the Public Plazas and Linear Open Space shall, at a minimum, be open to the general public from sunrise to sunset, provided that the Applicant reserves the right to: (i) establish reasonable rules and regulations governing the use of the Public Plazas and Linear Open Space, (ii) temporarily limit access to the Public Plazas and Linear Open Space for reasonable periods of time for purposes of safety, construction and/or maintenance, and (iii) temporarily limit access to the Public Plazas and parking spaces as may be necessary to host programmed quasi-public community-oriented events such as, but not limited to, seasonal farmers markets, festivals, and promotional events, subject to necessary permits and/or approvals.

15. **Green Building Practices.**

Buildings 1 through 5. The Applicant shall pursue certification for Buildings 1 through 5 through one of the Leadership in Energy and Environmental Design ("LEED") rating systems of the Green Building Certification Institute ("GBCI"). The Applicant shall include, as part of the site plan submission and building plan submission, a list of specific credits within any current version of the GBCI's LEED®-NC rating system, LEED-CS, LEED for Retail, LEED-Campus or other LEED rating system determined to be applicable to the building(s) by the GBCI, that the Applicant anticipates attaining. A LEED accredited professional (LEED-AP), who is also a professional engineer, licensed architect, licensed landscape architect, or other qualified green building consultant, will provide certification statements at both the time of site plan review and the time of building plan review

confirming that the items on the list will meet at least the minimum number of credits necessary to attain LEED certification of the project.

Prior to approval of the building plan(s) for Buildings 1-5 in Land Bay B, the Applicant shall post a "green building escrow," in the form of cash or a letter of credit from a financial institute acceptable to DPWES as defined in the PFM, in the amount of \$25,000 per building. In the event the Applicant elects to attain LEED Certification under the current version of the LEED-Campus rating system (for multiple buildings on a shared site) for Buildings 1-5; the Applicant shall post a green building escrow in the form of cash or a letter of credit from a financial institution acceptable to DPWES as defined in the PFM, in the amount of \$92,000 (which is based on the LEED-Campus rating system of \$2 per square foot based on the total gross floor area for Buildings 1-5). In the event the Applicant elects to attain LEED Certification under the current version of the LEED-Campus rating system for any number fewer than five of the buildings in Land Bay B, the Applicant shall post a green building escrow for those buildings in the form of cash or a letter of credit from a financial institution acceptable to DPWES as defined in the PFM in the amount arrived at by reducing \$92,000 on a pro-rata basis for the total building area of the requested buildings, as compared to the total area of all the buildings approved for Land Bay B. Additionally, in such an event, for any building not included as part of the LEED-Campus certification, the Applicant shall pursue LEED certification through another LEED rating system and post a green building escrow in the amount of \$25,000 for said building.

- i. This escrow will be in addition to and separate from other bond requirements and will be released upon demonstration of attainment of LEED Certification or higher level of certification, by the Green Building Certification Institute ("GBCI"), under any current version of the LEED-New Construction ("LEED®-NC") rating system, LEED-CS, LEED for Retail, LEED-Campus or other LEED rating system determined to be applicable by the GBCI. Upon provision to the Environment and Development Review Branch of DPZ ("EDRB"), within three years of issuance of the non-RUP for the respective building (or "campus"), of documentation from the GBCI that the building (or "campus") has attained LEED certification, the escrow will be released to Applicant.
- ii. If the Applicant provides to EDRB, within three years of issuance of the final non-RUP for the respective building (or "campus"), documentation demonstrating that LEED Certification for the building has not been attained but that the building has been determined by the GBCI to fall within three points of attainment of LEED Certification, 50% of the escrow will be released to the Applicant; the other 50% will be released to Fairfax County and will be posted to a fund within the County budget supporting implementation of County environmental initiatives.
- iii. If the Applicant fails to provide, within three years of issuance of the final non-RUP for the respective building (or "campus"), documentation to

EDRB demonstrating that the building has fallen short of LEED Certification by more than three points, the entirety of the escrow for that respective building (or "campus") will be released to Fairfax County and will be posted to a fund within the County budget supporting implementation of County environmental initiatives.

- iv. If, within three years of issuance of the non-RUP for the respective building (or "campus"), the Applicant provides documentation from the GBCI demonstrating, to the satisfaction of EDRB, that GBCI completion of the review of the LEED Certification application has been delayed through no fault of the Applicant, the Applicant's contractors or subcontractors, the time frame for provision of such documentation to EDRB may be extended as determined appropriate by the Zoning Administrator, and no release of escrowed funds shall be made to the Applicant or to Fairfax County during the extension until the appropriate determination has been made by EDRB.
- v. In addition, prior to site plan approval, the Applicant will designate the Chief of EDRB, or its designee, as a team member in the GBCI's LEED Online system. This team member will have privileges to review the project status and monitor the progress of all documents submitted by the project team, but will not be assigned responsibility for any LEED credits and will not be provided with the authority to modify any documentation or paperwork.
- vi. As an alternative to the escrow described above, the Applicant may choose at its sole discretion to pursue a certification level higher than LEED Certification, in which case the LEED-AP will provide certification statements at the time of building plan review confirming that the items on the list of specific credits will meet at least the minimum number of credits necessary to attain LEED Silver Certification.
 - (a) Prior to building plan approval for the building to be constructed, the Applicant shall submit documentation to EDRB regarding the GBCI's preliminary review of design-oriented credits in the LEED program. This documentation will demonstrate that the building is anticipated to attain a sufficient number of design-related credits that, along with the anticipated construction-related credits, will be sufficient to attain LEED-NC Silver Certification. Under this alternative, the Applicant is not required to provide a "green building escrow" unless the Applicant fails to provide the above referenced documentation that the building is anticipated to attain LEED-NC Silver certification. Prior to final bond release of each building site, the Applicant shall submit documentation to EDRB, confirming the status of LEED Silver Certification.
 - (b) If the Applicant is unable to provide such preliminary review of the design-related credit documentation prior to the building permit

approval but does anticipate receiving the documentation prior to the attainment of the certification, the Applicant may, prior to the issuance of the building permit, post an escrow identical to the one previously described. This escrow will be released upon submission of the documentation to EDRB from the GBCI demonstrating that the building is anticipated to attain a sufficient number of design-related credits that, along with the anticipated construction-related credits, will be sufficient to attain LEED Silver Certification.

- B. **Building 6 (Grocery Store)**. The retail-sales establishment – large ("Grocery Store") shall incorporate into the building program, at a minimum, the respective green building elements of the then-current Wegmans Sustainability Program identified in **Exhibit A**, entitled, "Grocery Store Green Building Element Checklist," dated August 28, 2015, attached hereto, which elements are based on the principles of the GBCI, under any current version of the LEED-New Construction ("LEED®-NC") rating system, LEED-CS, LEED for Retail, LEED-Campus or an alternative rating system that may be applicable at the time of the building design as determined in consultation with EDRB, DPZ. The Applicant will include, as part of the site plan submission for the building, a statement certifying that a LEED-AP who is also a professional engineer, licensed landscape architect, a licensed architect, or other qualified green building consultant is a member of the design team, and that the LEED-AP is working with the team to incorporate the green building elements identified in Exhibit A, or other equivalent green building elements, into the building.

Prior to approval of the building permit for the building, the Applicant shall post a "green building escrow," in the form of cash or a letter of credit from a financial institution acceptable to DPWES as defined in the Public Facilities Manual, in the amount of \$75,000 for the building.

The escrow will be in addition to and separate from other bond requirements and shall be released once the following conditions have been met:

- i. Prior to final construction bond release for the building, the LEED-AP shall submit a certification statement including supporting documentation as detailed below, confirming that the green building elements listed in **Exhibit A** for the building has been incorporated into the design and construction of the building.
- ii. Concurrence and acceptance of the certification statement by EDRB.

If the Chief of EDRB does not concur or accept the certification statement, and a review of the documentation determines that the green building elements have not been implemented or included in the design and construction of the building, then the Chief of EDRB shall notify the Applicant's LEED-AP. The Applicant's LEED-AP and the Chief of EDRB shall meet to discuss the potential deficiencies and to develop appropriate resolutions, which may include substitute techniques or

elements that achieve the same intended sustainability or energy conservation benefits. Thereafter, if the Applicant provides to EDRB, within two years after issuance of the final Non-RUP for the building, a revised certification statement by the LEED-AP with supporting documentation demonstrating that the green building elements, as modified by the Chief of EDRB and the LEED-AP (a) have been attained, then if accepted by EDRB, the escrow shall be released to the Applicant; or (b) have not been attained but that the building has been determined by the LEED-AP professional to provide 90% of the green building elements identified in Exhibit A for such building, 50% of the escrow will be released to the Applicant; the other 50% will be released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives.

If the Applicant fails to provide, within two years after issuance of the final Non-RUP for the building, a revised certification statement by the LEED-AP with supporting documentation to EDRB demonstrating that 90% of the green building elements identified in **Exhibit A** for the building has not been achieved, after sufficient written notice to the Applicant, the entirety of the escrow for the building will be released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives.

If the Applicant provides documentation demonstrating, to the satisfaction of EDRB, that implementation of the green building elements for the building has been delayed through no fault of the Applicant, the Applicant's contractors or subcontractors, the above two-year time frame for that building may be extended as determined appropriate by the Zoning Administrator, and no release of escrowed funds for that building shall be made to the Applicant or to the County during the extension unless the respective certification statement by the LEED-AP has been submitted to and accepted by EDRB.

SITE AND PROJECT AMENITIES

16. **Building Design and Materials.** The proposed buildings shall be designed as follows to present an attractive visual orientation toward Westfields Boulevard:
 - A. Buildings shall be architecturally finished on all four sides with similar materials, detailing and features on fronts, sides and rears of buildings.
 - B. Buildings shall consist of high quality materials, such as, but not limited to, masonry, stone, cast stone, aluminum, metal, glass, steel, split-face block and/or pre-cast panels, clay tiles, slate or wood or comparable materials. Final architectural details and accents may include other materials. Except as to Building 6, EIFS shall be limited solely to use on mechanical penthouses and architectural detailing not to exceed five percent of the building's façade.
 - C. There shall be no outdoor storage associated with Buildings 1-5 on the Property. The areas in front of the Grocery Store and/or Buildings 1-5 may be used for

outdoor display of goods for sale so long as they do not impede vehicular or pedestrian circulation.

- D. Telecommunications equipment, mechanical units, and all appurtenant facilities may be placed on the rooftop of the proposed buildings, shall comply with the applicable requirements of the Zoning Ordinance, and shall be screened and/or set back sufficiently from the perimeter of the roof so that such equipment and facilities generally are prominently not visible when viewed from Westfields Boulevard. Any antennae mounted on the face of building(s) shall be designed to be a part of the architectural treatment of the building and painted to match the building.
17. **Trash Enclosures.** Trash enclosures shall be constructed of materials that are compatible with the building design. All dumpsters shall be fully screened from view through the use of solid, opaque enclosures.
18. **Signage.**
- A. **Signs.** All signage provided on the Property shall comply with Article 12 of the Zoning Ordinance and the Westfields Development Guidelines or with a Comprehensive Sign Plan, as may be amended, approved by the Westfields Architectural Review Board and the Planning Commission.
- B. **Illegal Signs.** No temporary signs (including "popsicle" paper or cardboard signs) which are prohibited by Article 12 of the Zoning Ordinance, and no signs which are prohibited by Chapter 7 of Title 33.1 or Chapter 8 of Title 46.2 of the Code of Virginia shall be placed on or off-site by the Applicant or at the Applicant's direction to assist in the marketing and/or sale of any of the proposed retail uses located on the Property. Furthermore, the Applicant and any tenants shall direct their respective agents and employees involved in marketing the Property to adhere to this Proffer.
- C. **Retail Space Signage.** The lessor of the retail space(s) shall include within any retail lease the requirement that the lessor or the management company approve any sign application prior to its submission to the County for approval. Further, each such lease shall also include the provision that a copy of all approved sign permits shall be provided to the management company and if any sign is not approved by the County but erected, the management company has the right to remove it.
19. **Pedestrian Circulation System.** Sidewalks shall be constructed to Public Facilities Manual ("PFM") standards generally as depicted on Sheet 3 of the CDPA/FDPA. With the exception of the six-foot (6') wide sidewalk in the Linear Open Space, all sidewalks shall be constructed concurrent with the development of the Property. All onsite sidewalks and/or trails not located in public rights-of-way shall be maintained by the Applicant and/or Umbrella Owners Association. Sidewalk and trail improvements located within the existing right-of-way shall be as approved by VDOT.

20. **Open Space.** A minimum of sixteen (16%) percent of the Property shall be retained in open space.
21. **Cultural Resources.** If any grave sites are discovered during construction on the Property, the Applicant shall cease all site development activity within 100 feet of that location, shall notify the Cultural Resource Management and Protection Branch ("CRMP") as soon as possible and shall ensure that remains or associated artifacts be left in place and covered with a tarp or plywood to protect them from damage or disturbance until a representative from the CRMP can be sent. Relocation of any grave site(s) shall be in accordance with the Virginia Antiquities Act, §10.1-2300 of the Code of Virginia.
22. **Off-Site Turf Field Contribution.** At the time of issuance of the Non-RUP for Building 6, the Applicant shall contribute \$175,000 to the Fairfax County Park Authority ("FCPA") to be used in connection with the creation of a second turf (all-weather/synthetic) field at Chantilly High School. If said funds are not able to be expended for, or are not necessary for, that turf field within twenty-four (24) months after issuance of the Non-RUP for Building 6, said funds shall be used for the construction of a turf field elsewhere within the Chantilly High School pyramid area. The use of these funds shall be determined in consultation with the Sully District Supervisor and the Sully District Park Authority Board Representative.

MISCELLANEOUS

23. **Traffic Signal Preemption Devices.** Prior to the first site plan approval for the Property, the Applicant shall contribute \$20,000 to the Capital Project titled Traffic Light Signals - FRD Proffers in Fund 300-C30070, Public Safety Construction, for use in the installation of preemptive traffic signal devices on traffic signals within the Sully District, as determined by the Fire and Rescue Department and reviewed for approval by VDOT. The Applicant shall have no responsibility for the maintenance of any devices after installation.
24. **Advance Density Credit.** Advance density credit is reserved consistent with the provisions of the Fairfax County Zoning Ordinance, for all eligible dedications described herein or as may be required by Fairfax County or VDOT pursuant to the PFM, at the time of site plan approval for the Property.
25. **Location of Utilities.** Utility lines shall be generally located so as not to interfere with the landscaping concepts shown on the CDPA/FDPA. The Applicant reserves the right to make minor modifications to such landscaping to reasonably accommodate utility lines provided such relocated landscaping shall retain a generally equivalent number of plantings and shall continue to reflect the concepts illustrated on the CDPA/FDPA.

To the extent feasible and as permitted by the applicable utility companies, the Applicant shall place all utilities serving the Property underground. Upon request by the Applicant, the Zoning Administrator may waive/modify the requirement to place utilities underground without approval of a PCA upon a determination that such requirement (a) is infeasible or impractical or (b) would require the Applicant to secure easements or consents from third parties that, despite having been diligently pursued by the Applicant, are not available.

26. **Severability.** Any portion of the Property may be the subject of a PCA, CDPA, FDPA, Special Exception ("SE") and/or Special Permit ("SP") without joinder and/or consent of the owners of other portions of the Property, if such PCA, CDPA, FDPA, SE and/or SP does not have any material adverse effect on such other portions of the Property. Previously approved proffered conditions or development conditions applicable to the balance of the Property that is not the subject of the PCA, CDPA, FDPA, SE and/or SP shall otherwise remain in full force and effect.
27. **Successors and Assigns.** Each reference to "Applicant" in this Proffer Statement shall include within its meaning, and shall be binding upon, Applicant's successor(s) in interest, assigns, and/or developer(s) of the Property or any portion of the Property.
28. **Counterparts.** These Proffers may be executed in one or more counterparts, each of which when so executed shall be deemed an original and all of which when taken together shall constitute but one and the same instrument.

[SIGNATURES ON THE FOLLOWING PAGE]

REGENCY CENTERS ACQUISITION, LLC
Applicant and Contract Purchaser of the Property

BY: Regency Centers, L.P., its Manager

BY: Regency Centers Corporation, its
General Partner

By: _____
Name: _____
Title: _____

COMMONWEALTH CENTRE INVESTORS,
LLC
Title Owner of Parcel 44-1-((1))-6

By: _____
Name: _____
Title: _____

EXHIBIT A

Grocery Store Green Building Element Checklist

August 28, 2015

Green building elements for inclusion in the project:

1. The Applicant shall include a LEED®-accredited professional as a member of the design team. The LEED-accredited professional will work with the team to incorporate sustainable design elements and innovative technologies into the project with a goal of having the project attain LEED certification. At the time of site plan submission, the Applicant will provide documentation to the Environment and Development Review Branch (EDRB) of Department of Planning & Zoning (DPZ) demonstrating compliance with the commitment to engage such a professional.
2. The Applicant shall provide secure bicycle racks and/or storage for sixteen (16) bicycles within 200 yards of a building entrance. The Applicant shall provide proof of installation and plan location.
3. The Applicant shall provide preferred parking spaces for three (3) low emissions vehicles. The location of the spaces shall be labeled on the site plan and the spaces shall be demarked with Reserved for Low Emissions Vehicle Parking sign. The Applicant shall provide proof of installation and plan location.
4. Developer will address LEED site items as a part of its certification.
5. The Applicant shall install a roofing membrane with a Solar Reflectance Index (SRI) appropriate to the slope of the roof (i.e. for a low-sloped roof ($\leq 2:12$) equal to or greater than 78 for a minimum of 75% of the total roof area, and for a high-sloped roof ($> 2:12$) equal to or greater than 29). The Applicant shall provide proof of installation, roof area calculations and manufacturers' product data.
6. The Applicant shall provide a light pollution reduction strategy in excess of required codes and ordinances for interior and exterior lighting as listed below (examples include LED lighting for signage/interior lighting; reduction by automatic device below the interior lighting power maximum allowances per International Energy Conservation Code (IECC) Table 505.5.2 for all nonemergency interior luminaries with a direct line of sight to any openings in the envelope (translucent or transparent) between certain hours, with an after-hours override provided by a manual or occupant-sensing device provided the override lasts no more than 30 minutes; or for exterior lighting, the input power of exterior lighting shall be reduced (by automatic device) by more than the Zoning Ordinance's current minimum of 50%). The Applicant shall provide proof of installation and plan locations.
7. The Applicant shall install motion sensor faucets and urinal flush valves and ultralow-flow plumbing fixtures that have a maximum water usage as listed below (to be modified with

the project-specific fixtures to be included). The Applicant shall provide proof of installation and manufacturers' product data.

Water Closet (gallons per flush, gpf) 1.28

Urinal (gpf) 0.5

Showerheads (gallons per minute, gpm*) 2.0

Lavatory faucets (gpm**) 1.5

Kitchen and janitor sink faucets 2.20

Metering faucets 0.25

* When measured at a flowing water pressure of 80 pounds per square inch (psi).

** When measured at a flowing water pressure of 60 pounds per square inch (psi).

8. The Applicant shall hire a commissioning authority and develop and incorporate commissioning requirements into the design and construction of the building. The commissioning authority hired by the Applicant shall develop and implement a commissioning plan and verify the installation and performance of the systems to be commissioning, as well as preparing a final report. The Applicant shall provide the final report.
9. The project shall not have any chlorofluorocarbon (CFC) based refrigerants in any of the building systems, or not use refrigerants. The Applicant shall provide manufacturer's specification sheets for any refrigerant installed in the building.
10. The project shall demonstrate an 10% reduction in energy use, either through whole building energy simulation, or by demonstrating a reduction in energy use based on a mutually-agreed upon comparison building. The Applicant shall provide proof of energy savings, either with a report on the energy simulation, or by a report detailing the difference between the subject building and comparison building's utilities for the first six months of operation after the issuance of the Non-Residential Use Permit (Non-RUP).
11. One year after issuance of the final Non-RUP, and every year on or around that date for the subsequent five years, the Applicant shall provide nonproprietary energy and water consumption data, as practicable, for the Grocery Store building. The data will be in the format of gallons of water used and kWh used. The data shall be provided to the Chief, EDRB or their designee. This data will not be shared in disaggregated form with non-DPZ staff or Planning Commissioners without the written consent of the Applicant. The information obtained shall be for information purposes only and provision of the information will not result in any negative consequences to the Applicant. This proffer may be modified related to the amount, type, format, frequency, and scope of data provided and the duration of the data provision requirement upon the mutual agreement of DPZ and the Applicant without requiring a Proffered Condition Amendment (PCA). Additionally, if the required data cannot be obtained by the Applicant from utility providers because of applicable law, the utility provider's policy, privacy issues, legal precedence, or collection of the data is administratively burdensome to the Applicant or the County, then the Applicant or the County, as applicable, shall provide written notice to the Chief, EDRB or

the Applicant, as applicable, describing why the data cannot be obtained and/or why provision of that data is administratively burdensome. The Applicant and DPZ shall thereafter meet to discuss possible modifications to this proffer. If, after the meeting between the Applicant and DPZ, the Applicant or DPZ determines that provision of the data, as provided herein or as modified, is not practicable, then they shall provide notice of the same and the Applicant shall be relieved of the obligation to provide the data required under this proffer/condition.

12. The Applicant shall provide an area for the separation, collection and storage of glass, paper, metal, plastic and cardboard generated by both customers and employees. There shall be a dedicated area on the Property for the storage of the recycled materials. The Applicant shall provide proof of installation, installation locations and a copy of the Applicant's recycling hauling contract.
13. The Applicant shall have a construction waste management plan that consists of hiring a waste removal and diversion company to process all construction waste at a recycling center. The Applicant shall provide a copy of the waste removal contract as proof of compliance.
14. The Applicant shall install carbon dioxide (CO₂) monitors with demand control mechanical ventilation. CO₂ monitors shall be located in all occupied spaces with a design occupancy of 25 or more people per 1,000 square feet. Monitors shall be located between 3 and 6 feet above the floor. The Applicant shall configure all monitoring equipment to generate increased ventilation to restore proper ventilation levels per ASHRAE62.1-2007, or its equivalent. The Applicant shall provide proof of installation, the manufacturers' product data and installation locations.
15. The Applicant shall develop and implement a construction indoor air quality management plan during construction, meeting or exceeding the recommended control measures of the SMACNA IAQ Guidelines for Occupied Buildings Under Construction, including using MERV 8 return air grille filters on each permanently installed air handler used during construction. The Applicant shall provide the plan, proof of installation, and the manufacturers' product data.
16. The Applicant shall use low-emitting materials for all adhesives, sealants, paints, coatings, flooring systems, composite wood, and agrifiber products, as well as furniture and furnishings if available. Low-emitting is defined according to the following table (again written for the specific case):

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

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

17. The Applicant shall install carpet and carpet padding that shall meet the testing and product requirements of the Carpet and Rug Institute Green Label Plus Program. The Applicant shall provide proof of installation and the manufacturers' product data.
18. The Applicant shall install vinyl composition tile and rubber tile flooring that shall meet the requirements of the FloorScore certification program. The Applicant shall provide proof of installation and the manufacturers' product data and certification letter.
19. The Applicant shall install only LED or fluorescent lamps in all interior building lighting fixtures. The Applicant shall provide proof of installation, energy usage calculations and manufacturers' product data.
20. The Applicant shall increase the R-value of thermal insulation for the roof to R-30 and for the cavity walls to R-24 to reduce heat loss/gain. The Applicant shall provide proof of installation and manufacturers' product data.

PROPOSED FINAL DEVELOPMENT PLAN AMENDMENT CONDITIONS

FDPA 2006-SU-025-02

September 30, 2015

If it is the intent of the Planning Commission to approve Final Development Plan Amendment FDPA 2006-SU-025-02, on property located at Tax Map parcel 44-1 ((1)) 6 (part), for 186,000 sq. ft. of retail uses at an overall FAR of 0.20, including a retail establishment-large of approximately 140,000 sq. ft. and approximately 46,000 sq. ft. of eating establishment/shopping center uses, staff recommends that the Planning Commission condition the approval by requiring conformance with the following development conditions, which supersede all previously approved conditions as they pertain to this site.

1. Development of the property shall be in substantial conformance with the final development plan amendment (FDPA) entitled "Regency Centers," prepared by Bohler Engineering, dated February 16, 2015, and revised through September 16, 2015, consisting of eighteen (18) sheets, and these conditions.
2. Child Care Centers may be permitted subject to the approval of either a Special Exception or a Final Development Plan Amendment.

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

REZONING AFFIDAVIT

DATE: September 10, 2015
(enter date affidavit is notarized)

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

12889/a

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

in Application No.(s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(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.)

Table with 3 columns: NAME, ADDRESS, RELATIONSHIP(S). Rows include Regency Centers Acquisition, LLC(1); Commonwealth Centre Investors, LLC(7); Wegmans Food Markets, Inc.(10).

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

* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.
** List as follows: Name of trustee, Trustee for (name of trust, if applicable), for the benefit of: (state name of each beneficiary).

Rezoning Attachment to Par. 1(a)DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(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)
Hunton & Williams LLP(11) Francis A. McDermott John C. McGranahan, Jr.	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Attorneys/Agents for Applicant
Susan K. Yantis Elaine O'Flaherty Cox	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Planners/Agents for Applicant
Jeannie A. Mathews	1751 Pinnacle Drive, Suite 1700 McLean, VA 22102	Paralegal/Agent for Applicant
Bohler Engineering VA, LLC(12) Agents: David B. Logan, P.E. Brian J. Clifford Robert A. Munse, P.E.	22636 Davis Drive, Suite 250 Sterling, VA 20164	Engineers/Agents for Applicant
M. J. Wells and Associates, Inc.(14) Agents: Robin L. Antonucci Kevin R. Fellin John F. Cavan Chun Kin Lam Brian J. Horan	1420 Spring Hill Road, Suite 610 Tysons, VA 22102	Traffic Engineers/Agents for Applicant
Bignell Watkins Hasser Architects, P.C.(15) Agent: Francis X. Watkins David H. O'Dell	One Park Place, Suite 250 Annapolis, MD 21401	Architects/Agents for Applicant
TWS Design, Inc.(16) Agent: Tina Woods-Smith	1835 Clovermeadow Drive Vienna, VA 22182	Landscape Architect/Agent for Applicant

(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: September 10, 2015
(enter date affidavit is notarized)

128891 a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number(s))

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

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

CORPORATION INFORMATION

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

(1) Regency Centers Acquisition, LLC
1919 Gallows Road, Suite 1000
Vienna, VA 22182

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)

Regency Centers, L.P.,(2) Manager and Member

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

(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: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number (s))

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

(3) Regency Centers Corporation
One Independent Drive, Suite 114
Jacksonville, FL 32202

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Publicly Traded REIT; three shareholders own more than 10% of any class of stock:

- \ Cohen & Steers, Inc.(4)
- \ The Vanguard Group, Inc.(5)
- \ BlackRock, Inc.(6)

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

\ Brian M. Smith, President/Director	DIRECTORS:	Alvin R. Carpenter
\ D. Devin Corini, Vice President	Martin E. Stein, Jr.	J. Dix Druce, Jr.
\ Alan T. Roth, Senior Vice President	John C. Schweitzer	Mary Lou Fiala
\ Kathy D. Miller, Senior VP/Asst Sec	Raymond L. Bank	David P. O'Connor
\ Barbara C. Johnston, Secretary	Bryce Blair (nmi)	Thomas G. Wattles
\ J. Christian Leavitt, Treasurer	C. Ronald Blankenship	

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

(4) - Cohen & Steers, Inc.
280 Park Avenue, Suite 10W
New York, NY 10017

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Publicly Traded

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

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

Rezoning Attachment to Par. 1(b)

DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDP A 2006-SU-025-02
(enter County-assigned application number (s))

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
(5) The Vanguard Group, Inc.
100 Vanguard Boulevard
Malvern, PA 19355

DESCRIPTION OF CORPORATION: (check one statement)
 There are 10 or less shareholders, and all of the shareholders are listed below.
 There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
 There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

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

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

NAME & ADDRESS OF CORPORATION: (enter complete name, number, street, city, state, and zip code)
(6) Black Rock, Inc.
40 East 52nd Street
New York, NY 10022

DESCRIPTION OF CORPORATION: (check one statement)
 There are 10 or less shareholders, and all of the shareholders are listed below.
 There are more than 10 shareholders, and all of the shareholders owning 10% or more of any class of stock issued by said corporation are listed below.
 There are more than 10 shareholders, but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

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

Publicly Traded

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

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

Rezoning Attachment to Par. 1(b)

DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number (s))

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

(7) Commonwealth Centre Investors, LLC
770 Township Line Road, Suite 150
Yardley, PA 19607

DESCRIPTION OF CORPORATION: (check one statement)

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

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

BPG Investment Partnership VII, L.P.(8), a Pennsylvania limited partnership
BPG Private Real Estate Investment Trust(9), a Maryland real estate investment trust

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

Daniel M. DiLella, Pres/Asst Sec/Director	Joseph F. Mullen, SVP/Asst Sec	Scott A. Williams, SVP/Asst Sec
Barry Howard (nmi), Chair/VP/Asst Sec/Director	Joseph I. Neverauskas, SVP/Asst Sec	Loretta M. Kelly, VP/Secretary
Arthur P. Pasquarella, EVP/Asst Sec/Director	Roy C. Perry, SVP/Asst Sec	Christopher J. Locatell, SVP/Asst Sec
Robert K. Maloney, SVP/Treas/Asst Sec	Stephen M. Spaeder, SVP/Asst Sec	(CONTINUED)

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

(7) Commonwealth Centre Investors, LLC (Continued)
770 Township Line Road, Suite 150
Yardley, PA 19607

DESCRIPTION OF CORPORATION: (check one statement)

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

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

BPG Investment Partnership VII, L.P.(8), a Pennsylvania limited partnership
BPG Private Real Estate Investment Trust(9), a Maryland real estate investment trust

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

Joseph G. Nahas, Jr., SVP/Asst Sec	Laura J. Brestelli, VP/Dir of Capital Markets	Greg Curci, VP/Asst Sec
Brian J. Fitzgerald, VP/Asst Sec	Michael D. Brower, VP/Asst Sec	Kelly C. Gibbel, VP/Asst Sec
David K. Barndt, VP/Asst Sec	David Carroll, VP/Asst Sec	Brant G. Glomb, VP/Asst Sec
John Braithwaite (NMI), VP/Asst Sec	Robert T. Cook, VP/Asst Sec	(CONTINUED)

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

Rezoning Attachment to Par. 1(b)

DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number (s))

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

(4) Commonwealth Centre Investors, LLC (Continued)
770 Township Line Road, Suite 150
Yardley, PA 19607

DESCRIPTION OF CORPORATION: (check one statement)

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

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

BPG Investment Partnership VII, L.P.(8), a Pennsylvania limited partnership
BPG Private Real Estate Investment Trust(9), a Maryland real estate investment trust

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

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

George E. Haines, VP/Asst Sec	Steve Pogarsky (nmi), VP/Asst Sec	Kevin Weimer, VP/Controller
John Knott, VP/Asst Sec	Kathleen Lynch Powell, VP/Asst Sec	Lynn A. McDowell, Asst Secretary
Matthew Latimer, VP/Asst Sec	Jonathan Praw, VP/Asst Sec	
Howard L. Patent, VP/Asst Sec	Holly Reynolds (nmi), VP, Strategic Development	

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

(10) Wegmans Food Markets, Inc.
1500 Brooks Avenue
Box 30844
Rochester, NY 14603-0844

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Daniel R. Wegman
Colleen J. Wegman

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

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

Daniel R. Wegman, Chairman/CEO	John A. DePeters, Senior VP
Colleen J. Wegman, President/Director	James J. Leo, Senior VP/CFO/Treasurer
Paul S. Speranza, Jr., VP/Secretary/Director	

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

Rezoning Attachment to Par. 1(b)

DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number (s))

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

(12) Bohler Engineering VA, LLC
22636 Davis Drive, Suite 250
Sterling, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Bohler Engineering, P.C.(13)	Mark R. Joyce
Adam J. Volanth	David B. Logan
Daniel M. Duke	

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)

(13) Bohler Engineering, P.C.
22636 Davis Drive, Suite 250
Sterling, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Adam S. Benosky	Robert D. Irons	Adam J. Volanth
Joseph A. Deal	Mark R. Joyce	Brian R. Zappala
Daniel M. Duke	David B. Logan	
William D. Goebel	Matthew D. Smith	

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

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

Rezoning Attachment to Par. 1(b)

DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number (s))

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

(14) M. J. Wells & Associates, Inc.
1420 Spring Hill Road, Suite 610
Tysons, VA 22102

DESCRIPTION OF CORPORATION: (check one statement)

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

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

M. J. Wells & Associates, Inc. Employee Stock Ownership Trust (ESOT) (all employees are eligible Plan participants; however, none owns 10% or more of any class of stock.)

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

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

(15) Bignell Watkins Hasser Architects, P.C.
One Park Place, Suite 250
Annapolis, MD 21401

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Francis X. Watkins	Adil A. Noir
George L. Hasser	Adeniyi A. Paul
Richard J. Loeschke	

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

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

Rezoning Attachment to Par. 1(b)

DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number (s))

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

(16) TWS Design, Inc.
1835 Clovermeadow Drive
Vienna, VA 22182

DESCRIPTION OF CORPORATION: (check one statement)

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

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

Tina Woods-Smith

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

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

DESCRIPTION OF CORPORATION: (check one statement)

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

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

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

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

REZONING AFFIDAVIT

DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number(s))

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

PARTNERSHIP INFORMATION

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

(2) Regency Centers, L.P.
One Independent Drive, Suite 114
Jacksonville, FL 32202

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

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

GENERAL AND LIMITED PARTNER:

Regency Centers Corporation(3)

There are numerous non-voting, passive limited partners of Regency Centers, L.P., who in the aggregate own less than 1% of the partnership. None of these limited partners owns 10% or more of Regency Centers Acquisition, LLC.

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

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

Rezoning Attachment to Par. 1(c)

DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number (s))

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

(8) BPG Investment Partnership VII, LP
770 Township Line Road, Suite 150
Yardley, PA 19067

(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:

· Bergen GP7 Limited Partnership Does not own 10% of Commonwealth Centre Investors, LLC

LIMITED PARTNERS OWNING 10% OR MORE OF
BPG INVESTMENT PARTNERSHIP VII, LP:

- BPG Real Estate Investors Fund VII, L.P. Does not own 10% of Commonwealth Centre Investors, LLC
- Real Estate Alternatives Portfolio 3, L.L.C. Does not own 10% of Commonwealth Centre Investors, LLC
- Landmark Real Estate Partners VIII PV III, L.P. Does not own 10% of Commonwealth Centre Investors, LLC

· There are more than 50 additional limited partners of BPG Investment Partnership VII, LP, none of whom owns 10% or more of BPG Investment Partnership VII, LP or of Commonwealth Centre Investors, LLC.

(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 Attachment to Par. 1(c)

DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number (s))

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

(9) BPG Private Real Estate Investment Trust, a Maryland real estate investment trust (REIT)
770 Township Line Road, Suite 150
Yardley, PA 19067

(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)

✓ All common shares of the REIT are owned by BPG Investment Partnership VIIA, L.P. Does not own 10% of Commonwealth Centre Investors, LLC

✓ All preferred shares of this REIT are owned by over 110 shareholders or unitholders, none of whom owns 10% or more of Commonwealth Centre Investors, LLC

(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 Attachment to Par. 1(c)DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number (s))**PARTNERSHIP NAME & ADDRESS:** (enter complete name & number, street, city, state & zip code)(11) Hunton & Williams LLP
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102(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)

Robert A. Acosta-Lewis	Ferdinand A. Calice	Eric H. Feiler
Lawrence C. Adams	Matthew J. Calvert	Kevin C. Felz
Syed S. Ahmad	Daniel M. Campbell	Lindsay H. Ferguson
Michael F. Albers	Thomas H. Cantrill	Edward F. Fernandes
Kenneth J. Alcott	Curtis G. Carlson	Norman W. Fichthorn
Fernando C. Alonso	Jean Gordon Carter	Andrea Bear Field
Walter J. Andrews	Charles D. Case	Kevin J. Finto
Chinawat Assavapokee (nmi)	J. C. Chenault, V	Melanie Fitzgerald (nmi)
L. Scott Austin	Whittington W. Clement	Michael F. Fitzpatrick, Jr.
Ian Phillip Band	Herve' Cogels (nmi)	Robert N. Flowers
John J. Beardsworth, Jr.	Cassandra C. Collins	Aaron M. Flynn
Ryan A. Becker	S. Gregory Cope	William M. Flynn
Steven H. Becker	Ashley Cummings (nmi)	David S. Freed
Stephen John Bennett	Alexandra B. Cunningham	Lauren E. Freeman
Melinda R. Beres	Samuel A. Danon	Steven C. Friend
Lucas Bergkamp (nmi)	John J. Delionado	Edward J. Fuhr
Lon A. Berk	Stephen P. Demm	Charles A. Gall
Mark B. Bierbower	Dee Ann Dorsey	Daniel C. Garner
Stephen R. Blacklocks	Edward L. Douma	Douglas M. Garrou
Jeffry M. Blair	Colleen P. Doyle	Richard D. Gary
Andrew J. Blanchard	Alison M. Dreizen	Kevin M. Georgerian
Matthew P. Boshier	Sean P. Ducharme	John T. Gerhart, Jr.
James W. Bowen	Deidre G. Duncan	Andrew G. Geyer
Lawrence J. Bracken, II	Roger Dyer (nmi)	Jeffrey W. Giese
James P. Bradley	Frederick R. Eames	Neil K. Gilman
Sheldon T. Bradshaw	Heather Archer Eastep	C. Christopher Giragosian
David F. Brandley, Jr.	Maya M. Eckstein	Douglas S. Granger
Benjamin P. Browder	W. Jeffery Edwards	Laurie A. Grasso
A. Todd Brown, Sr.	John C. Eichman	J. William Gray, Jr.
Tyler P. Brown	Tara L. Elgie	Christopher C. Green
F. William Brownell	Emmett N. Ellis	Robert J. Grey, Jr.
Kevin J. Buckley	Edward W. Elmore, Jr.	Greta T. Griffith
Kristy A. Niehaus Bulleit	Frank E. Emory, Jr.	Brett L. Gross
Joseph B. Buonanno	Juan C. Enjamio	Steven M. Haas
Nadia S. Burgard	John D. Epps	Brian L. Hager
Eric R. Burner	Phillip J. Eskenazi	Robert J. Hahn
M. Brett Burns	Joseph P. Esposito	Jarrett L. Hale
P. Scott Burton	Kelly L. Faglioni	Leslie S. Hansen
Ellis M. Butler	Susan S. Failla	Eric J. Hanson

(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 Attachment to Par. 1(c)

DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number (s))

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

(11) Hunton & Williams LLP (Continued)
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102

(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**)

Ronald M. Hanson	Torsten M. Kracht	Mark W. Menezes
Jason W. Harbour	Christopher G. Kulp	Gary C. Messplay
Jeffrey L. Harvey	David Craig Landin	Peter J. Mignone
John D. Hawkins	Gregory F. Lang	Patrick E. Mitchell
Rudene Mercer Haynes	Kurt G. Larkin	Jack A. Molenkamp
Timothy J. Heaphy	Andrew W. Lawrence	T. Justin Moore, III
Mark S. Hedberg	Daniel M. LeBey	Thurston R. Moore
Gregory G. Hesse	Corey A. Lee	Robert J. Morrow
E. Perry Hicks	Bradley T. Lennie	Ann Marie Mortimer
David A. Higbee	L. Steven Leshin	Jay B. Mower
Thomas Y. Hiner	Brent A. Lewis	Michael J. Mueller
D. Bruce Hoffman	Catherine D. Little	Eric J. Murdock
Robert E. Hogfoss	David C. Lonergan	Ted J. Murphy
John R. Holzgraefe	Nash E. Long, III	Thomas P. Murphy
Cecelia Philipps Horner	Kirk A. Lovric	David A. Mustone
George C. Howell, III	David S. Lowman, Jr.	James P. Naughton
Kevin F. Hull	Kimberly C. MacLeod	Wim Nauwelaerts (nmi)
Jamie Zysk Isani	Michael J. Madden, Jr.	Eric J. Nedell
Judith H. Itkin	Tyler Maddy (nmi)	Michael Nedzbala (nmi)
Makram B. Jaber	Manuel E. Maisog	William L. Newton
Timothy L. Jacobs	Rori H. Malech	Lonnie D. Nunley, III
Lori Elliott Jarvis	Christopher Mangin, Jr. (nmi)	Michael A. Oakes
Matthew D. Jenkins	Alan J. Marcuis	Peter K. O'Brien
Harry M. Johnson, III	Brian R. Marek	John T. O'Connor
Robert M. Johnson	Fernando Margarit (nmi)	Leslie A. Okinaka
James A. Jones, III	Laura C. Marshall	John D. O'Neill, Jr.
Kevin W. Jones	Jeffrey N. Martin	Michael A. O'Shea
Laura Ellen Jones	John S. Martin	Brian V. Otero
Dan J. Jordanger	J. Michael Martinez de Andino	Raj Pande (nmi)
Roland Juarez (nmi)	Walfrido J. Martinez	Randall S. Parks
Thomas R. Julin	Laurie Uustal Mathews	Peter S. Partee, Sr.
Andrew Kamensky (nmi)	John Gary Maynard, III	J. Steven Patterson
David A. Kelly	William H. McBride	Djordje Petkoski (nmi)
Douglas W. Kenyon	Michael C. McCann	Ryan P. Phair
Michael C. Kerrigan	T. Allen McConnell	James M. Pinna
Ryan T. Ketchum	Alexander G. McGeoch	Eric R. Pogue
Scott H. Kimpel	John C. McGranahan, Jr.	Robert Dean Pope
Robert A. King	Gustavo J. Membiela	Laurence H. Posorske
Edward B. Koehler	Uriel A. Mendieta	Kurtis A. Powell

(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 Attachment to Par. 1(c)

DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number (s))

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

(11) Hunton & Williams LLP (Continued)
1751 Pinnacle Drive, Suite 1700
McLean, VA 22102

(check if applicable) [x] 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)

Lewis F. Powell, III
Robert T. Quackenboss
Dionne C. Rainey
Katherine E. Ramsey
John Jay Range
Robert S. Rausch
Belynda B. Reck
Baker R. Rector
Shawn Patrick Regan
Sona Rewari (nmi)
Thomas A. Rice
Michael P. Richman
Jennings G. ("J. G.") Ritter, II
Kathy E. B. Robb
Daryl B. Robertson
Gregory B. Robertson
Patrick L. Robson
Robert M. Rolfe
Ronald D. Rosener
Brent A. Rosser
William L. S. Rowe
Marguerite R. ("Rita") Ruby
D. Alan Rudlin
Mary Nash K. Rusher
D. Kyle Sampson
Stephen M. Sayers
Arthur E. Schmalz
Gregory J. Schmitt
John R. Schneider
Howard E. Schreiber
Jeffrey P. Schroeder
Carl F. Schwartz
Matthew A. Scoville
P. Watson Seaman
James S. Seevers, Jr.
Douglass P. Selby
Joel R. Sharp
Michael R. Shebelskie
Ryan A. Shores

George P. Sibley, III
Donald F. Simone
Aaron P. Simpson
Jo Anne E. Sirgado
Laurence E. Skinner
Caryl Greenberg Smith
John R. ("J. R.") Smith
Yisun Song (nmi)
Lisa J. Sotto
Joseph C. Stanko, Jr.
Todd M. Stenerson
John J. Stenger
Gregory N. Stillman
Yeongyo Anna Suh
Brian J. Tanenbaum
Andrew J. Tapscott
Robert M. Tata
Eric Jon Taylor
W. Lake Taylor, Jr.
Wendell L. Taylor
Andrew S. V. Thomas
John Charles Thomas
Gary E. Thompson
Paul M. Tiao
B. Cary Tolley, III
John R. R. Tormey
Bridget C. Treacy
Andrew J. Turner
Julie I. Ungerman
Daniel E. Uyesato
Mark C. Van Deusen
Emily Burkhardt Vicente
Daniel G. Vivarelli, Jr.
Mark R. Vowell
Amanda L. Wait
Linda L. Walsh
William L. Wehrum
Peter G. Weinstock
Malcolm C. Weiss

Kevin J. White
Amy McDaniel Williams
Mitchell G. Williams
Holly H. Williamson
Susan F. Wiltsie
Allison D. Wood
David C. Wright
Richard L. Wyatt, Jr.
David R. Yates
Manida Zimmerman (nmi)

FORMER PARTNERS:

Charles E. G. Ashton
James N. Christman
John A. Decker
Charles E. Greef
Bradley W. Grout
Stuart Hills (nmi)
Donald P. Irwin
Karolyn E. ("Kerry") Johnson
G. Roth Kehoe, II
John T. Konther
William S. Patterson
Trevor K. Ross
Ronald L. Rubin
Rita A. Sheffey
Lee B. Zeugin

(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: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDPA 2006-SU-025-02
(enter County-assigned application number(s))

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

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

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

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

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

NONE.

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

REZONING AFFIDAVIT

DATE: September 10, 2015
(enter date affidavit is notarized)

128891a

for Application No. (s): PCA 2006-SU-025-02; FDP A 2006-SU-025-02
(enter County-assigned application number(s))

3. That within the twelve-month period prior to the public hearing of this application, no member of the Fairfax County Board of Supervisors, Planning Commission, or any member of his or her immediate household, either directly or by way of partnership in which any of them is a partner, employee, agent, or attorney, or through a partner of any of them, or through a corporation in which any of them is an officer, director, employee, agent, or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has, or has had any business or financial relationship, other than any ordinary depositor or customer relationship with or by a retail establishment, public utility, or bank, including any gift or donation having a value of more than \$100, singularly or in the aggregate, with any of those listed in Par. 1 above.

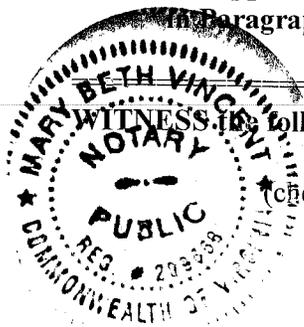
EXCEPT AS FOLLOWS: (NOTE: If answer is none, enter "NONE" on line below.)

- Francis A. McDermott of Hunton & Williams LLP, Attorney for Appliant, has contributed in excess of \$100 to Supervisor Cook.
- John C. McGranahan, Jr. of Hunton & Williams LLP, Attorney for Applicant, has contributed in excess of \$100 to Supervisor Cook.
- Thomas P. Murphy, a partner at Hunton & Williams LLP, has contributed in excess of \$100 to Supervisor Cook.

(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:

[Signature]
 Applicant Applicant's Authorized Agent

D. Devin Corini, Senior Vice President/Agent for Applicant
(type or print first name, middle initial, last name, and title of signee)

Subscribed and sworn to before me this 10th day of September 20 15, in the State/Comm. of Virginia, County/City of Fairfax.

[Signature]
Notary Public

My commission expires: 3/31/2017
Ref. No. 299668

February 17, 2015
Revised August 28, 2015

COMMONWEALTH CENTRE AT WESTFIELDS
PCA/CDPA/FDPA 2006-SU-025-02
STATEMENT OF JUSTIFICATION

Regency Centers Acquisition, LLC (the "Applicant"), seeks approval of Proffered Condition Amendment/Conceptual Development Plan Amendment and Final Development Plan Amendment ("PCA/CDPA/FDPA") 2006-SU-025-02 (collectively, the "Applications") on approximately 21 acres identified as Fairfax County Tax Map Parcel 44-1-((1))-6 (Part) and known as Land Bays B and C of Commonwealth Centre (the "Property"), a commercial mixed-use project situated immediately to the east of the interchange at Route 28/Westfields Boulevard. Commonwealth Centre consists of approximately 101 acres and was approved in 2007 for development of 1.41 million square feet of office, hotel and retail uses. To date, the Property has only been developed with two office buildings totaling approximately 325,000 Square Feet. No further office, retail or hotel uses have been constructed.

For over 50 years, Regency has owned, operated and developed dominant, grocery-anchored retail centers that are exceptionally merchandised and maintained. Regency's legacy of success is evidenced by 322 thriving centers, 17 regional offices and properties located in most major U.S. markets. The Applicant currently owns 13 operating shopping centers within Fairfax County totaling 1,926 Million square feet. Regency is a major stakeholder in the County and continues to strive to further enhance the retail landscape within Fairfax County with quality projects such as its proposal to create a more vibrant activity center for Westfields and Commonwealth Centre.

The Property is ideally situated at the eastern portion of the Westfields development and is easily accessible for current and future corporate office uses and nearby residential communities. The Applicant proposes to substitute for a portion of the approved office and hotel uses at Commonwealth Centre a Wegmans Market and other complimentary restaurant and retail uses intended to serve Westfields employees, visitors and nearby residents. The vast majority of the currently entitled office uses at Commonwealth Centre will not change. The proposed development will reinforce the showplace standards established by Westfields and provide an amenity-rich commercial mixed-use project for day and night time activities.

Zoning History

On November 25, 1985, the Board of Supervisors (the "Board") approved RZ 78-S-063 (the "Westfields Rezoning"), which rezoned approximately 712 acres from the R-C, I-3, I-4 and I-5 Districts to the I-3, I-4 and I-5 Districts, including the 101 acres now known as Commonwealth Centre. The Westfields Rezoning was subject to proffers, but no development plan was proffered. Subsequently, the Board approved several amendments to the original Westfields Rezoning.

On October 15, 2007, the Board approved PCA 78-S-063-5 to remove the 101-acre Commonwealth Centre from the Westfields Rezoning. Concurrently, the Board approved RZ 2006-SU-025 (the "2007 Rezoning"), to rezone the 101 acres from the I-3 District to the PDC District, subject to proffers (the "2007 Proffers"). The 2007 Rezoning permitted a

mixed-use development comprised of 1,126,500 square feet of office uses, 212,000 square feet of hotel uses and 76,400 square feet of retail and other supporting uses. The 2007 Proffers provide the ability to substitute 25,000 square feet of secondary uses/retail (or office) square footage for office (or secondary uses/retail) square footage.

The Conceptual/Final Development Plan approved with the 2007 Rezoning reflects the development primarily divided among four land bays identified, respectively, as Land Bays A, B, C and D. Land Bays E and F comprise the land area for Newbrook Drive, a loop road which provides two points of access with Westfields Boulevard. Land Bays A and D are located outside of the loop road and are approved for 1.076 million square feet of office use. Land Bay A includes three, five (5) story office buildings, two of which have been constructed. Land Bay D reflects three additional office buildings, seven (7) stories in height. Land Bays B and C are located inside of the loop road and were to be developed together, with a central open space and circulation plaza. Two (2) low-rise buildings, consisting of a total gross floor area of 117,000 square feet, with ground floor retail and office uses on the second floor, are approved for Land Bay B. Land Bay C includes two hotels (4 and 8 stories in height) and a third, one-story building for secondary uses for a total gross floor area of 221,400 square feet. Land Bays E and F (Newbrook Drive) are divided between the portion of the roadway that was not dedicated (Land Bay E) and the portion that was previously dedicated (Land Bay F). The Board approved the vacation of the previously dedicated right-of-way on September 22, 2008.

On February 18, 2009, the Planning Commission approved Comprehensive Sign Plan CSP 2006-SU-025, subject to development conditions, for Commonwealth Centre.

On July 13, 2009, the Board of Supervisors approved PCA 2006-SU-025 to allow child care center uses within the existing approval. The overall intensity, mix of uses and layout on the site did not change.

Proposed Amendments to Conceptual/Final Development Plans for Land Bays B and C

The Applicant is the contract purchaser of the approximately 21-acre portion of Commonwealth Centre located inside Newbrook Drive and identified as Land Bays B and C on the approved CDPA/FDPA. The Applicant proposes to amend the proffers and CDPA/FDPA for Land Bays B and C to substitute, for the approved office and hotel uses, retail and restaurant uses including a retail sales establishment-large (Wegmans Market).

Land Bay B is the eastern/southern portion of the Property, abutting Westfields Boulevard, consists of 9.17 acres, and is proposed to be developed with five (5) buildings for retail uses and a possible flagship restaurant in the southeastern corner of the Property. The retail uses are identified as Buildings 1, 2, 4 and 5 and the possible restaurant is identified as Building 3 on the CDPA/FDPA. The proposed retail and restaurant buildings in Land Bay B are oriented along the roadways with visually appealing architecture and high quality landscaping including preservation of existing mature willow oak and cherry trees adjacent to Westfields Boulevard. In order to create a sense of place and public gathering areas to serve as an amenity for the Property and the local community, public outdoor spaces ("public plazas") are provided which will likely include features such as, but not limited to, specialty paving and landscape planters and pedestrian-scaled lighting to activate the space at night. The total proposed gross floor area for Land Bay B is approximately 46,000 square feet.

The proposed Wegmans Market, to be located in the approximately 11.83 acre Land Bay C, with a gross floor area of approximately 140,000 square feet is oriented toward Westfields Boulevard. The architecture is consistent with existing stores in the Northern Virginia region, reminiscent of a New England or European village, with a clock tower rising over the main entrance. The parking that will support the grocery use is positioned as far to the interior of the site as possible on the front and sides of the building, with the loading spaces located at the rear of the building. A public amenity space, likely to include seating areas, is proposed on the side of the building near the Wegmans café and across from Land Bay D.

Vehicular access will continue to be from Newbrook Drive at several points. No direct access is provided to Westfields Boulevard. The extensive overall pedestrian circulation system that was established with the 2007 Rezoning will be maintained and enhanced as shown on the CDPA/FDPA. Specifically, a ten (10) foot wide shared-use path will be provided along the Westfields Boulevard frontage of the Property, and sidewalks will be provided along the entire length on Newbrook Drive as set forth in the 2007 Proffers. Additional trails/sidewalks will provide connectivity among the proposed uses on the Property, the office uses in Land Bays A and C, and the stream valley trail along Flatlick Branch. A public outdoor linear open space along Newbrook Drive will create a passive recreation area to serve as an amenity for the Property and the local community and will include seating, possible fitness stations, information kiosks and/or public art as shown on the Conceptual Landscape Plan. Stormwater management/BMPs ("SWM/BMP") for the Property will continue to be provided in the existing SWM/BMP ponds in Land Bay A and the future SWM pond in Land Bay D as previously approved for the overall Commonwealth Centre development.

The total combined gross floor area proposed for the Property is 186,000 square feet which results in a 0.20 FAR, significantly less than the 338,400 square feet currently entitled for Land Bays B and C. The Applicant is committed to continuing the high quality design consistent with the 2007 Rezoning for the Property. Specifically, landscaping will be provided along the Property frontages, with the use of shade trees, ornamental trees and shrubs to soften the appearance of the proposed uses from the roadways. The Landscape Plan and Plaza Details presented on Sheets 4-8 of the CDPA/FDPA illustrate the high quality design intent for the proposed retail/restaurant uses and grocery store.

Comprehensive Plan

The Property is located within Land Unit J of the Dulles Suburban Center in the Bull Run Planning District of the Area III Comprehensive Plan. Land Unit J is planned and approved for office, conference center/hotel, industrial/flex and industrial uses. Staff has determined that the proposed retail use on the Property is not envisioned by the Comprehensive Plan. On January 13, 2015, the Board of Supervisors authorized Comprehensive Plan Amendment 2015-III-DS1 for consideration of approximately 180,000 square feet of retail use on the Property. Higher intensity mixed-use development, including high density residential development, is also planned for Land Unit J in the vicinity of the intersection of Stonecroft Boulevard and Westfields Boulevard across Route 28 from the Property. Recently, the Board of Supervisors approved Comprehensive Plan Amendment 2014-III-DS1 to increase the amount of high density residential development for that quadrant which, if approved, will further support the need for additional retail uses in this area.

The Application furthers the major planning objectives for the Dulles Suburban Center which include:

- Promote a high quality of life for those who work and reside in or in proximity to the Dulles Suburban Center.
- Support developments at major employment sites that incorporate retail facilities, day care services, and cultural facilities, with amenities complementing a Suburban Center setting.

The Application is responsive to the design guidelines set forth in the Dulles Suburban Center. The CDPA/FDPA has been conceived such that the proposed development of a Wegmans and retail/restaurant uses (i) results in an integrated complex of buildings with overall compatibility in terms of architectural character, design detail, materials, and color; (ii) consolidates vehicular access for all uses; (iii) provides a coordinated network of pedestrian trails and sidewalks linking the proposed uses internally as well as to the adjacent office uses and to the countywide trail system; and (iv) utilizes architectural and landscape elements to provide a high quality image along the adjacent roadways and within the Property. The Property will contribute to the overall positive image of the Dulles Suburban Center as a high quality area in which to live, work, shop or visit.

PDC District

The Application will result in a high quality commercial development that conforms with the PDC District standards in that it will support the 1.076 million square feet of office uses approved for Commonwealth Centre and result in an innovative and creative design. The Application complies with the following use limitations for the PDC District:

- *Secondary uses shall only be permitted in a PDC District which contains one or more principal uses. The gross floor area of secondary uses shall not exceed twenty-five (25) percent of the gross floor area of all principal uses in the development.* The principal PDC use is the 1.076 million square feet of office use in Land Bays A and D, originally part of an overall unified development plan which included the Property, as well as the proposed 46,000 square feet of retail and restaurant principal uses proposed with this Application in Land Bays B and C. The proposed retail sales establishment-large (grocery store) is a permitted secondary use and represents only 12.4% of all of the principal uses in the original 101-acre PDC development. Therefore, this use limitation is satisfied.
- *Secondary uses shall be designed to protect the character of the adjacent properties.* The proposed grocery store has been designed as part of a mixed use development and will only further enhance the character of the adjacent properties. The high quality landscaping to be provided along the periphery has been designed to provide an attractive appearance toward the public roadways and adjacent office uses.

The Application complies with the following Additional Standards for Retail Sales Establishments – Large as set forth in Section 9-533 of the Zoning Ordinance:

- *The Board shall determine that a retail sales establishment-large will be compatible with and not adversely impact adjacent properties and the local area road system.* The 2007 Rezoning included substantial proffer commitments which will be maintained. A Transportation Impact Analysis ("TIA"), prepared by Wells & Associates was found to be complete, and the conclusions and recommendations are deemed acceptable by VDOT and FCDOT. Additional commitments relating to improvements along Westfields Boulevard and Newbrook Drive are shown on Sheet 9 of the CDPA/FDPA and include the following:
 - A third westbound travel lane between Park Meadow Drive and Newbrook Drive;
 - Dual, channelized eastbound left-turn lanes onto northbound Newbrook Drive at the Park Meadow intersection;
 - Dual, left-turn lanes from eastbound Westfields Boulevard onto northbound Newbrook Drive;
 - Removal of existing traffic channelizing islands ("porkchops");
 - Lane configuration (restriping) on Newbrook Drive at its intersection with Park Meadow Drive/Westfields Boulevard;
 - Traffic signal timing modifications and coordination with the existing signals.
- *The Board shall determine that parking as required by Article 11 is provided and designed in a manner as to minimize impacts on adjacent properties.* The proposed number of parking spaces satisfies the Zoning Ordinance, is located directly in front of and to the side of the proposed grocery store, and has been designed to minimize any impacts on adjacent properties.
- *Such use shall be designed so that pedestrian and bicycle circulation is coordinated on-site and on adjacent properties.* The extensive overall pedestrian circulation system that was established with the 2007 Rezoning will be maintained. Specifically, a trail will be provided along the Westfields Boulevard frontage of the Property, and sidewalks will be provided along the entire length of and on both sides of Newbrook Drive as set forth in the 2007 Proffers. Additional trails/sidewalks will provide connectivity among the existing/proposed uses within Commonwealth Centre and to the stream valley trail along Flatlick Branch.
- *Such use shall be designed to provide safe and convenient access, to minimize any potential conflicts between service and delivery vehicles, passenger vehicles and pedestrian traffic.* The grocery store has been designed to provide safe and convenient access through the provision of right-turn and left-turn lanes into the Property where applicable; and the provision of pedestrian crosswalks. In addition, the loading area for the grocery store is located behind the store with more than ample area for delivery vehicles to access the loading spaces.

- *Such use shall be designed in such a manner as to minimize noise from impacting adjacent properties.* Given that the Property is surrounded by office uses, there will be no noise impacts on adjacent properties.
- *Outdoor lighting must conform to the provisions of Part 9 of Article 14.* Any proposed outdoor lighting will satisfy the provisions of the Zoning Ordinance.
- *The proposed structures shall be designed to protect the character of the neighborhood through the use of architectural design and site design methods.* The proposed uses have been designed to provide an attractive appearance toward all roadways and compatibility with adjacent uses.
- *All business, service, storage, and display of goods shall be conducted within a completely enclosed building, and all refuse shall be contained in completely enclosed facilities, with the exception of outdoor seating areas service and display of goods that is clearly subordinate to the retail sales use.* The CDPA/FDPA depicts a public amenity space, to possibly include outdoor cafe seating, adjacent to the northeast corner of the proposed grocery store. There will be no outdoor storage behind the rear facade of the grocery store, with the exception of parked vehicles and/or trailers.
- *All signs shall be in scale and harmony with the development.* All signage will comply with the provisions of Article 12 or a Comprehensive Sign Plan Amendment.

The proposed Application is in conformance with all current applicable development ordinances, regulations and adopted standards.

Summary

The Applicant's development proposal will further enhance Westfields in many significant and important respects. The existing office supply within Westfields, totaling approximately 8 million square feet of built-out space, requires a more current amenities program to spur demand for the present vacancy and the remaining to-be-built square footage. With the addition of a mix of uses to include high quality retail and restaurants, new deliveries of space and the absorption of vacancy will be incentivized because Westfields will truly offer the complementary services required today of a first class corporate park. The proposed development will reinforce the showplace standards established by Westfields and provide an amenity-rich commercial mixed-use project for day and night activities.

Francis A. McDermott
Attorney/Agent for Applicant

COMMONWEALTH CENTRE

Proffer Statement

March 16, 2009

April 13, 2009

May 6, 2009

May 20, 2009

June 8, 2009

PCA/CDPA/FDPA 2006-SU-025

Pursuant to Section 15.2-2303(A), Code of Virginia (1950, as amended) and Sect. 18-204 of the Zoning Ordinance of Fairfax County (1978, as amended), the property owner, for itself and its successors and/or assigns (hereinafter collectively referred to as the "Applicant"), in this Proffer Condition Amendment/Conceptual Development Plan Amendment/Final Development Plan Amendment ("PCA/CDPA/FDPA") application, hereby proffers that the development of the parcels under consideration and shown on the Fairfax County Tax Maps as Tax Map 44-1((1)) 6, 6B, 6C, 6D and 6E (the "Property"), shall be in accordance with the following conditions if, and only if, PCA/CDPA/FDPA 2006-SU-025 is granted as proposed. In the event that this Application is denied, these Proffers shall be immediately null and void and of no further force or effect, and the proffers previously accepted by the Board of Supervisors with RZ 2006-SU-025 will remain in effect.

The Applicant reconfirms its commitment to the proffers associated with RZ 2006-SU-25 (the "Original Proffers"), except as modified herein. These proffers, if accepted, amend and supplement only those Original Proffers referenced below:

GENERAL

1. Conceptual/Final Development Plan Amendment. The Property shall be developed in substantial conformance with the Conceptual Development Plan Amendment ("CDPA") and Final Development Plan Amendment ("FDPA") consisting of Twenty (20) Sheets with Sheets 1 and 19 dated August, 2008 and revised through April, 2009, Sheet 2 dated July, 2008 and revised through March, 2009, Sheets 4, 4A and 5 dated August, 2008 and revised through March, 2009, Sheet 3 dated July, 2008 and revised through November, 2008, Sheets 6, 7, 8, 9, 11, 12, 16, 17, 18 and 20 dated August, 2008, Sheet 10 dated April, 2007 and Sheets 13, 14 and 15 dated January, 2007, prepared by Burgess & Niple (collectively, the CDPA and FDPA are the "Development Plan Amendment"). The Development Plan Amendment supersedes the Development Plan referenced in the Original Proffers, and all references in the Original Proffers to the Development Plan shall refer to the Development Plan Amendment.

A. Removal of a Portion of Property from RZ 78-S-063. Not applicable.

B. CDP Elements. Notwithstanding that the Development Plan is presented on twenty (20) sheets and defined as both the CDP and the FDP in this Proffer 1, it shall be understood that the CDP shall be the entire plan shown on Sheet 4 relative to the points of access, the maximum square footage of permitted development on the Property, the minimum required open space, the general location and arrangement of the buildings on the Property, the area of the Flatlick Branch Dedication Area (as defined in Proffer 21 herein) and the peripheral setbacks from the property lines (collectively, the "CDP Elements"). The CDP Elements shall also include the uses set forth in Proffer 5, except as modified therein. The Applicant reserves the right to request approval from the Planning Commission of a Final Development Plan Amendment ("FDPA") pursuant to Section 16-402 of the Zoning Ordinance for elements other than the CDP Elements for all or a portion of the Property and the Development Plan, provided such FDPA is in substantial conformance with the CDP and these Proffers.

PROPOSED DEVELOPMENT

5. Mix of Uses. The Proposed Development may include the following uses, subject to Proffer 4 herein:

A. Principal Uses: Offices and related uses.

B. Secondary Uses:

- Business service and supply service establishments;
- Eating establishments;
- Establishments 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;
- Financial institutions;
- Garment cleaning establishments, with no processing on-site;
- Hotels, motels;
- Personal service establishments;
- Public uses;
- Repair service establishments;
- Retail sales establishments;
- Accessory uses and accessory service uses as permitted by Article 10;
- Drive-in banks (only as shown on the CDP/FDP);

- Drive-through pharmacies (only as shown on the CDP/FDP);
- Fast food restaurants, without drive-through windows;
- Quick-service food stores;
- Billiard and pool halls;
- Health clubs;
- Medical care facilities;
- Private clubs and public benefit associations; and,
- Veterinary hospitals, without boarding or kennel facilities.
- Child Care (new; see Proffer 30 herein).

7. Building Heights. Building heights for each building in the Proposed Development shall not exceed the maximum building heights shown on Sheet 4 of the Development Plan and as set forth below. Building height shall be measured in accordance with the provisions of the Fairfax County Zoning Ordinance. Notwithstanding the foregoing, however, nothing shall preclude the Applicant from constructing buildings to a lesser building height than that which is represented on the Development Plan, provided the configuration of building footprint remains in substantial conformance with those shown on the Development Plan.

Land Bay A	Buildings 1-3	75 feet max.
	Parking Structure	16 feet max.
	Parking Structure	16 feet max.
Land Bay B	Buildings 1-2	55 feet max.
Land Bay C	Hotel 1	60 feet max.
	Hotel 2	100 feet max.
	Secondary Use Building	30 feet max.
Land Bay D	Building 4	100 feet max.
	Building 5	150 feet max., as measured from finished average grade.
	Building 6	100 feet max.

8. Parking.

A. Zoning Ordinance Requirements. Parking shall be provided in accordance with the parking requirements of Article 11 of the Fairfax County Zoning Ordinance, as determined by the Department of Public Works & Environmental Services ("DPWES"), for the uses within the Proposed Development. The Applicant reserves the right, however, to provide parking spaces in the Proposed Development in addition to the total number of parking spaces shown on the Development Plan Amendment to the extent necessary to accommodate Secondary Uses established on the Property that could result in a higher parking requirement than is shown on the Development Plan Amendment (e.g., eating establishments), provided that the Building Heights and overall square footage set forth in these Proffers are not exceeded, the open space is not reduced and the limits of clearing and grading are not impacted.

i. Future Parking Reductions. Given (i) the character of the Proposed Development as a mixed-use development and (ii) the TDM Plan detailed in Proffer 23 herein, the Applicant shall in good faith evaluate, and may pursue, a shared parking agreement and/or parking reduction for the Proposed Development, as may be permitted by the Fairfax County Zoning Ordinance and approved by the Board of Supervisors. If, however, the Applicant pursues a parking reduction and such reduction results in the construction of fewer surface parking spaces than those shown on the Development Plan, or if the Applicant is not required to pursue a parking reduction but elects to construct fewer parking spaces than those shown on the Development Plan, the Applicant shall provide additional open space in lieu of those parking spaces.

B. Parking Structure Options. The Applicant reserves the right to retain the surface parking shown on Sheet 4 of the Development Plan Amendment or to construct either or both of the two two-level parking structures shown on Sheet 4A of the Development Plan Amendment and labeled thereon as "Option 1" and "Option 2," respectively (the "Parking Structures").

C. Parking Lot Landscaping. In the event the Applicant elects to construct either or both of the Parking Structures, it shall, as part of the site plan submission that includes that/those Parking Structure(s), submit to Urban Forest Management of DPWES ("UFM") for review and approval, a landscape plan that includes trees and other landscaping to be planted at the periphery of the Parking Structure(s), most particularly on the side(s) facing Route 28.

30. Child Care Facilities. The Applicant reserves the right to establish either or both of the child care facilities in the locations shown on the Development Plan Amendment (collectively, the "Child Care Facilities." The children eligible for enrollment in each of the Child Care Facilities must be between the ages of Two (2) weeks and Eighteen (18) years. Each of the Child Care Facilities may be open Seven (7) days per week but shall not open before 6:00 in the morning and shall not close later than 10:00 in the evening. Notwithstanding the note under Option 4 – Land Bay A, Parcel 6D on Sheet 4A of the Development Plan Amendment, each of the Child Care Facilities may be reserved for the exclusive use of the employees of the Proposed Development or may be open to the general public.

- A. Child Care Facility A. If established, Child Care Facility A shall be located on approximately Six Thousand, One Hundred (6,100) square feet of the ground-floor of the office building on Lot 1 of Land Bay A and shall hold no more than Seventy (70) children at any given time. Child Care Facility A shall include an approximately Five Thousand, Two Hundred (5,200) square-foot outdoor play area, as more particularly shown on Sheet 4A of the Development Plan Amendment (the "Outdoor Play Area A") and, in accordance with the Fairfax County Zoning Ordinance, no more than Fifty-Two (52) children shall occupy Outdoor Play Area A at any given time.
- B. Child Care Facility C. If established, Child Care Facility C shall be located in the approximately Nine Thousand, Four Hundred square-foot stand-alone building on Land Bay C and shall hold no more than One Hundred and Fifty (150) children at any given time. Child Care Facility C shall include an approximately Five Thousand, One Hundred (5,100) square-foot outdoor play area, as more particularly shown on Sheet 4A of the Development Plan Amendment (the "Outdoor Play Area C") and, in accordance with the Fairfax County Zoning Ordinance, no more than Fifty-One (51) children shall occupy the Outdoor Play Area C at any given time.

COMMONWEALTH CENTRE INVESTORS, LLC
Owner of Tax Map # 44-1 ((1)) 6, 6B, 6C and 6E

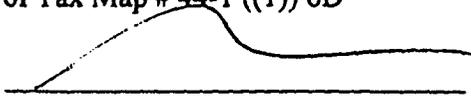
By: _____

Barry Howard

Chairman of the Board, Vice-President and Assistant Secretary

COMMONWEALTH CENTRE INVESTORS II, LLC
Owner of Tax Map # 44-1 ((1)) 6D

By:

A handwritten signature in black ink, appearing to read "Barry Howard", is written over a horizontal line. The signature is somewhat stylized and cursive.

Barry Howard

Chairman of the Board, Vice-President and Assistant Secretary

CONCEPTUAL DEVELOPMENT PLAN AMENDMENT (CDPA 2006-SU-025) AND FINAL DEVELOPMENT PLAN AMENDMENT (FDPA 2006-SU-025) AND PROFFER CONDITION AMENDMENT (PCA 2006-SU-025) COMMONWEALTH CENTRE AT WESTFIELDS

SULLY DISTRICT
FAIRFAX COUNTY, VIRGINIA

AUGUST, 2008

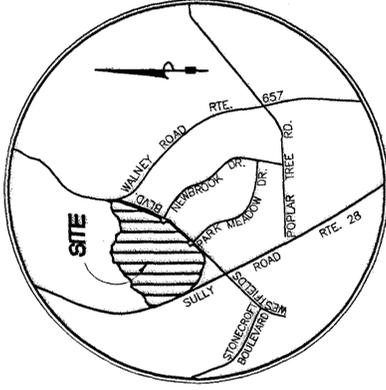
REVISED: NOVEMBER, 2008

REVISED: MARCH, 2009

REVISED: APRIL, 2009

NOTES:

1. THE PROPERTY DELINEATED ON THIS PLAN IS IDENTIFIED ON FAIRFAX COUNTY ASSESSMENT MAP NUMBER 44-1 ((1)) PARCELS 6, 6B, 6C, 6D AND 6E.
2. OWNER/APPLICANT:
PARCELS 6, 6B, AND 6C:
COMMONWEALTH CENTRE INVESTORS, LLC
770 TOWNSHIP LINE ROAD, SUITE 150
YARDELEY, PA 19067
PARCEL 6E:
COMMONWEALTH CENTRE INVESTORS II, LLC
770 TOWNSHIP LINE ROAD, SUITE 150
YARDELEY, PA 19067
PARCEL 6E (PRIVATE NEWBROOK DRIVE):
COMMONWEALTH CENTRE INVESTORS, LLC
770 TOWNSHIP LINE ROAD, SUITE 150
YARDELEY, PA 19067
3. EXISTING ZONING DISTRICT: PDC PLANNED DEVELOPMENT COMMERCIAL DISTRICT AND WATER SUPPLY PROTECTION OVERLAY DISTRICT.
4. PROPOSED ZONING DISTRICT: PDC (NO CHANGE).
5. EXISTING USES: PRIMARY OFFICE USES WITH SECONDARY USES, INCLUDING BUT NOT LIMITED TO, HOTEL, RETAIL, PERSONAL AND BUSINESS SERVICES, EATING AND FAST FOOD ESTABLISHMENTS.
6. PROPOSED ADDITIONAL, OPTIONAL USE: CHILD CARE.
7. TOPOGRAPHIC INFORMATION SHOWN HEREON IS BASED ON AERIAL PHOTOGRAMMETRY.
CONTOUR INTERVAL = 2 FEET.
8. SILTATION AND EROSION CONTROLS IN ACCORDANCE WITH APPLICABLE STANDARDS AND SPECIFICATIONS WILL BE PROVIDED WITH FINAL SITE PLANS.
9. EXISTING TREES ON THIS PROPERTY ARE AS SHOWN ON THE EXISTING CONDITIONS/VEGETATION MAP INCLUDED HEREIN.
10. SOLID WASTE STORAGE IS TO BE PROVIDED BY DUMPSTERS OR OTHER SUITABLE LARGE CONTAINERS AND COLLECTED BY A PRIVATE COLLECTION SERVICE AND DISPOSED OF AT A PUBLIC LANDFILL IN FAIRFAX COUNTY OF THE COLLECTOR'S CHOICE.
11. A BURIAL/GRAVE SITE EXISTS ON THIS PROPERTY, AS SHOWN ON THE EXISTING CONDITIONS/VEGETATION MAP. WHILE THE APPLICANT INTENDS TO PRESERVE THIS SITE, THE APPLICANT ALSO RESERVES THE RIGHT TO RELOCATE THE REMAINS TO AN APPROPRIATE OFFSITE LOCATION SUBJECT TO THE LAWS OF THE STATE OF VIRGINIA.
12. THERE IS A 100-YEAR FLOOD PLAIN, RESOURCE PROTECTION AREA AND AN ENVIRONMENTAL QUALITY CORRIDOR LOCATED ON THIS PROPERTY, AS SHOWN HEREIN.
13. THERE ARE NO HAZARDOUS OR TOXIC SUBSTANCES KNOWN TO EXIST ON THE PROPERTY. WITH THE EXCEPTION OF THE DETERGENT AND CLEANING PRODUCTS NORMALLY ASSOCIATED WITH, OR USED BY, OFFICE TENANTS, SECONDARY USES AND/OR HOTELS, NO HAZARDOUS OR TOXIC SUBSTANCES ARE PROPOSED TO BE GENERATED, UTILIZED, STORED, TREATED OR DISPOSED OF ON THIS PROPERTY.
14. THIS PROPERTY IS TO BE SERVED BY AVAILABLE PUBLIC WATER AND SANITARY SEWER FACILITIES.
15. EASEMENTS KNOWN TO EXIST ON THIS PROPERTY ARE AS SHOWN ON THE EXISTING CONDITIONS/VEGETATION MAP INCLUDED HEREIN.
16. ALL SIGNAGE SHALL BE IN COMPLIANCE WITH CHAPTER 12 OF THE ZONING ORDINANCE AND THE WESTFIELDS DEVELOPMENT GUIDELINES, EXCEPT AS MAY BE OTHERWISE APPROVED AS PART OF A COMPREHENSIVE SIGNAGE PLAN.
17. A WAIVER OF ANY REQUIREMENT TO CONSTRUCT A SERVICE DRIVE ADJACENT TO ROUTE 28 HAS BEEN GRANTED. OTHERWISE, THE DEVELOPMENT PROPOSED HEREIN WILL CONFORM TO THE PROVISIONS OF ALL APPLICABLE ORDINANCES, REGULATIONS AND ADOPTED STANDARDS.
18. THIS PROPERTY IS CURRENTLY SUBJECT TO PROFFERED CONDITIONS ADOPTED WITH RZ 2006-SU-025 AND PCA 78-5-063-5.
19. UTILITY LOCATIONS SHOWN HEREIN ARE APPROXIMATE.
20. LANDSCAPE AND STREETSCAPE CONCEPTS SHOWN HEREIN ARE FOR ILLUSTRATIVE PURPOSES ONLY. HOWEVER, THE QUALITY AND QUANTITY OF LANDSCAPE AND HARDSCAPE IMPROVEMENTS SHALL BE IN SUBSTANTIAL CONFORMANCE WITH THOSE SHOWN HEREIN.
21. THE LAND WITHIN THE FLATLICK BRANCH STREAM VALLEY IS TO BE CONVEYED TO THE FAIRFAX COUNTY PARK AUTHORITY, AS SHOWN HEREIN.
22. THE LAYOUT OF THE PROPOSED DEVELOPMENT SHOWN HEREIN IS CONCEPTUAL, AND MINOR MODIFICATIONS TO THE SITE DIMENSIONS, BUILDING FOOTPRINTS AND ELEVATIONS, NUMBER OF PARKING SPACES AND LOCATIONS OF BUILDINGS, PARKING SPACES, SIDEWALKS AND OTHER FEATURES SHOWN HEREIN MAY OCCUR WITH THE FINAL SITE PLANS FOR THE INDIVIDUAL LAND BAYS.



VICINITY MAP
SCALE: 1" = 2,000'

SHEET INDEX

1. COVER SHEET
2. TABULATIONS & STORM NARRATIVES - LAND BAYS A, B AND C
3. TABULATIONS & STORM NARRATIVES - LAND BAYS D, E AND F
4. CONCEPTUAL DEVELOPMENT PLAN, FINAL DEVELOPMENT PLAN AND PROFFER CONDITION AMENDMENT PLAT
- 4a. ALTERNATE CDP, FDP SITE LAYOUT AND PROFFER CONDITION AMENDMENT PLAT WITH NO DRIVE-THROUGH BANK
5. CONCEPTUAL LANDSCAPE PLAN
6. PEDESTRIAN CIRCULATION PLAN
7. DETAIL - LAND BAYS A AND C
8. LANDSCAPE DETAIL - LAND BAY B
9. BUILDING ELEVATIONS - LAND BAYS B AND C
10. LANDSCAPE DETAIL - LAND BAY C
11. LANDSCAPE DETAIL - LAND BAY D
12. SITE VIEW
13. SITE VIEW
14. SITE VIEW
15. DETAILS - FURNITURE AND LIGHTING
16. LOW IMPACT DESIGN DETAILS
17. WESTFIELDS BOULEVARD IMPROVEMENTS EXHIBIT
18. EXISTING CONDITIONS/VEGETATION MAP
19. EXISTING CONDITIONS/VEGETATION MAP
- 20.



BURGESS & NIPLE
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TABLATIONS / NARRATIVES

TABLATION - LAND BAY B

AREA: 11.83 ACRES
 USE AREAS (GROSS SQUARE FEET): 50,000 GSF
 OFFICE USE: 67,000 GSF
 SECONDARY USES:

NUMBER OF BUILDINGS: 2 - TWO STORY BUILDINGS
 BUILDING FLOOR AREA (GROSS SQUARE FEET):
 BUILDING 1: 33,000 GSF
 PRIMARY OFFICE USE: 34,000 GSF
 SECONDARY USES: 67,000 GSF
 SUB-TOTAL

BUILDING 2: 17,000 GSF
 PRIMARY OFFICE USE: 30,000 GSF
 SECONDARY USES: 50,000 GSF
 SUB-TOTAL

TOTAL: 117,000 GSF
 3.70 ACRES (31%)

OPEN SPACE: 289 SPACES
 180 SPACES @ 4.3 SPACES/1000 GSF;
 OFFICE (SECOND FLOOR): 50,000 GSF @ 3.6 SPACES/1000 GSF;
 TOTAL PARKING SPACES REQUIRED: 621 SPACES
 TOTAL PARKING SPACES PROVIDED: 50 SPACES
 LESS SPACES AVAILABLE TO LAND BAY C USES: 571 SPACES
 NET SPACES AVAILABLE FOR LAND BAY B AT ALL TIMES:

LOADING SPACES REQUIRED/PROVIDED:
 LOADING SPACES REQUIRED: 5 SPACES
 SECONDARY USES (67,000 GSF): 3 SPACES
 OFFICE USES (50,000 GSF): 8 SPACES
 TOTAL LOADING SPACES REQUIRED: 9 SPACES (SEE NOTE 3)
 LOADING SPACES PROVIDED:

TABLATION NOTES:
 1. PARKING REQUIREMENTS FOR SECONDARY USES MAY VARY SLIGHTLY DEPENDING UPON THE SPECIFIC USES.
 2. CROSS-PARKING AGREEMENTS SHALL BE ESTABLISHED BETWEEN LAND BAYS B AND C IF SUFFICIENT DEPENDING UPON THE SPECIFIC USES.
 3. LOADING SPACES TO BE COOPERATIVELY UTILIZED BY THE SECONDARY AND OFFICE USES, WITH ADEQUATE ARRANGEMENTS TO BE IMPLEMENTED TO ASSURE THEIR AVAILABILITY.
 4. THE APPLICANT RESERVES THE RIGHT TO VARY THE NUMBER OF PARKING SPACES PROVIDED ON THE LAND BAY PROVIDED THAT SUFFICIENT SPACES ARE PROVIDED TO MEET APPLICABLE ZONING REQUIREMENTS AND THAT THE PERCENTAGE OF OPEN SPACE IS NOT REDUCED BELOW THE VALUES INDICATED HEREIN.
 5. THE APPLICANT RESERVES THE RIGHT TO UTILIZE A PORTION OF THE OFFICE BUILDING ON LOT 1 FOR AN ACCESSORY CHILD CARE USE, WITH AN OUTDOOR PLAY AREA, AS SHOWN ON SHEET 4A.

TABLATION - LAND BAY A

AREA: 37.40 ACRES
 NUMBER OF BUILDINGS: 3 FIVE-STORY BUILDINGS
 OFFICE USE: (EXISTING PER APPROVED SITE PLAN 6178-SP-091)
 SECONDARY USES:

GROSS FLOOR AREA:
 BUILDING 1: 164,670 GSF
 BUILDING 2: 181,345 GSF
 BUILDING 3: 165,000 GSF
 TOTAL: 490,935 GSF
 OPEN SPACE: 21.0 ACRES (56%)

PARKING SPACES REQUIRED/PROVIDED:
 TOTAL PARKING SPACES REQUIRED: 1,282 SPACES
 483,025 GSF @ 2.9 SPACES/1000 GSF;
 PARKING SPACES PROVIDED: 1,282 SPACES MINIMUM

LOADING SPACES REQUIRED/PROVIDED:
 LOADING SPACES REQUIRED: 5 SPACES
 BUILDING 1: 5 SPACES
 BUILDING 2: 3 SPACES
 BUILDING 3: 3 SPACES
 TOTAL LOADING SPACES REQUIRED: 11 SPACES
 LOADING SPACES PROVIDED:

TABLATION NOTES:
 1. THE APPLICANT RESERVES THE RIGHT TO VARY THE NUMBER OF PARKING SPACES PROVIDED ON THE LAND BAY PROVIDED THAT SUFFICIENT SPACES ARE PROVIDED TO MEET APPLICABLE ZONING REQUIREMENTS AND THAT THE PERCENTAGE OF OPEN SPACE IS NOT REDUCED BELOW THE VALUES INDICATED HEREIN.
 2. THE APPLICANT RESERVES THE RIGHT TO CONSTRUCT A TWO-LEVEL PARKING STRUCTURE ON PARCEL 60, AS SHOWN ON SHEET 4A, IN LIEU OF ALL SURFACE PARKING.
 3. THE APPLICANT RESERVES THE RIGHT TO CONSTRUCT A TWO-LEVEL PARKING STRUCTURE ON PARCEL 6B, AS SHOWN ON SHEET 4A, IN LIEU OF ALL SURFACE PARKING.
 4. THE APPLICANT RESERVES THE RIGHT TO UTILIZE A PORTION OF THE OFFICE BUILDING ON LOT 1 FOR AN ACCESSORY CHILD CARE USE, WITH AN OUTDOOR PLAY AREA, AS SHOWN ON SHEET 4A.

PRELIMINARY STORM WATER MANAGEMENT NARRATIVE - LAND BAY A

STORM WATER MANAGEMENT REQUIREMENTS APPLICABLE TO THIS SITE ARE TO BE MET BY AN EXISTING STORM WATER MANAGEMENT (BMP) POND AND A BIO-RETENTION FACILITY, BOTH LOCATED WITHIN LAND BAY A. THE POND, IDENTIFIED AS SWM POND 1, IS A WET POND AND WILL RECEIVE DRAINAGE FROM THE MAJOR PORTION OF THE SITE DEVELOPMENT AREA (51.45+/- ACRES) INCLUDING LAND BAYS B AND C AND NEWBROOK DRIVE. IT WILL PROVIDE BOTH DETENTION AND WATER QUALITY TREATMENT (BMP'S). THE POND IS A CURRENTLY EXISTING FACILITY, HAVING BEEN CONSTRUCTED PURSUANT TO AN APPROVED SITE PLAN FOR THE CONSTRUCTION OF BUILDINGS 1, 2 AND 3 ON LAND BAY A (6178-SP-091). STORM RUNOFF FROM LAND BAY A AND 3 ON LAND BAY A WILL BE CAPTURED IN THE POND AND PREVIOUSLY APPROVED FOR CONSTRUCTION OF A WET POND, AMENITY POND (2.04+/- ACRES) AND APPROVED WITH COMMONWEALTH CENTRE SITE PLAN REVISION "F" (6178-SP-091-F) ASSOCIATED WITH LAND BAY A. PROVIDES BMP AND SWM FOR 4.2 ACRES OF THE COMMONWEALTH CENTRE DEVELOPMENT INCLUDING PORTIONS OF LAND BAY C CONSISTING MOSTLY OF ROOF AREAS FROM TWO HOTEL STRUCTURES AND ONE RETAIL BUILDING. AMENITY POND "B" IS ALSO GOING TO BE UTILIZED AS THE IRRIGATION RESERVOIR.

BOTH FACILITIES WILL DISCHARGE DIRECTLY INTO THE 100-YEAR FLOOD PLAIN ASSOCIATED WITH FLATLICK BRANCH AT LOCATIONS AT WHICH THE UPSTREAM DRAINAGE AREA IS GREATER THAN 640 ACRES, WHICH IS MORE THAN 100 TIMES THE SITE AREA (51.45 +/- ACRES) CONTRIBUTING DRAINAGE TO THE FACILITIES, AND AN ADEQUATE OUTFALL WILL BE ACHIEVED.

STORM WATER OUTFALL NARRATIVE - LAND BAY A

THE MAJOR PORTION OF THE STORM RUNOFF ON LAND BAY A WILL BE COLLECTED IN AN ON-SITE STORM DRAINAGE SYSTEM THROUGH LAND BAY C AND DISCHARGED INTO EXISTING STORM WATER MANAGEMENT POND 1. THIS IS AN EXISTING STORM WATER MANAGEMENT POND LOCATED ON THE SITE AND HAS BEEN DESIGNED TO ACCOMMODATE THE RUNOFF FROM THOSE PORTIONS OF LAND BAY A THAT WILL DRAIN TO IT, AS WELL AS RUNOFF FROM LAND BAYS B AND C AND THE INTERNAL ROADWAY (NEWBROOK DRIVE). THE PIPE SYSTEMS CONVEYING THE RUNOFF TO THE POND, PORTIONS OF WHICH ARE EXISTING, HAVE BEEN, OR WILL BE, DESIGNED AND CONSTRUCTED WITH ADEQUATE CAPACITY TO CONVEY THE DRAINAGE FROM THE SITE AND FROM OTHER LAND AREAS DRAINING INTO THE SYSTEMS. RUNOFF FROM A SMALL PORTION OF THE SITE WILL DRAIN BY SURFACE SHEET FLOW INTO A PROPOSED BIO-RETENTION FACILITY TO BE CONSTRUCTED IN LAND BAY A OR DIRECTLY INTO THE 100 YEAR FLOOD PLAIN ASSOCIATED WITH FLATLICK BRANCH. THE POND WILL PROVIDE DETENTION AND WATER QUALITY IMPROVEMENT FUNCTIONS TO MEET STORM WATER MANAGEMENT REQUIREMENTS. ADDITIONAL BMP FUNCTION REQUIREMENTS APPLICABLE TO THE BIO-RETENTION FACILITY WILL BE PROVIDED WITH FLATLICK BRANCH. BOTH FACILITIES WILL DISCHARGE DIRECTLY INTO THE 100-YEAR FLOOD PLAIN ASSOCIATED WITH FLATLICK BRANCH. THE DISCHARGE INTO THE STREAM VALLEY FROM THE MAIN STREAM CHANNEL AT NON-EROSIVE VELOCITIES. AT THE CHANNEL ADEQUATE TO CONVEY THE FLOW TO THE MAIN STREAM CHANNEL AT NON-EROSIVE VELOCITIES. AT THE POINT OF DISCHARGE INTO THE STREAM VALLEY, THE 640 ACRES OF UPSTREAM AREA DRAINING WITHIN FLATLICK BRANCH TO THIS POINT CONSTITUTES MORE THAN 100 TIMES THE 51.45 +/- ACRES OF SITE AREA CONTRIBUTING DRAINAGE TO THE POND OUTFALLS, AND THE SITE HAS AN ADEQUATE OUTFALL.

TABLATION - LAND BAY C

AREA: 9.17 ACRES
 NUMBER OF BUILDINGS: 1 FOUR-STORY HOTEL,
 1 EIGHT-STORY HOTEL,
 1 ONE-STORY SECONDARY USE BUILDING
 SECONDARY USES:

FLOOR AREA (GROSS SQUARE FEET):
 HOTEL 1: 131,000 GSF
 HOTEL 2: 41,000 GSF
 TOTAL: 172,000 GSF
 OPEN SPACE: 3.5 ACRES (38%)

PARKING SPACES REQUIRED/PROVIDED:
 PARKING SPACES REQUIRED - HOTEL 1:
 123 SPACES
 123 ROOMS @ 1 SPACE/ROOM;
 10 SPACES @ 4 SPACES/50 ROOMS;
 MEETING ROOM (1,841 SF) (SEE NOTE 2): 2 SPACES
 SUB-TOTAL, HOTEL 1: 141 SPACES

PARKING SPACES REQUIRED - HOTEL 2:
 211 SPACES @ 1 SPACE/ROOM;
 211 ROOMS @ 4 SPACES/50 ROOMS;
 MEETING ROOM (1,841 SF) (SEE NOTE 2);
 RESTAURANT (128 SEATS) (SEE NOTE 3);
 LOUNGE (38 SEATS) (SEE NOTE 3);
 LOBBY (38 SEATS) (SEE NOTE 3);
 18 SEATS @ 1 SPACE/SEAT;
 SUB-TOTAL, HOTEL 2: 273 SPACES

SECONDARY USE: 41 SPACES
 9,400 GSF @ 4.3 SPACES/1,000 GSF;
 TOTAL PARKING SPACES REQUIRED: 455 SPACES

PARKING SPACES PROVIDED: LAND BAY C:
 405 SPACES
 PARKING SPACES PROVIDED: LAND BAY B:
 50 SPACES (SEE NOTE 3)
 TOTAL PARKING PROVIDED: 455 SPACES (SEE NOTE 3)

LOADING SPACES REQUIRED/PROVIDED:
 LOADING SPACES REQUIRED:
 HOTEL 1: 2 SPACES
 HOTEL 2: 2 SPACES
 SECONDARY USES: 1 SPACE
 TOTAL LOADING SPACES REQUIRED: 5 SPACES
 LOADING SPACES PROVIDED:

TABLATION NOTES:
 1. MEETING ROOMS IN BOTH HOTELS ARE INTENDED PRIMARILY FOR USE BY GUESTS, AND A LIMITED NUMBER OF PARKING SPACES HAVE BEEN ASSUMED FOR OUTSIDE USERS.
 2. RESTAURANT AND LOUNGE FACILITIES IN HOTEL 2 ARE ANTICIPATED TO BE USED BY A MIX OF GUESTS AND OUTSIDE USERS AT A 50/50 SPLIT.
 3. CROSS-PARKING AGREEMENTS ARE TO BE ESTABLISHED BETWEEN LAND BAYS B AND C IF SUFFICIENT PARKING IS NOT PROVIDED WITHIN A PARTICULAR LAND BAY.
 4. THE APPLICANT RESERVES THE RIGHT TO VARY THE NUMBER OF PARKING SPACES PROVIDED ON THE LAND BAY PROVIDED THAT SUFFICIENT SPACES ARE PROVIDED TO MEET APPLICABLE ZONING REQUIREMENTS AND THAT THE PERCENTAGE OF OPEN SPACE IS NOT REDUCED BELOW THE VALUES INDICATED HEREIN.
 5. THE APPLICANT RESERVES THE RIGHT TO DEVELOP A CHILD-CARE USE AS AN ALTERNATE SECONDARY USE WITHIN THE PROPOSED 9,400 SQUARE FOOT BUILDING, AS SHOWN ON SHEET 4A, IN WHICH CASE THE NUMBER OF PARKING SPACES REQUIRED AND PROVIDED WOULD BE REDUCED (150 CHILDREN @ 0.18 SPACE/CHILD = 24 SPACES).

TABLATION - LAND BAY C

AREA: 9.17 ACRES
 NUMBER OF BUILDINGS: 1 FOUR-STORY HOTEL,
 1 EIGHT-STORY HOTEL,
 1 ONE-STORY SECONDARY USE BUILDING
 SECONDARY USES:

FLOOR AREA (GROSS SQUARE FEET):
 HOTEL 1: 131,000 GSF
 HOTEL 2: 41,000 GSF
 TOTAL: 172,000 GSF
 OPEN SPACE: 3.5 ACRES (38%)

PARKING SPACES REQUIRED/PROVIDED:
 PARKING SPACES REQUIRED - HOTEL 1:
 123 SPACES
 123 ROOMS @ 1 SPACE/ROOM;
 10 SPACES @ 4 SPACES/50 ROOMS;
 MEETING ROOM (1,841 SF) (SEE NOTE 2): 2 SPACES
 SUB-TOTAL, HOTEL 1: 141 SPACES

PARKING SPACES REQUIRED - HOTEL 2:
 211 SPACES @ 1 SPACE/ROOM;
 211 ROOMS @ 4 SPACES/50 ROOMS;
 MEETING ROOM (1,841 SF) (SEE NOTE 2);
 RESTAURANT (128 SEATS) (SEE NOTE 3);
 LOUNGE (38 SEATS) (SEE NOTE 3);
 LOBBY (38 SEATS) (SEE NOTE 3);
 18 SEATS @ 1 SPACE/SEAT;
 SUB-TOTAL, HOTEL 2: 273 SPACES

SECONDARY USE: 41 SPACES
 9,400 GSF @ 4.3 SPACES/1,000 GSF;
 TOTAL PARKING SPACES REQUIRED: 455 SPACES

PARKING SPACES PROVIDED: LAND BAY C:
 405 SPACES
 PARKING SPACES PROVIDED: LAND BAY B:
 50 SPACES (SEE NOTE 3)
 TOTAL PARKING PROVIDED: 455 SPACES (SEE NOTE 3)

LOADING SPACES REQUIRED/PROVIDED:
 LOADING SPACES REQUIRED:
 HOTEL 1: 2 SPACES
 HOTEL 2: 2 SPACES
 SECONDARY USES: 1 SPACE
 TOTAL LOADING SPACES REQUIRED: 5 SPACES
 LOADING SPACES PROVIDED:

TABLATION NOTES:
 1. MEETING ROOMS IN BOTH HOTELS ARE INTENDED PRIMARILY FOR USE BY GUESTS, AND A LIMITED NUMBER OF PARKING SPACES HAVE BEEN ASSUMED FOR OUTSIDE USERS.
 2. RESTAURANT AND LOUNGE FACILITIES IN HOTEL 2 ARE ANTICIPATED TO BE USED BY A MIX OF GUESTS AND OUTSIDE USERS AT A 50/50 SPLIT.
 3. CROSS-PARKING AGREEMENTS ARE TO BE ESTABLISHED BETWEEN LAND BAYS B AND C IF SUFFICIENT PARKING IS NOT PROVIDED WITHIN A PARTICULAR LAND BAY.
 4. THE APPLICANT RESERVES THE RIGHT TO VARY THE NUMBER OF PARKING SPACES PROVIDED ON THE LAND BAY PROVIDED THAT SUFFICIENT SPACES ARE PROVIDED TO MEET APPLICABLE ZONING REQUIREMENTS AND THAT THE PERCENTAGE OF OPEN SPACE IS NOT REDUCED BELOW THE VALUES INDICATED HEREIN.
 5. THE APPLICANT RESERVES THE RIGHT TO DEVELOP A CHILD-CARE USE AS AN ALTERNATE SECONDARY USE WITHIN THE PROPOSED 9,400 SQUARE FOOT BUILDING, AS SHOWN ON SHEET 4A, IN WHICH CASE THE NUMBER OF PARKING SPACES REQUIRED AND PROVIDED WOULD BE REDUCED (150 CHILDREN @ 0.18 SPACE/CHILD = 24 SPACES).

PRELIMINARY STORM WATER MANAGEMENT NARRATIVE - LAND BAY C

STORM WATER MANAGEMENT REQUIREMENTS APPLICABLE TO THIS LAND BAY ARE TO BE MET BY A STORM WATER MANAGEMENT (BMP) POND AND AMENITY POND "B". BOTH FACILITIES ARE LOCATED IN LAND BAY A. THE POND, IDENTIFIED AS SWM POND 1, IS A WET POND AND WILL RECEIVE DRAINAGE FROM THE MAJOR PORTION OF THE COMMONWEALTH CENTRE DEVELOPMENT AREA (51.45+/- ACRES) INCLUDING LAND BAYS B AND C AND NEWBROOK DRIVE. IT WILL PROVIDE BOTH DETENTION AND WATER QUALITY TREATMENT (BMP'S). THE POND IS AN EXISTING FACILITY, HAVING BEEN CONSTRUCTED PURSUANT TO AN APPROVED SITE PLAN FOR THE CONSTRUCTION OF BUILDINGS 1, 2 AND 3 ON LAND BAY A (6178-SP-091). STORM RUNOFF ON LAND BAY B WILL BE CAPTURED IN STORM DRAINAGE SYSTEMS TO BE CONSTRUCTED WITH THE DEVELOPMENT OF THE LAND BAY AND WILL BE CONVEYED TO THE STORM WATER MANAGEMENT POND BY ENCLOSED STORM DRAINAGE SYSTEMS, CROSSING NEWBROOK DRIVE AND NEWBROOK DRIVE. THE PIPE SYSTEMS CONVEYING THE RUNOFF TO THE POND, PORTIONS OF WHICH ARE EXISTING, HAVE BEEN, OR WILL BE, DESIGNED AND CONSTRUCTED WITH ADEQUATE CAPACITY TO CONVEY THE DRAINAGE FROM THE SITE AND FROM OTHER LAND AREAS DRAINING INTO THE SYSTEMS. RUNOFF FROM A SMALL PORTION OF THE SITE WILL DRAIN BY SURFACE SHEET FLOW INTO A PROPOSED BIO-RETENTION FACILITY TO BE CONSTRUCTED IN LAND BAY A OR DIRECTLY INTO THE 100 YEAR FLOOD PLAIN ASSOCIATED WITH FLATLICK BRANCH. THE POND WILL PROVIDE DETENTION AND WATER QUALITY IMPROVEMENT FUNCTIONS TO MEET STORM WATER MANAGEMENT REQUIREMENTS. ADDITIONAL BMP FUNCTION REQUIREMENTS APPLICABLE TO THE BIO-RETENTION FACILITY WILL BE PROVIDED WITH FLATLICK BRANCH. BOTH FACILITIES WILL DISCHARGE DIRECTLY INTO THE 100-YEAR FLOOD PLAIN ASSOCIATED WITH FLATLICK BRANCH AT LOCATIONS AT WHICH THE UPSTREAM DRAINAGE AREA IS GREATER THAN 640 ACRES, WHICH IS MORE THAN 100 TIMES THE SITE AREA (51.45 +/- ACRES) CONTRIBUTING DRAINAGE TO THE FACILITIES, AND AN ADEQUATE OUTFALL WILL BE ACHIEVED.

AMENITY POND "B" AND BIO-RETENTION FACILITY "A" HAVE A COMBINED OUTFALL. BOTH FACILITIES (POND 1 AND AMENITY POND "B") WILL DISCHARGE DIRECTLY INTO THE 100-YEAR FLOOD PLAIN ASSOCIATED WITH FLATLICK BRANCH AT LOCATIONS AT WHICH THE UPSTREAM DRAINAGE AREA IS GREATER THAN 640 ACRES, WHICH IS MORE THAN 100 TIMES THE SITE AREA (51.45 +/- ACRES) CONTRIBUTING DRAINAGE TO THE FACILITIES, AND AN ADEQUATE OUTFALL WILL BE ACHIEVED.

STORM WATER OUTFALL NARRATIVE - LAND BAY C

STORM RUNOFF ON LAND BAY C WILL BE COLLECTED IN AN ON-SITE STORM DRAINAGE SYSTEM AND CONVEYED BY A CLOSED PIPE SYSTEM THROUGH LAND BAY C AND DISCHARGED INTO EXISTING STORM WATER MANAGEMENT POND 1 ON LAND BAY A. THE PIPE SYSTEMS CONVEYING THE RUNOFF TO THE POND WILL BE DESIGNED AND CONSTRUCTED WITH ADEQUATE CAPACITY TO CONVEY THE DRAINAGE FROM THE SITE AND OTHER LAND AREAS DRAINING INTO THE SYSTEMS. THE POND WILL PROVIDE DETENTION AND WATER QUALITY IMPROVEMENT (BMP) FUNCTIONS TO MEET STORM WATER MANAGEMENT REQUIREMENTS APPLICABLE TO THE SITE. THE POND WILL DISCHARGE DIRECTLY INTO THE 100-YEAR FLOOD PLAIN ASSOCIATED WITH FLATLICK BRANCH AT A LOCATION AT WHICH THE UPSTREAM DRAINAGE AREA IS GREATER THAN 640 ACRES, OR MORE THAN 100 TIMES THE DRAINAGE AREA (51.45 +/- ACRES) CONTRIBUTING TO POND 1 AND AN ADEQUATE OUTFALL WILL BE ACHIEVED.

AMENITY POND "B", WHICH WAS PROPOSED AND APPROVED WITH COMMONWEALTH CENTRE SITE PLAN REVISION "F" (6178-SP-091-F) ASSOCIATED WITH LAND BAY A, PROVIDES BMP AND SWM FOR 4.2 ACRES OF THE COMMONWEALTH CENTRE DEVELOPMENT INCLUDING PORTIONS OF LAND BAY "B" CONSISTING MOSTLY OF ROOF AREAS FROM THE TWO HOTELS AND ONE RETAIL BUILDING. AMENITY POND "B" IS ALSO GOING TO BE UTILIZED AS THE IRRIGATION RESERVOIR.

AMENITY POND "B" AND BIO-RETENTION FACILITY "A" HAVE A COMBINED OUTFALL. BOTH FACILITIES (POND 1 AND AMENITY POND "B") WILL DISCHARGE DIRECTLY INTO THE 100-YEAR FLOOD PLAIN ASSOCIATED WITH FLATLICK BRANCH. THE DISCHARGE INTO THE STREAM VALLEY FROM THE RESPECTIVE PONDS WILL BE BY WAY OF A CHANNEL ADEQUATE TO CONVEY THE FLOW TO THE MAIN STREAM CHANNEL AT NON-EROSIVE VELOCITIES. AT THE POINT OF DISCHARGE INTO THE STREAM VALLEY, THE 640 ACRES OF UPSTREAM AREA DRAINING WITHIN FLATLICK BRANCH TO THIS POINT CONSTITUTES MORE THAN 100 TIMES THE 51.45 +/- ACRES OF SITE AREA CONTRIBUTING DRAINAGE TO THE POND OUTFALLS, AND THE SITE HAS AN ADEQUATE OUTFALL.

TABLATIONS & STORM NARRATIVES
 LAND BAYS A, B AND C - CDPA/FDPA
 AT WESTFIELDS
 SULLY DISTRICT
 FAIRFAX COUNTY, VIRGINIA



DATE:	JULY, 2008
SCALE:	NONE
DESIGN:	JLM DRAWN:JPC
CHECK:	JFS CHECK:JLM
JOB NO.:	930091
P.R. NO.:	44774
SHEET	2 OF 20
FILE NO.:	C-4710

ADD NOTE 4, TAB. LAND BAY A	REVISIONS	DATE
		3/12/2009



TABLATIONS / NARRATIVES

TABLATION - LAND BAY D

AREA: 36.76 ACRES
 2 SEVEN-STORY BUILDINGS, AND
 1 NINE-STORY BUILDING
 GROSS FLOOR AREA:
 BUILDING 5 (NINE STORIES): 175,000 GSF
 BUILDING 6 (SEVEN STORIES): 232,465 GSF
 TOTAL: 407,465 GSF
 OPEN SPACE: 22.97 ACRES (62.5%)

PARKING SPACES REQUIRED/PROVIDED:
 TOTAL PARKING SPACES REQUIRED: 1,517 SPACES
 PARKING SPACES PROVIDED: 1,065 GSF
 SURFACE PARKING: 324 SPACES
 STRUCTURED PARKING: 1,519 SPACES
 TOTAL: 1,843 SPACES

LOADING SPACES REQUIRED/PROVIDED:
 LOADING SPACES REQUIRED:
 BUILDING 5: 5 SPACES
 BUILDING 6: 5 SPACES
 TOTAL LOADING SPACES REQUIRED: 10 SPACES

TABLATION NOTE:
 THE APPLICANT RESERVES THE RIGHT TO VARY THE NUMBER OF PARKING SPACES PROVIDED ON THE LAND BAY, PROVIDED THAT SUFFICIENT SPACES ARE PROVIDED TO MEET THE ZONING REQUIREMENTS AND THE PERCENTAGE OF OPEN SPACE IS NOT REDUCED BELOW THE VALUES INDICATED HEREIN.

PRELIMINARY STORM WATER MANAGEMENT NARRATIVE - LAND BAY D

STORM WATER MANAGEMENT REQUIREMENTS APPLICABLE TO LAND BAY D ARE TO BE MET BY TWO STORM WATER MANAGEMENT/BEST MANAGEMENT PRACTICES (BMP) FACILITIES LOCATED WITHIN COMMONWEALTH CENTRE, PARCEL 24 OF WESTFIELDS. ONE TO BE LOCATED ON LAND BAY A, AND THE OTHER ON LAND BAY D. THE FACILITY ON LAND BAY A IS TO BE A BIO-RETENTION FACILITY TO BE CONSTRUCTED IN CONJUNCTION WITH THE DEVELOPMENT OF LAND BAY A, AND IS ANTICIPATED TO BE EXISTING WHEN THE DEVELOPMENT OF LAND BAY D COMMENCES. OTHERWISE, THIS FACILITY WILL BE CONSTRUCTED IN CONJUNCTION WITH LAND BAY D. THE FACILITY ON LAND BAY D WILL BE A WET POND TO BE CONSTRUCTED IN CONJUNCTION WITH THE DEVELOPMENT OF LAND BAY D. THESE TWO FACILITIES WILL PROVIDE BOTH DETENTION AND WATER QUALITY IMPROVEMENTS TO THE STORM WATER RUNOFF FROM THE DEVELOPMENT OF THE LAND BAY, AND WILL BE CONVEYED TO THE STORM WATER MANAGEMENT FACILITIES BY ENCLOSED STORM DRAINAGE SYSTEMS.

EACH OF THE FACILITIES WILL DISCHARGE DIRECTLY INTO THE 100-YEAR FLOOD PLAIN ASSOCIATED WITH FLATLICK BRANCH. AT THE POINTS OF DISCHARGE FROM THESE PONDS, THIS FLOOD PLAIN IS A MAJOR FLOOD PLAIN, RECEIVING DRAINAGE FROM AN UPSTREAM AREA GREATER THAN 640 ACRES. THE DISCHARGE INTO THE STREAM VALLEY FROM THE RESPECTIVE PONDS WILL BE BY WAY OF A CHANNEL ADEQUATE TO CONVEY THE FLOW TO THE MAIN STREAM CHANNEL AT NON-EROSIVE VELOCITIES, AND AN ADEQUATE OUTFALL FOR THE SITE WILL BE ACHIEVED.

STORM WATER OUTFALL NARRATIVE - LAND BAY D

STORM RUNOFF ON THE MAJOR PORTION OF LAND BAY D WILL BE COLLECTED IN AN ON-SITE STORM DRAINAGE SYSTEM AND CONVEYED BY A CLOSED PIPE SYSTEM TO EITHER A STORM WATER MANAGEMENT POND TO BE LOCATED ON LAND BAY D OR TO A BIO-RETENTION FACILITY TO BE LOCATED ON LAND BAY A. RUNOFF FROM A SMALL PORTION OF LAND BAY D MAY BE DISCHARGED DIRECTLY INTO THE 100-YEAR FLOOD PLAIN ASSOCIATED WITH FLATLICK BRANCH. THE PIPE SYSTEMS CONVEYING THE RUNOFF TO THE STORM WATER MANAGEMENT FACILITIES WILL BE CONSTRUCTED IN CONJUNCTION WITH THE DEVELOPMENT OF LAND BAY D. THE STORM WATER MANAGEMENT FACILITIES WILL PROVIDE DETENTION AND WATER QUALITY IMPROVEMENT/BEST MANAGEMENT PRACTICES (BMP) FUNCTIONS TO MEET STORM WATER MANAGEMENT REQUIREMENTS APPLICABLE TO THE SITE. BOTH OF THE FACILITIES WILL DISCHARGE DIRECTLY INTO THE 100-YEAR FLOOD PLAIN ASSOCIATED WITH FLATLICK BRANCH AT LOCATIONS AT WHICH THE UPSTREAM DRAINAGE AREA IS GREATER THAN 640 ACRES, WHICH IS MORE THAN 100 TIMES THE TOTAL DRAINAGE AREA OF LAND BAY D AND AN ADEQUATE OUTFALL WILL BE ACHIEVED.

LAND BAY E - NEWBROOK DRIVE EXTENDED (PRIVATE STREET)

AREA: 2.44 ACRES
 OPEN SPACE: 0.30 ACRES (12%)

LAND BAY F - EXISTING NEWBROOK DRIVE (PRIVATE STREET)

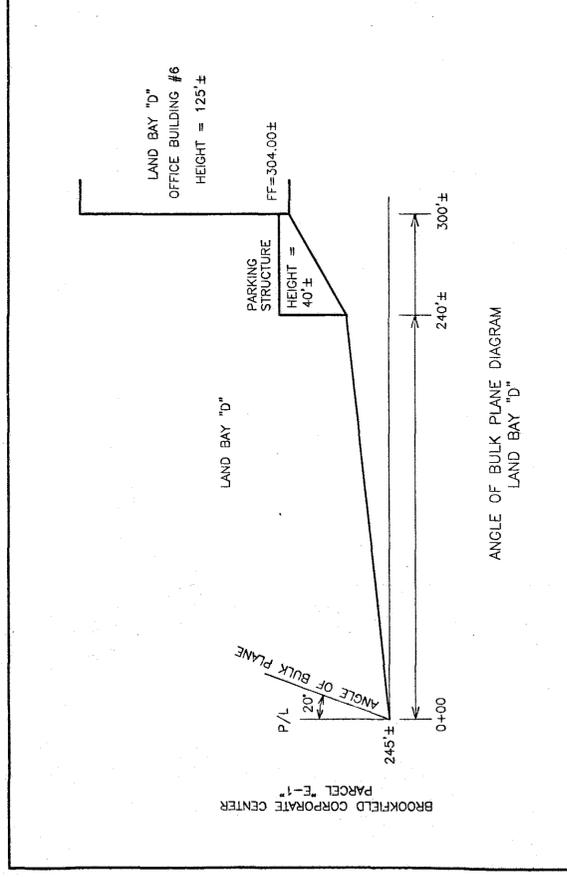
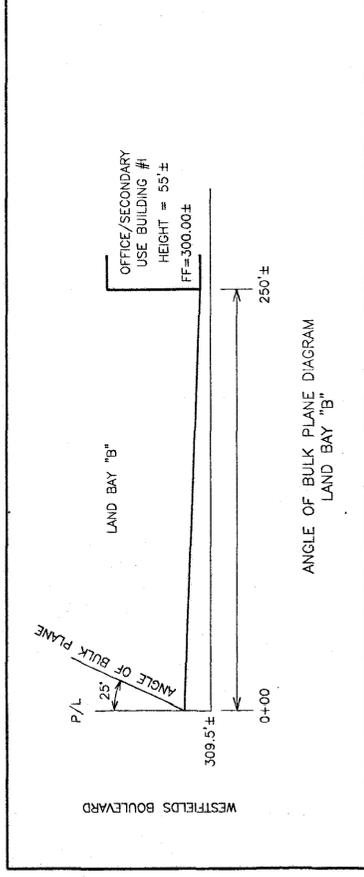
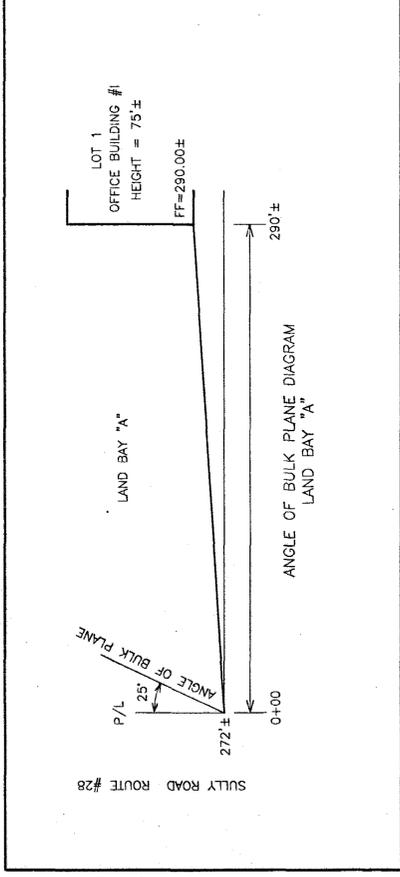
AREA: 3.21 ACRES
 OPEN SPACE: 0.65 ACRES (20%)

TABLATION NOTES:

1. PARKING REQUIREMENTS FOR SECONDARY USES MAY VARY DEPENDING UPON SPECIFIC USES.
2. THE APPLICANT RESERVES THE RIGHT TO PROVIDE ADDITIONAL PARKING FOR THE PROPOSED USES, PROVIDED THAT SUFFICIENT SPACES ARE PROVIDED TO MEET THE ZONING REQUIREMENTS AND THE PERCENTAGE OF OPEN SPACE IS NOT REDUCED BELOW THE VALUES INDICATED HEREIN.
3. A PARTICULAR LAND BAY.

ANGLE OF BULK PLANE DIAGRAMS

(REFER TO "NOTES RELATIVE TO MINIMUM YARD AND ANGLE OF BULK PLANE REQUIREMENTS", THIS SHEET)



NOTES RELATIVE TO MINIMUM YARD AND ANGLE OF BULK PLANE REQUIREMENTS:
 1. FOR THE PDC DISTRICT, THERE ARE NO ESTABLISHED MINIMUM YARD OR ANGLE OF BULK PLANE REQUIREMENTS APPLICABLE TO BUILDINGS AND THEIR RELATIONSHIPS TO INTERIOR LOT LINES, AND THE MINIMUM SETBACKS OF PROPOSED BUILDINGS FROM THOSE LINES SHALL BE GENERALLY AS SHOWN ON THIS PLAN.
 2. FOR THE PDC DISTRICT, THE MINIMUM YARDS APPLICABLE AT EXTERIOR BOUNDARIES OF THE PARCELS OF THE COMMONWEALTH CENTRE SHALL CONFORM TO THOSE REQUIREMENTS ESTABLISHED FOR THE CONVENTIONAL ZONING DISTRICT MOST COMPATIBLE WITH THE PROPOSED USES. IN THIS CASE THE C-4 DISTRICT WOULD BE DEEMED TO BE COMPATIBLE RELATIVE TO THE PROPOSED OFFICE USES ON LAND BAYS A AND D, AND WOULD REQUIRE TO THE FOLLOWING RELATIVE TO THE RELATIONSHIPS OF THE BUILDINGS TO THE EXTERIOR PARCEL BOUNDARIES ON THESE LAND BAYS:

LAND BAY A:
 RELATIVE TO THE WESTERLY PARCEL BOUNDARY (ROUTE 28 FRONTAGE) AND THE WESTERLY PARCEL BOUNDARY (WESTFIELD BOULEVARD RIGHT-OF-WAY), A MINIMUM FRONT YARD OF 40 FEET WOULD APPLY. THE MINIMUM DISTANCE THAT ANY BUILDING IS PROPOSED TO BE SET BACK FROM EACH OF THESE EXTERIOR BOUNDARIES IS APPROXIMATELY 310 FEET AND 280 FEET, RESPECTIVELY.
 RELATIVE TO THESE SAME EXTERIOR BOUNDARIES, THE APPLICABLE ANGLE OF BULK PLANE REQUIREMENT IS 25 DEGREES. THE MINIMUM DISTANCE FROM THE EXTERIOR BOUNDARY OF APPROXIMATELY 35 FEET ON A FIVE-STORY, 74-FOOT-HIGH BUILDING, OR LESS THAN THE ABSOLUTE MINIMUM YARD REQUIREMENTS, REFER TO THE ANGLE OF BULK PLANE DIAGRAMS ON THIS SHEET.

LAND BAY B:
 RELATIVE TO THE EASTERLY PARCEL BOUNDARY AND THE SOUTHERLY BOUNDARY (WESTFIELD BOULEVARD RIGHT-OF-WAY), RESPECTIVE MINIMUM YARDS OF 25 FEET (REAR) AND 40 FEET (FRONT) WOULD APPLY. THE MINIMUM DISTANCE FROM ANY BUILDING IS PROPOSED TO BE SET BACK FROM EACH OF THESE EXTERIOR BOUNDARIES IS APPROXIMATELY 280 FEET AND 350 FEET, RESPECTIVELY.

RELATIVE TO THE SAME EXTERIOR BOUNDARIES, THE APPLICABLE ANGLE OF BULK PLANE REQUIREMENTS ARE 20 DEGREES AND 25 DEGREES, RESPECTIVELY. IMPOSING APPLICABLE MINIMUM SETBACK DISTANCES OF APPROXIMATELY 25 FEET FROM EACH EXTERIOR BOUNDARY, A 185'-4" FOOT HIGH (INCLUDING GARAGE) STRUCTURE REFER TO THE ANGLE OF BULK PLANE DIAGRAMS ON THIS SHEET.

WITH RESPECT TO LAND BAY B, THE MOST APPROPRIATE CONVENTIONAL ZONING DISTRICT WOULD BE THE C-5 DISTRICT, REQUIRING THE FOLLOWING RELATIONSHIPS OF COMMERCIAL BUILDINGS TO A PROPERTY LINE.

LAND BAY B:
 RELATIVE TO THE SOUTHERLY PARCEL BOUNDARY (WESTFIELD BOULEVARD RIGHT-OF-WAY), A MINIMUM FRONT YARD OF 40 FEET WOULD APPLY. THE MINIMUM DISTANCE THAT ANY BUILDING IS PROPOSED TO BE SET BACK FROM THIS EXTERIOR BOUNDARY IS APPROXIMATELY 250 FEET.

RELATIVE TO THE SAME EXTERIOR BOUNDARY, THE APPLICABLE ANGLE OF BULK PLANE REQUIREMENT IS 45 DEGREES. THE MINIMUM DISTANCE FROM THE EXTERIOR BOUNDARY OF APPROXIMATELY 35 FEET ON A TWO-STORY, 54-FOOT-HIGH STRUCTURE. REFER TO THE ANGLE OF BULK PLANE DIAGRAMS ON THIS SHEET.

MINIMUM STORMWATER INFORMATION FOR REZONING, SPECIAL EXCEPTION, SPECIAL PERMIT AND DEVELOPMENT PLAN APPLICATIONS

The following information is required to be shown or provided in all zoning applications, or a waiver request or special permit application. Note: Applicants will be asked upon separately. Failure to adequately address the required submission information may result in a delay in processing this application.

This information is required under the following Zoning Ordinance paragraphs:
 Special Permits (9-011 2.1 & 2.1) Special Exceptions (9-011 2.1 & 2.1)
 Cluster Subdivision (9-015 1.G & 1.H) PDC Plan (16-303 1.E & 1.O)
 PDC Plan (16-303 1.E & 1.O) PDC Plan (16-303 1.E & 1.O)
 FDP P Districts (except PDC) (16-302 1.F & 1.C) Amendments (16-302 1.F & 1.O)

1. Plat is at a minimum scale of 1"=50' (unless it is depicted on one sheet with a minimum scale of 1"=100').
2. A graphic depicting the stormwater management facility(ies) and limits of clearing and grading accommodate the stormwater management facility(ies), storm drainage pipe systems and outlet protection, pond spillways, access roads, site outfalls, energy dissipation devices, and stream stabilization measures as shown on Sheet 3 .

3. Provide:	On-site area served (acres)	Off-site area served (acres)	Drainage area (acres)	Footprint area (sf)	Storage Volume (cf)	If pond, dam height (ft)
POND 1 (WET)	45.69	0.00	45.69	132,000	729,658	0.00
POND 2 (WET)	13.13	0.00	13.13	55,990	248,263	N/A
SWALE (BIO)	2.00	0.00	2.00	35,137	7,260,000	N/A
SWALE (WET)	N/A	0.00	N/A	N/A	N/A	N/A
Totals	60.79	0.00	60.79	223,127	985,121	

4. On-site drainage channels, outfalls and pipe systems are shown on Sheet 4 & 5 . Pond inlet and outlet pipe systems are shown on Sheet 4 & 5 .
5. Maintenance access (road) to stormwater management facility(ies) are shown on Sheet 4 & 5 . Type of maintenance access road surface noted on the plat is ASPHALT (asphalt, pebbles, gravel, etc.).
6. Landscaping and tree preservation shown in and near the stormwater management facility is shown on Sheet 5 & 6 .

7. A stormwater management narrative which contains a description of how detention and best management practices requirements will be met is provided on Sheet 2 & 3 .

8. A description of the existing conditions of each numbered site outfall extended downstream from the site in the area or which has a drainage area of at least one square mile (640 acres) is provided on Sheet 2 & 3 .

9. A description of how the outfall requirements, including contributing drainage areas of the Public Facilities Manual will be satisfied is provided on Sheet 2 & 3 .

10. Existing topography with maximum contour intervals of two (2) feet and a note as to whether it is an survey or field run is provided on Sheet 1, 3, 5, 9 & 25 .

11. A submission waiver is requested for N/A .

12. Stormwater management is not required because N/A .

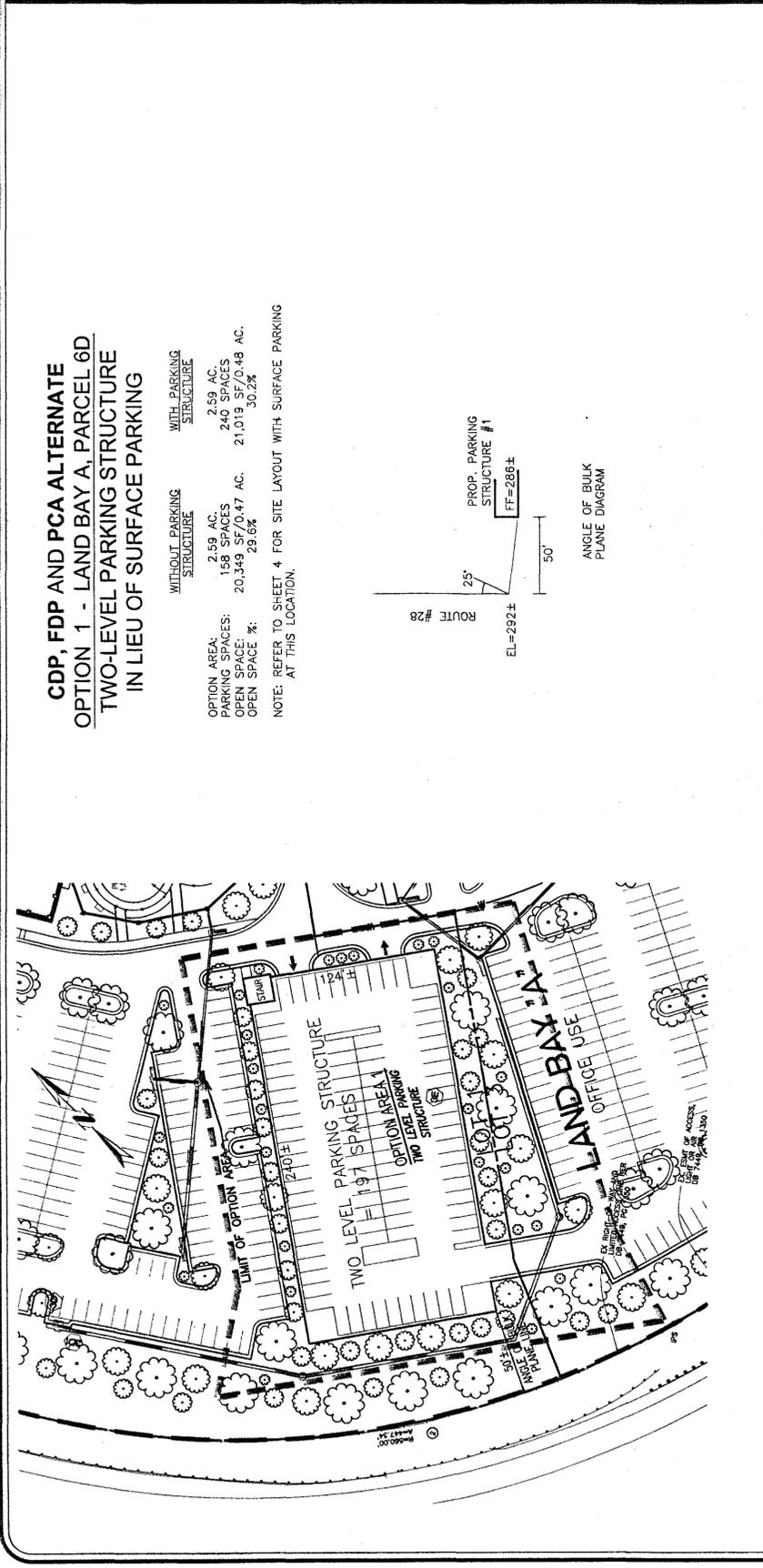
TABLATIONS & STORM NARRATIVES
 LAND BAYS D, E AND F - CDPA/FDPA
 COMMONWEALTH CENTRE
 AT WESTFIELDS
 SULLY DISTRICT
 FAIRFAX COUNTY, VIRGINIA



DATE: JULY, 2008
 SCALE: NONE
 DESIGN: JLM DRAWN: TEB
 CHECK: JPC CHECK: JLM
 JOB NO.: 93C091
 P.R. NO.: 44774
 SHEET 3 OF 20
 FILE NO.: C-4710

NO.	REVISIONS	DATE
	STORMWATER WORKSHEET	NOV. 2008

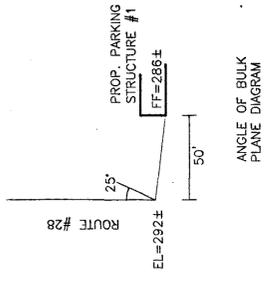




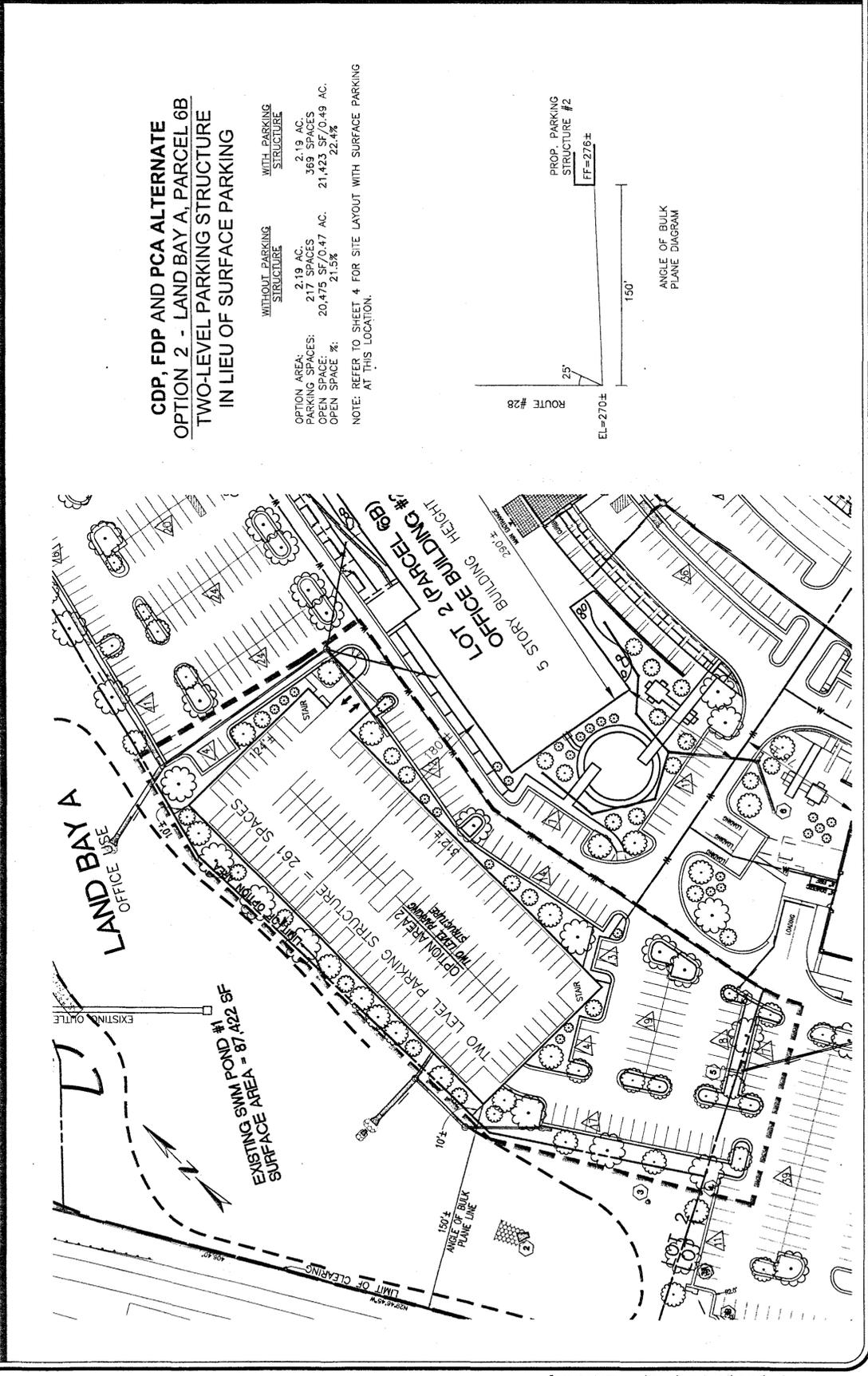
**CDP, FDP AND PCA ALTERNATE
OPTION 1 - LAND BAY A, PARCEL 6D
TWO-LEVEL PARKING STRUCTURE
IN LIEU OF SURFACE PARKING**

WITHOUT PARKING STRUCTURE	WITH PARKING STRUCTURE
OPTION AREA: 2.59 AC.	2.59 AC.
PARKING SPACES: 158 SPACES	240 SPACES
OPEN SPACE: 20,349 SF/0.47 AC.	21,019 SF/0.48 AC.
OPEN SPACE %: 29.6%	30.2%

NOTE: REFER TO SHEET 4 FOR SITE LAYOUT WITH SURFACE PARKING AT THIS LOCATION.



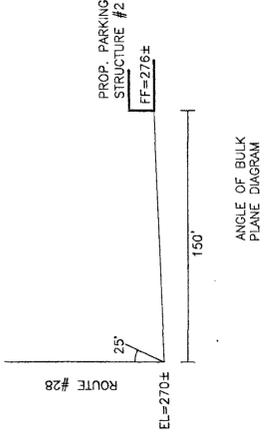
ANGLE OF BULK PLANE DIAGRAM



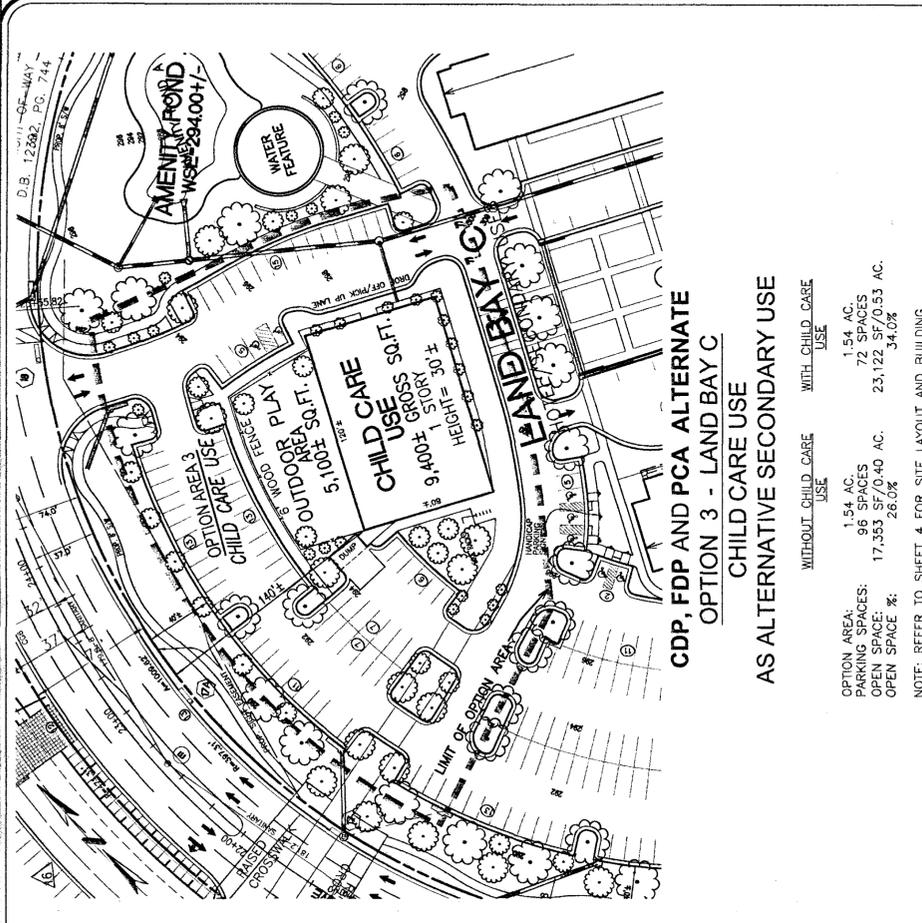
**CDP, FDP AND PCA ALTERNATE
OPTION 2 - LAND BAY A, PARCEL 6B
TWO-LEVEL PARKING STRUCTURE
IN LIEU OF SURFACE PARKING**

WITHOUT PARKING STRUCTURE	WITH PARKING STRUCTURE
OPTION AREA: 2.19 AC.	2.19 AC.
PARKING SPACES: 217 SPACES	369 SPACES
OPEN SPACE: 20,475 SF/0.47 AC.	21,423 SF/0.49 AC.
OPEN SPACE %: 21.5%	22.4%

NOTE: REFER TO SHEET 4 FOR SITE LAYOUT WITH SURFACE PARKING AT THIS LOCATION.



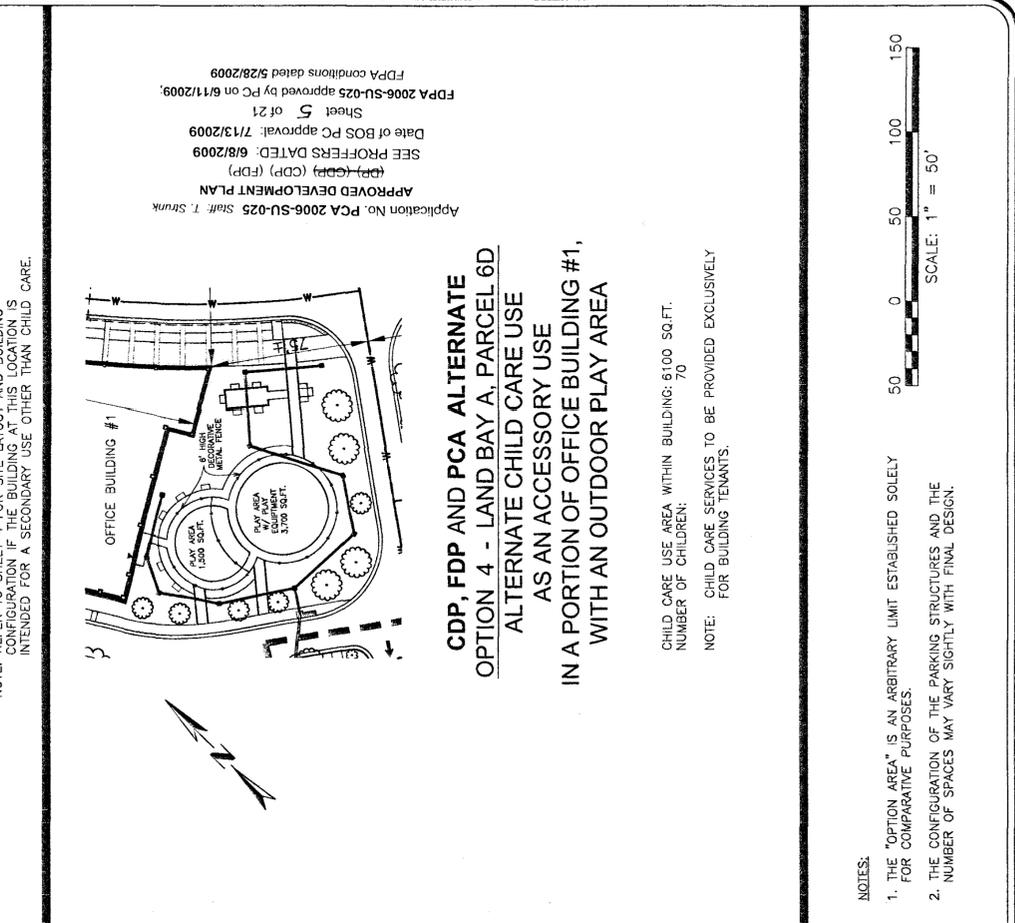
ANGLE OF BULK PLANE DIAGRAM



**CDP, FDP AND PCA ALTERNATE
OPTION 3 - LAND BAY C
CHILD CARE USE
AS ALTERNATIVE SECONDARY USE**

WITHOUT CHILD CARE USE	WITH CHILD CARE USE
OPTION AREA: 1.54 AC.	1.54 AC.
PARKING SPACES: 86 SPACES	72 SPACES
OPEN SPACE: 17,353 SF/0.40 AC.	23,122 SF/0.53 AC.
OPEN SPACE %: 26.0%	34.0%

NOTE: REFER TO SHEET 4 FOR SITE LAYOUT AND BUILDING CONFIGURATION IF THE BUILDING AT THIS LOCATION IS INTENDED FOR A SECONDARY USE OTHER THAN CHILD CARE.



**CDP, FDP AND PCA ALTERNATE
OPTION 4 - LAND BAY A, PARCEL 6D
OFFICE BUILDING USE
AS AN ACCESSORY USE
WITH AN OUTDOOR PLAY AREA**

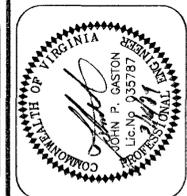
CHILD CARE USE AREA WITHIN BUILDING: 6100 SQ.FT.
NUMBER OF CHILDREN: 70

NOTE: CHILD CARE SERVICES TO BE PROVIDED EXCLUSIVELY FOR BUILDING TENANTS.

NOTES:
1. THE "OPTION AREA" IS AN ARBITRARY LIMIT ESTABLISHED SOLELY FOR COMPARATIVE PURPOSES.
2. THE CONFIGURATION OF THE PARKING STRUCTURES AND THE NUMBER OF SPACES MAY VARY SLIGHTLY WITH FINAL DESIGN.

REVISIONS	DATE
REVERSE LANDSCAPING	3/12/09
ADD OPTION AREA 4	3/12/09
COUNTY COMMENTS (PCA)	11/12/08

CONCEPTUAL DEVELOPMENT PLAN AMENDMENT,
FINAL DEVELOPMENT PLAN AMENDMENT AND
PROFFER CONDITION AMENDMENT PLAN
SITE LAYOUT OPTIONS 1-3
AT WESTFIELDS
COMMONWEALTH CENTRE
SULLY DISTRICT
FAREAX COUNTY, VIRGINIA



DATE: AUGUST, 2008
SCALE: 1" = 50'
DESIGN: JLM DRAWN: JPC
CHECK: JPC CHECK: JLM
JOB NO.: 936091
P.R. NO.: 44774
SHEET 4A OF 20
FILE NO. C-4710

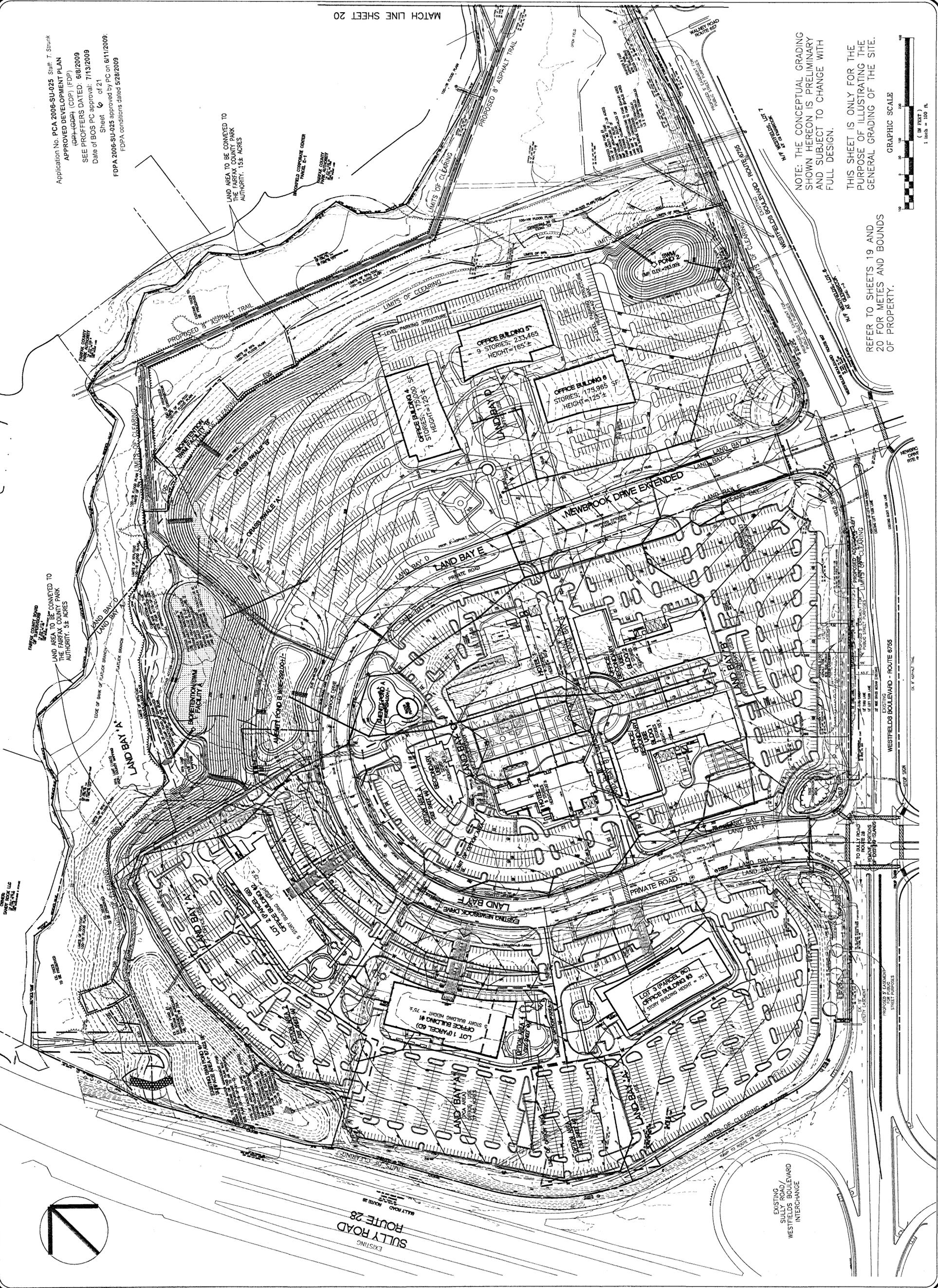
DATE: AUGUST, 2008
 SCALE: 1" = 100'
 DESIGN: JLM | DRAWN: JPC
 CHECK: JPC | CHECK: JLM
 JOB NO.: 93c091
 P.R. NO.: 44774
 SHEET 5 OF 20
 FILE NO.: C-4710

CONCEPTUAL GRADING PLAN
 PARCEL 24
 COMMONWEALTH CENTRE
 AT WESTFIELDS
 SULLY DISTRICT
 FAIRFAX COUNTY, VIRGINIA

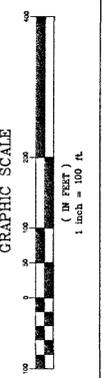
DATE	REVISIONS
NOV. 2008	REVISED PER COMMENTS
3/12/09	ADDITIONAL OPEN SPACE
3/12/09	DELETE CEMETERY



Application No. PCA 2006-SU-025 Staff: T. Strunk
 APPROVED DEVELOPMENT PLAN
 (APP-GDR) (CDP) (FDP)
 SEE PROFFERS DATED: 6/8/2009
 Date of BOS PC approval: 7/13/2009
 Sheet 5 of 21
 FDPA 2006-SU-025 approved by PC on 6/11/2009.
 FDPA conditions dated 5/28/2009



NOTE: THE CONCEPTUAL GRADING SHOWN HEREON IS PRELIMINARY AND SUBJECT TO CHANGE WITH FULL DESIGN.
 THIS SHEET IS ONLY FOR THE PURPOSE OF ILLUSTRATING THE GENERAL GRADING OF THE SITE.
 REFER TO SHEETS 19 AND 20 FOR METES AND BOUNDS OF PROPERTY.

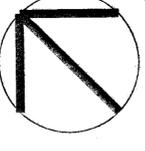


MATCH LINE SHEET 20

LAND AREA TO BE CONVEYED TO THE FAIRFAX COUNTY PARK AUTHORITY, 15.4 ACRES

LAND AREA TO BE CONVEYED TO THE FAIRFAX COUNTY PARK AUTHORITY, 15.4 ACRES

EXISTING SULLY ROAD/WESTFIELDS BOULEVARD INTERCHANGE



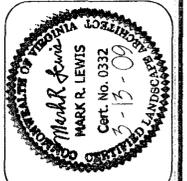


**LEWIS
SCULLY
AT WESTFIELDS
GIONET**

1918 Columbia Road, Suite 110
Fairfax County, Virginia
Tel: (703) 427-2545 Fax: (703) 448-2897

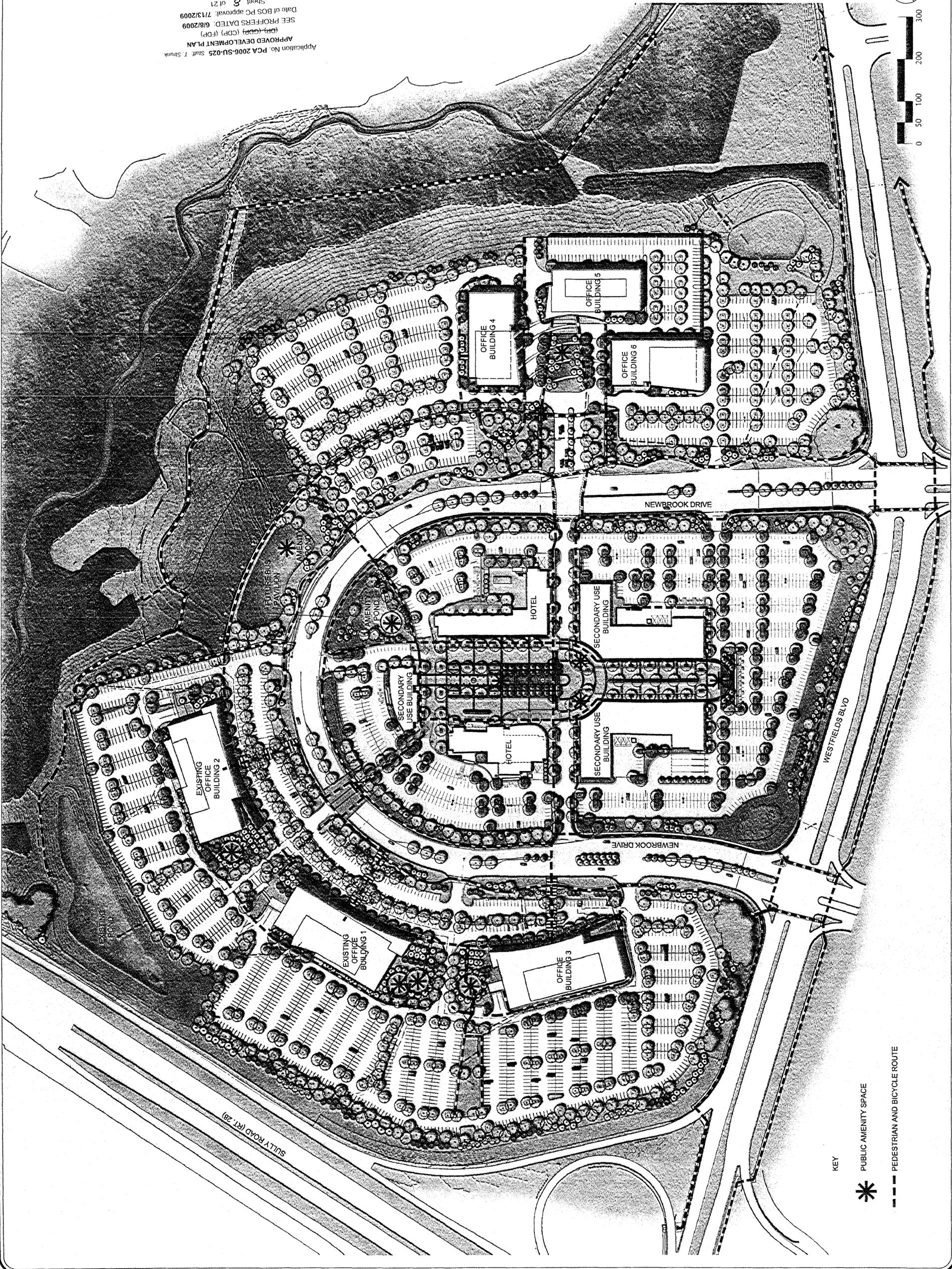
DATE	REVISIONS

PEDESTRIAN CIRCULATION PLAN
CDPA / FDPA
COMMONWEALTH CENTRE
AT WESTFIELDS
SULLY DISTRICT
FAIRFAX COUNTY, VIRGINIA



DATE: AUGUST, 2008
SCALE: 1"=100'-0"
DESIGN: CF DRAWN: SP
CHECK: CHECK:
JOB NO.: 93C091
P.R. NO.: 41427
SHEET 7 OF 20
FILE NO.: C-4710

Application No. PCA 2006-SU-025 Staff: T. Strunk
APPROVED DEVELOPMENT PLAN
(CDP) (CDP) (FDP)
SEE PROFESSIONAL DATED: 6/8/2009
Date of BOS PC approval: 7/13/2009
Sheet 8 of 21
FDPA 2006-SU-025 approved by PC on 6/11/2009
FDPA conditions dated 5/28/2009



- KEY
- PUBLIC AMENITY SPACE
 - PEDESTRIAN AND BICYCLE ROUTE

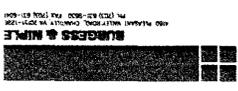
DETAIL - LAND BAYS A AND C
 CDPA / FDPA
 AT WESTFIELDS
 SUITY DISTRICT
 FAIRFAX COUNTY, VIRGINIA



DATE:	AUGUST, 2008
SCALE:	AS NOTED
DESIGN:	CF
CHECK:	DRAWN: SP
JOB NO.:	93C091
P.R. NO.:	41427
SHEET:	8 OF 20
FILE NO.:	C-4710

REVISIONS	DATE

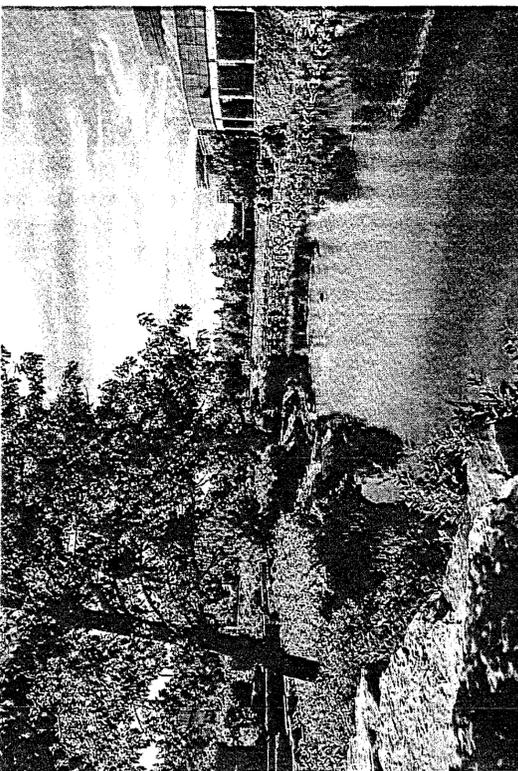
**LEWIS
 LANDSCAPE
 ARCHITECTS
 SCULLY
 GIONET**
 119 Belmont Road
 Suite 110
 Fairfax, VA 22031
 Tel: (703) 261-2474 Fax: (703) 448-0987



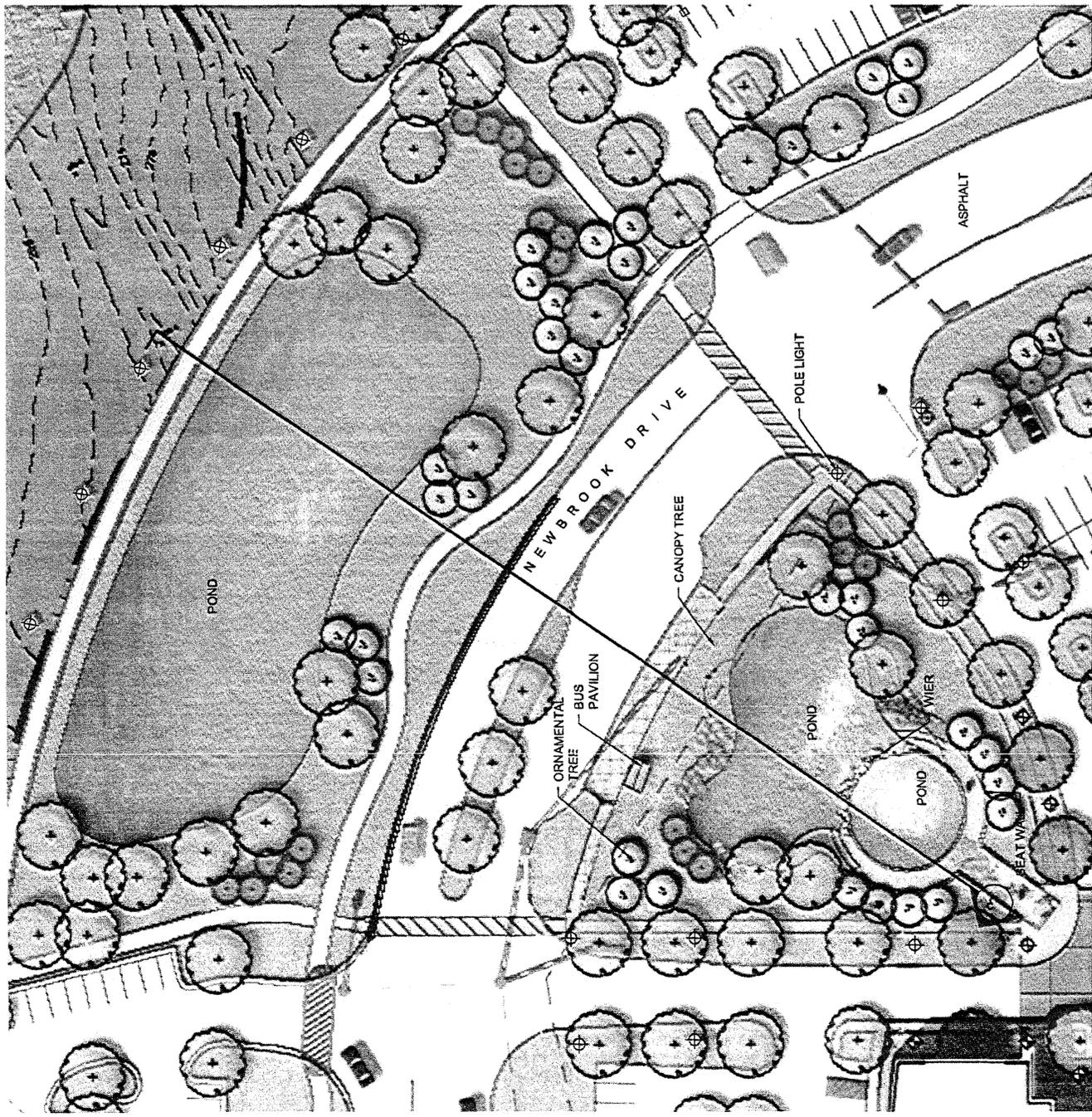
Application No. PCA 2006-SU-025 Staff: T. Strunk
 APPROVED DEVELOPMENT PLAN
 (DP) / CDPA (CDP) (FDP)
 SEE PROFFERS DATED: 6/8/2009
 Date of BOS PC approval: 7/13/2009
 Sheet 9 of 21
 FDPA 2006-SU-025 approved by PC on 6/11/2009
 FDPa conditions dated 5/28/2009



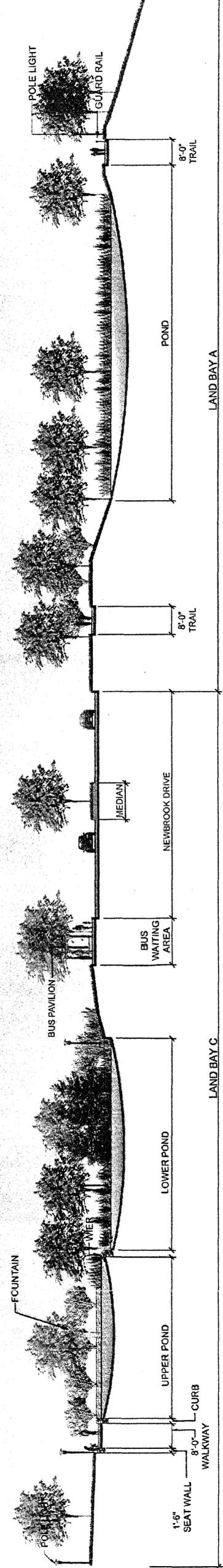
1 KEY PLAN
 SCALE: 1" = 500' 0"



4 ILLUSTRATIVE POND EDGE TREATMENT
 SCALE: NS



2 POND PLAN - LAND BAYS "A" AND "C"
 SCALE: 1" = 30' 0"



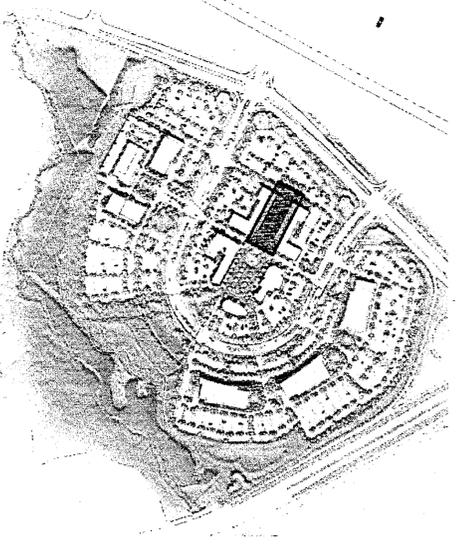
3 POND SECTION
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REVISIONS	DATE

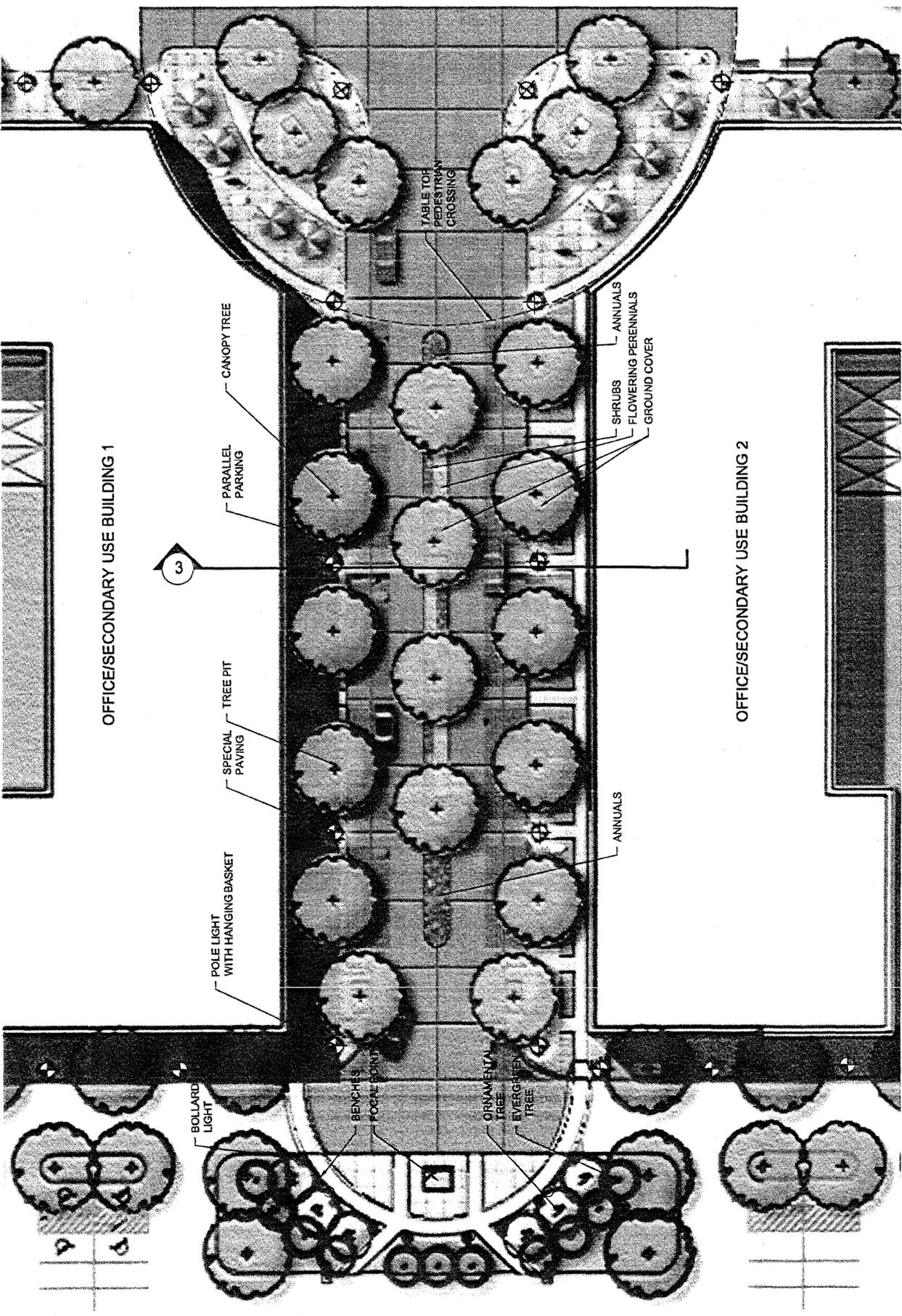


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P.R. NO.: 41427
SHEET 9 OF 20
FILE NO.: C-4710

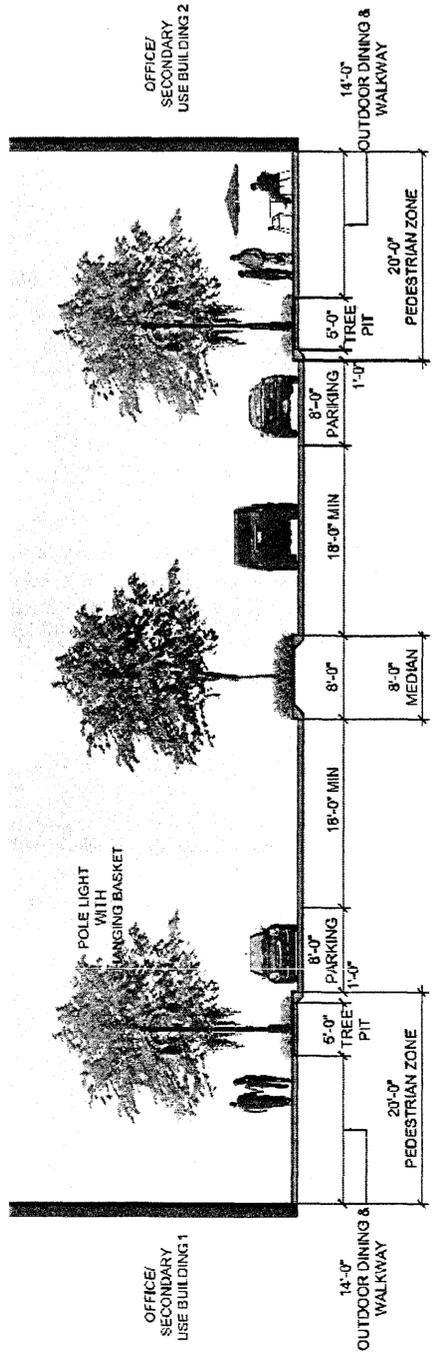
Application No. PCA 2006-SU-025 Staff: T. Swank
 (DP) (GDP) (GDP) (FDPA)
 APPROVED DEVELOPMENT PLAN
 SEE PROFESSORS DATED: 6/8/2009
 Date of BOS PC approval: 7/13/2009
 Sheet 10 of 21
 FDPA 2006-SU-025 approved by PC on 6/11/2009
 FDPA conditions dated 5/28/2009



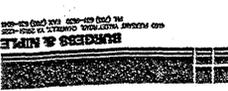
1 KEY PLAN
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2 PLAZA PLAN - LAND BAY "B"
 SCALE: 1"=20'-0"



3 SECTION
 SCALE: 1/8"=1'-0"



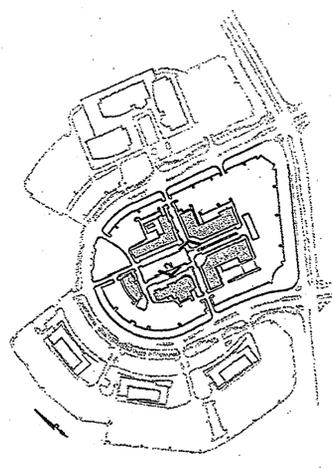
RTKL
 RTKL Associates Inc.
 1100 Connecticut Avenue, N.W.
 Washington, DC 20036
 202.833.4400, 202.912.8100
 www.rtkl.com
 ©RTKL Associates Inc.

DATE	REVISIONS

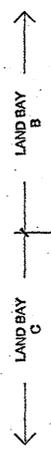
BUILDING ELEVATIONS—LAND BAYS B&C
 CDPA / FDPA
 AT WESTFIELDS
 COMMONWEALTH CENTRE



DATE: 8 APR 2007
 SCALE: DRAWING:
 DESIGN: CHECK:
 CHECK: JOB NO.:
 P.R. NO.:
 SHEET 10 OF 20
 FILE NO.: C-4710



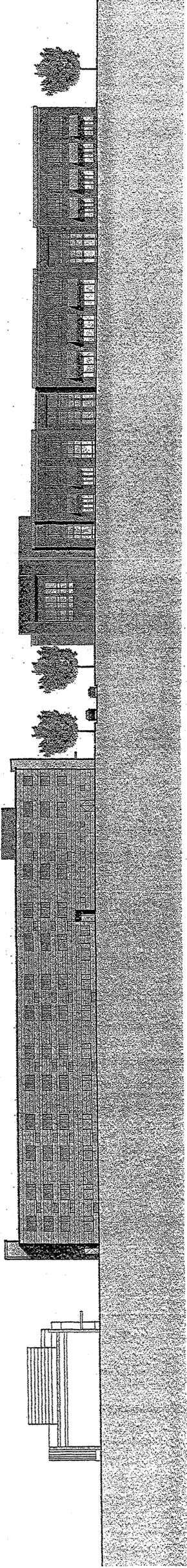
KEY PLAN (NTS)



OFFICE / SECONDARY USE

HOTEL 1

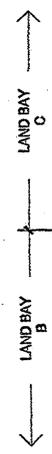
SECONDARY USE



1 SOUTH ELEVATION AT CENTER CORE AREA
 SCALE: 1"=30'

PRIVATE STREET

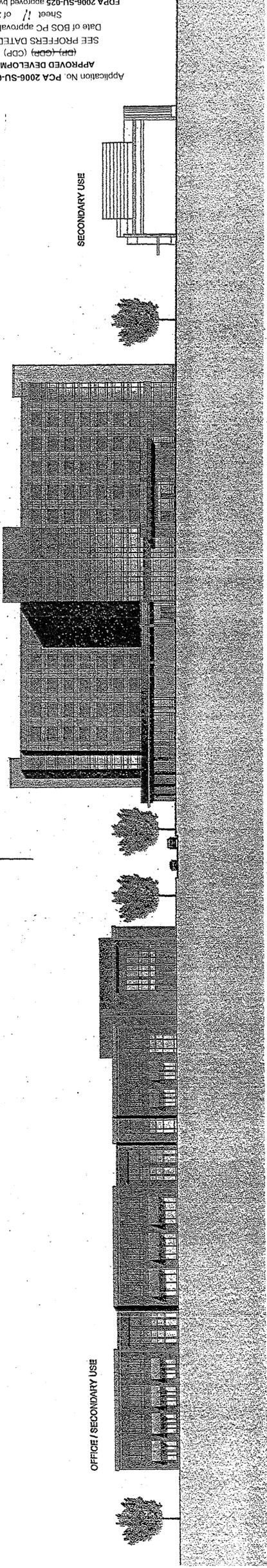
PRIVATE STREET



HOTEL 2

SECONDARY USE

OFFICE / SECONDARY USE



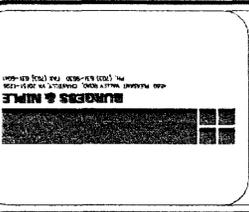
2 NORTH ELEVATION AT CENTER CORE AREA
 SCALE: 1"=30'

PRIVATE STREET

PRIVATE STREET

Application No. PCA 2006-SU-025 Staff: T. Strunk
 APPROVED DEVELOPMENT PLAN
 (DP) (CDP) (FDP)
 SEE PROFESSIONAL DATED: 6/8/2009
 Date of BOS PC approval: 7/13/2009
 Sheet 11 of 21
 FPPA 2006-SU-025 approved by PC on 6/11/2009
 FDPA conditions dated 5/28/2009

NOTE: BUILDING FACADES SHOWN FOR ILLUSTRATIVE PURPOSES ONLY & SUBJECT TO FINAL BUILDING DESIGNS.



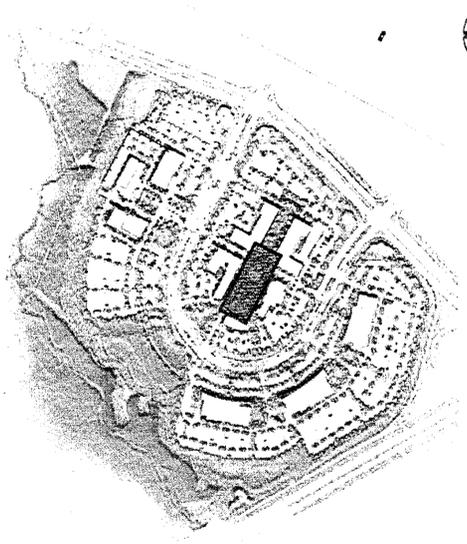
LEWIS SCULLY GIONET
 1919 Colburn Road, Suite 110
 Fairfax, VA 22031
 Tel: 703.441.4500
 Fax: 703.441.4501
 www.lsg.com

NO.	DATE	REVISIONS

LANDSCAPE DETAIL - LAND BAY C
 CDPA / FDPA
 COMMONWEALTH CENTRE
 AT WESTFIELDS
 STULLY DISTRICT
 FAIRFAX COUNTY, VIRGINIA

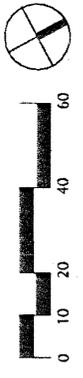
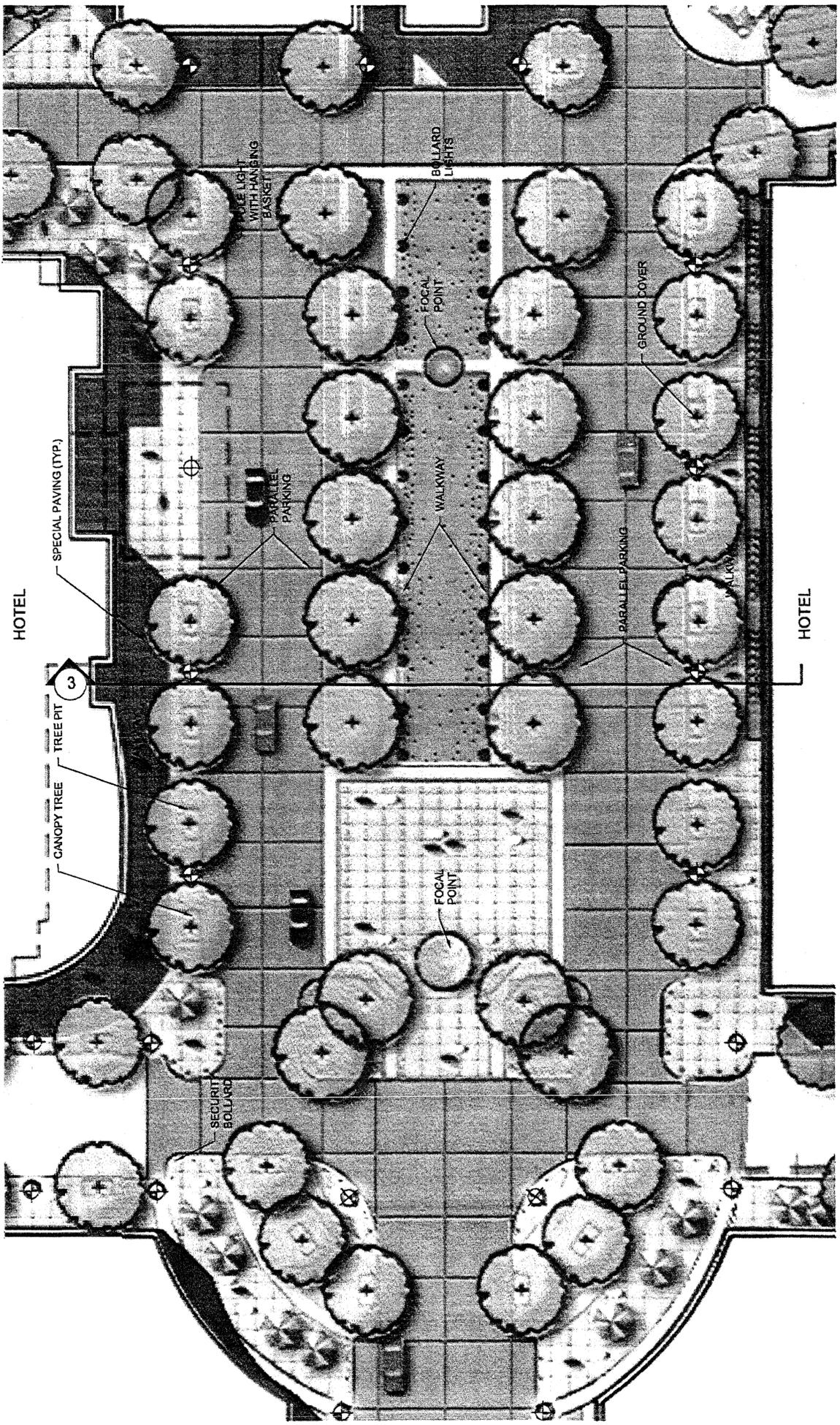


DATE: AUGUST 2008
SCALE: AS NOTED
DESIGN: CF
CHECK: SP
JOB NO: 936091
P.R. NO: 41427
SHEET 11 OF 20
FILE NO: C-4710

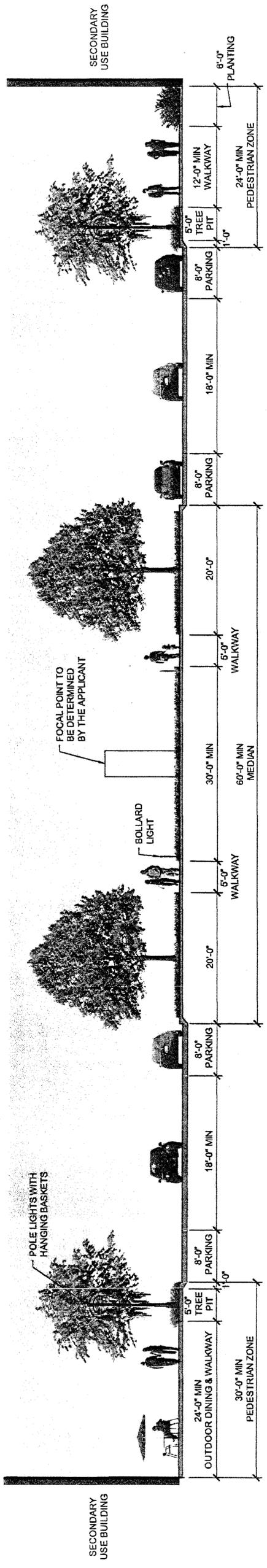


1 KEY PLAN
 SCALE: 1"=500'0"

Application No. PCA 2006-SU-025 Staff: T. Strunk
 APPROVED DEVELOPMENT PLAN
 (OPH-IGDR) (CDP) (FDP)
 SEE PROFFERS DATED: 6/8/2009
 Date of BOS PC approval: 7/13/2009
 Sheet 12 of 21
 FDPA 2006-SU-028 approved by PC on 6/11/2009.
 FDPA conditions dated 5/28/2009



2 PLAZA PLAN - LAND BAY "C"
 SCALE: 1"=20'0"



3 SECTION
 SCALE: 1/8"=1'-0"

LANDSCAPE DETAIL - LAND BAY D
 CDPA / FDPA
 COMMONWEALTH CENTRE
 AT WESTFIELDS
 SULLY DISTRICT
 FAIRFAX COUNTY, VIRGINIA



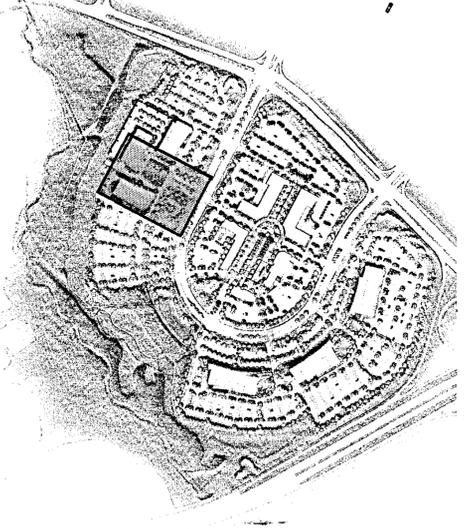
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 P.R. NO.: 41427
 SHEET 12 OF 20
 FILE NO.: C-4710



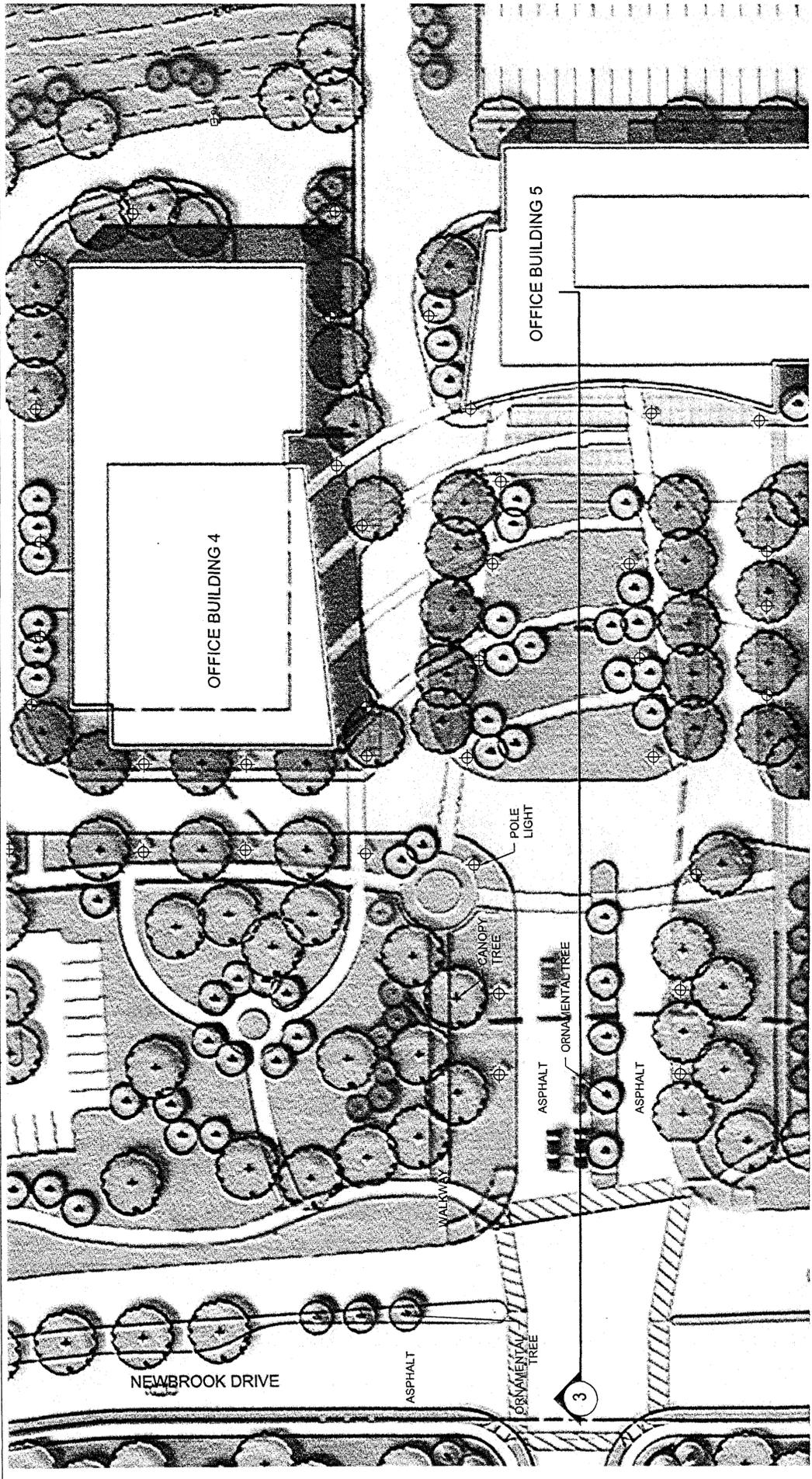
LEWIS
 LANDSCAPE
 SCULLY
 ARCHITECTS
 & PLANNERS
 GIONET
 5150 Lakeside Drive, Suite 110
 Fairfax, VA 22031
 TEL: (703) 592-7342 FAX: (703) 592-6937

REVISIONS	DATE

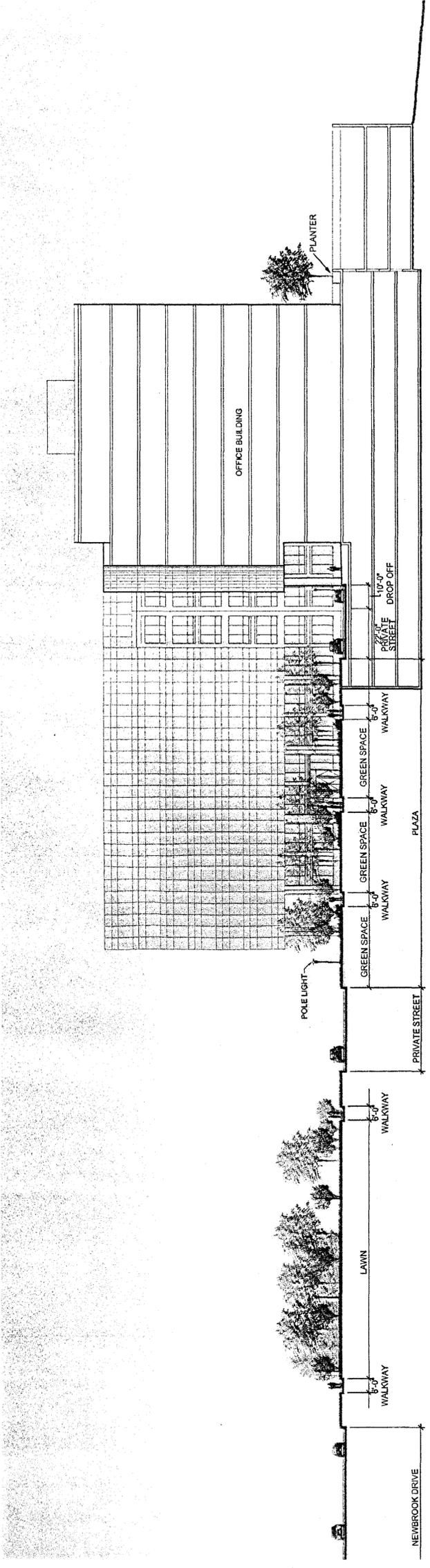
Application No. PCA 2006-SU-025 Staff: T. Strunk
 APPROVED DEVELOPMENT PLAN
 (DP) (CDP) (GDP) (FDP)
 SEE PROFESSORS DATED: 6/8/2009
 Date of BOS PC approval: 7/13/2009
 Sheet 13 of 21
 FDPA 2006-SU-025 approved by PC on 6/11/2009.
 FDPA conditions dated 5/28/2009



1 KEY PLAN
 SCALE: 1"=500'-0"



2 OFFICE PLAZA PLAN - LAND BAY "D"
 SCALE: 1"=30'-0"



3 OFFICE PLAZA SECTION
 SCALE: 1/2"=1'-0"

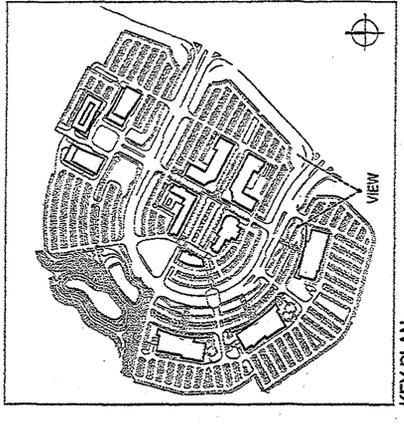
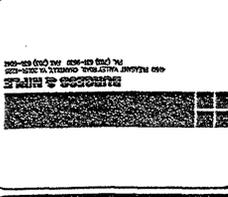
DATE: 04 JANUARY 2007
 SCALE: N/A
 DESIGN: HCA
 DRAWING: APC
 CHECK: []
 JOB NO: 933091
 P.R. NO: 41427
 SHEET: 13 OF 20
 FILE NO: C-4710



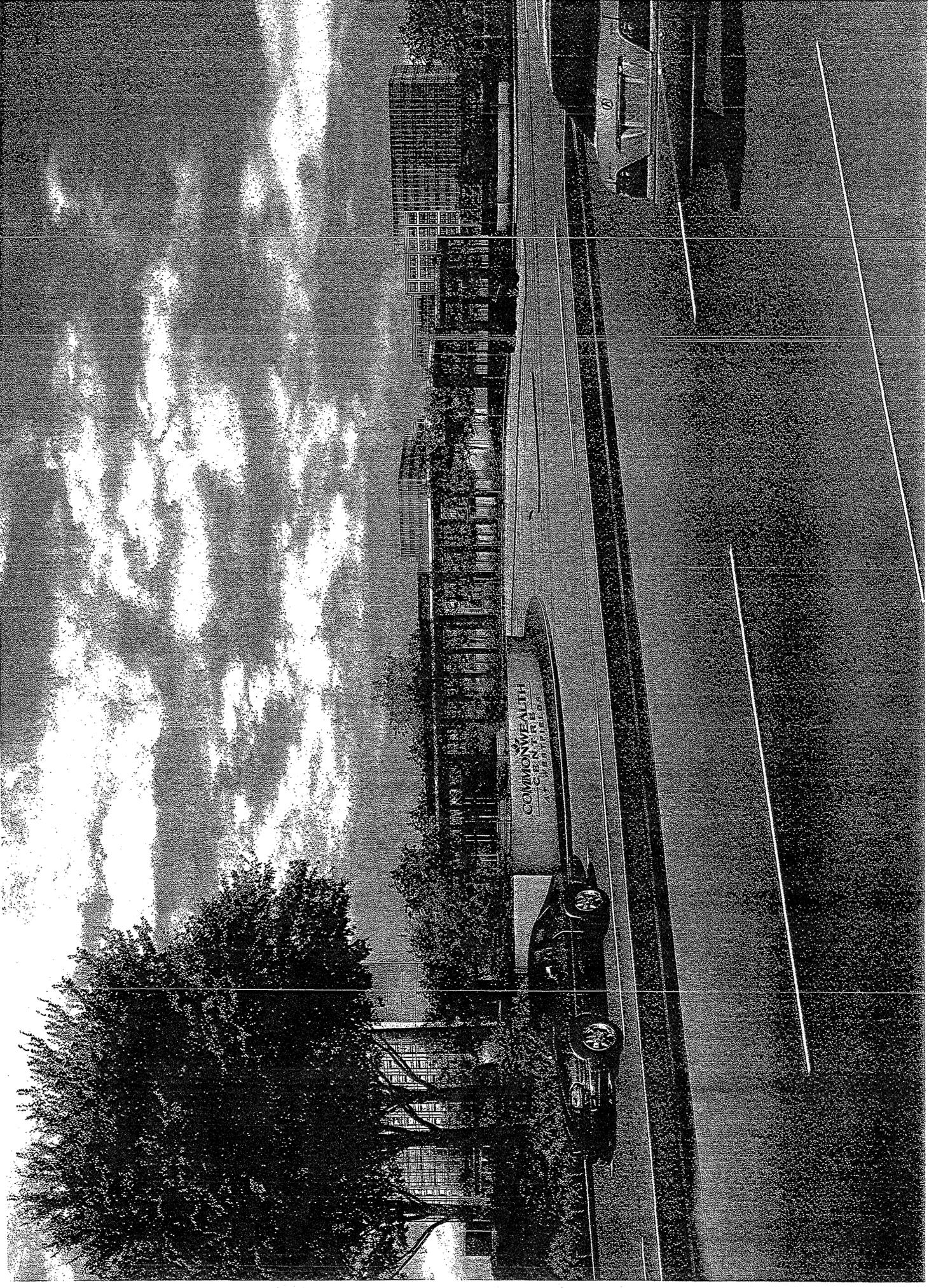
SITE VIEWS
 PARCEL 24
 COMMONWEALTH CENTRE
 AT WESTFIELDS
 SUITY DISTRICT
 FAIRFAX COUNTY, VIRGINIA

REVISIONS	DATE

Hickok Cole
 ARCHITECTS
 1023 9th Street, NW
 Washington, DC 20007
 P: 202 897 0778
 F: 202 897 0779
 www.hickokcole.com

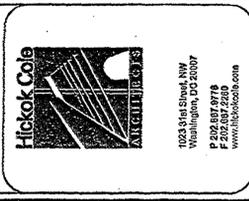
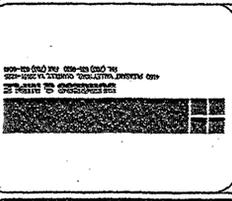


KEY PLAN



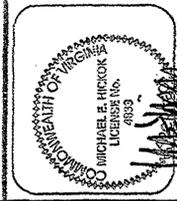
VIEW FROM WESTFIELDS BOULEVARD

Application No. PCA 2006-025 Staff T. Smith
 APPROVED DEVELOPER PLAN
 APPROVED DATED: 7/12/2009
 SEE PROJECTS DATED: 6/29/09
 Date of BOS PC approval: 7/12/2009
 Date of BOS approval: 7/12/09
 FPA 2006-025 approved by C.A. Erickson
 FPA 2006-025 approved by C.A. Erickson



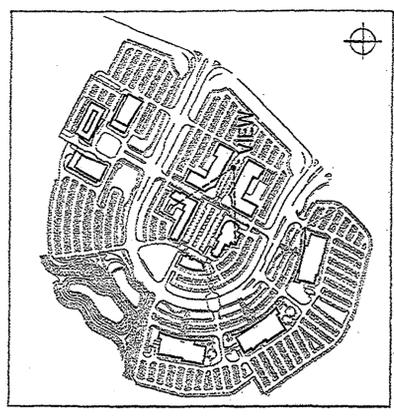
REVISIONS	DATE

SITE VIEWS
PARCEL 24
COMMONWEALTH CENTRE
AT WESTFIELDS
SULLY DISTRICT
FAIRFAX COUNTY, VIRGINIA



DATE: 04 JANUARY 2007
SCALE: N/A
DESIGN: HCA DRAWN: AFC
CHECK: CHECK: CHECK:
JOB NO: 930091
P.R. NO: 41427
SHEET 14 OF 20
FILE NO.: C-4710

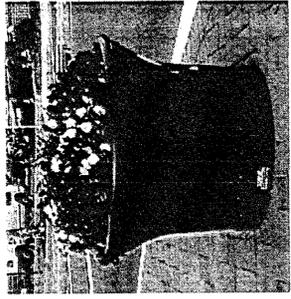
Application No. CA 2006-005 Staff 7 Study
APPROVED DEVELOPMENT PLAN
SEE APPROVED DATED 07/21/13/2006
Date of BOS FC Approval 7/13/2006
Date of BOS FC Approval 15 Approval 07/21/13/2006
FCP conditions dated 02/20/09



KEY PLAN

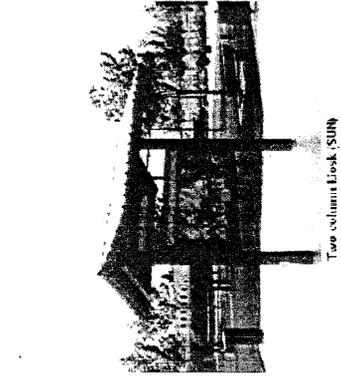


VIEW TO HOTEL PLAZA



MANUFACTURER:
1-301-855-8300
MODEL: TP-36
FINISH: BLACK POWDERCOAT
ATTACHMENT: ANCHOR TO CONCRETE
BASE PER MANUFACTURERS SPECIFICATIONS

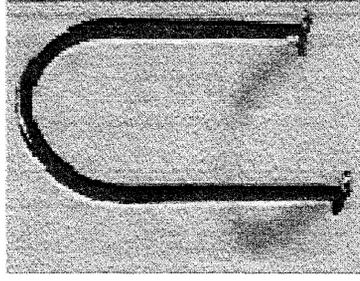
13 CENTRAL PLAZA PLANTER
SCALE: NTS



MANUFACTURER:
POLYGON PARK ARCHITECTURE
800.394.7721
MODEL: TWO COLUMN KIOSK (SUN)
FINISH:

ATTACHMENT:
ANCHOR TO CONCRETE
BASE PER MANUFACTURERS
WRITTEN SPECIFICATIONS

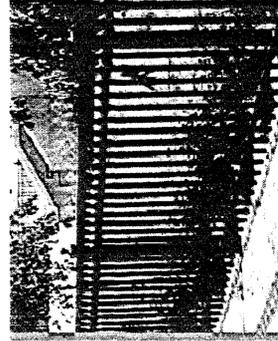
14 INFORMATION KIOSK
SCALE: NTS



MANUFACTURER:
DIERO BIKE RACK
NICK WOOD
1-888-337-8729
MODEL: HOOP RACK
FINISH:

ATTACHMENT:
INGROUND OR SURFACE MOUNTED

15 BIKE RACK
SCALE: NTS



MANUFACTURER:
MASTER HALCO
MODEL: 3" IMPERIAL STYLE PICKET
ORNAMENTAL IRON FENCE
FINISH:

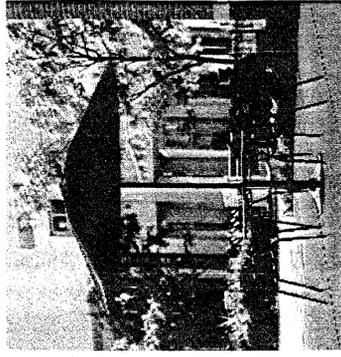
ATTACHMENT:
ANCHOR TO CONCRETE
BASE PER MANUFACTURERS
WRITTEN SPECIFICATIONS

16 PEDESTRIAN BARRIER
SCALE: NTS



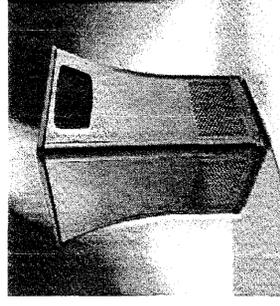
MANUFACTURER:
BARBARA NOLAN,
703.648.0848
MODEL: PLAINWELL
FINISH: 7Z BENCH
THE WOOD SEAT,
BLACK POWDERCOAT
ALUMINUM FRAME
ATTACHMENT:
ANCHOR TO CONCRETE
BASE PER MANUFACTURERS
SPECIFICATIONS

9 CENTRAL PLAZA BENCH
SCALE: NTS



MANUFACTURER:
BARBARA NOLAN,
703.648.0848
MODEL: VERONA TABLE
VERONA CHAIR
EQUINOX UMBRELLA
BLACK POWDERCOAT
ALUMINUM FRAME
ATTACHMENT:
ANCHOR TO CONCRETE
BASE PER MANUFACTURERS
SPECIFICATIONS

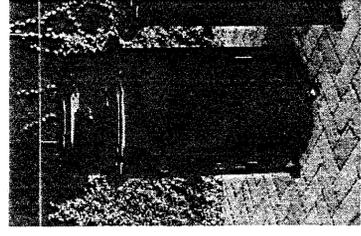
10 CENTRAL PLAZA SEATING
SCALE: NTS



MANUFACTURER:
LANDSCAPE FORMS, INC.
BARBARA NOLAN
703.648.0848
MODEL: PITCH
- 27 OPENINGS ON OPPOSITE SIDES
- 34" TALL
- 28 GALLON POLYETHYLENE BLACK LINER
FINISH:

ATTACHMENT:
STAINLESS
ANCHOR TO CONCRETE
BASE PER MANUFACTURERS
WRITTEN SPECIFICATIONS

11 OFFICE PLAZA TRASH RECEPTACLE
SCALE: NTS



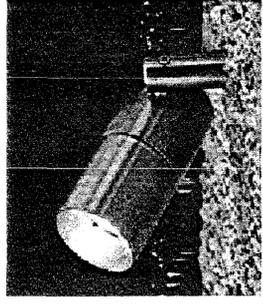
MANUFACTURER:
BARBARA NOLAN,
703.648.0848
MODEL: SCARBOROUGH TRASH RECEPTACLE
30 GALLON CAPACITY
SIDE LOADING
FINISH: STAINLESS STEEL
ATTACHMENT:
ANCHOR TO CONCRETE
BASE PER MANUFACTURERS
SPECIFICATIONS

12 CENTRAL PLAZA TRASH RECEPTACLE
SCALE: NTS



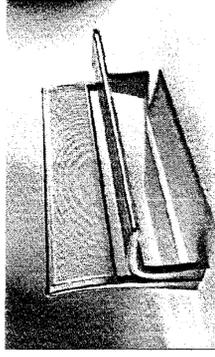
LANDSCAPE FORMS
MANUFACTURER:
HESS FORM + LIGHT
HESS AMERICA
RR OTTOOLE
804.467.3335
MODEL:
ILLUMINATING BOLLARD RVA
12713000 TC-D 26SW SKI
FINISH:
ALUMINUM
ATTACHMENT:
ANCHOR TO CONCRETE
BASE PER MANUFACTURERS
WRITTEN SPECIFICATIONS

5 CENTRAL PLAZA BOLLARD
SCALE: NTS



LANDSCAPE FORMS
MANUFACTURER:
CONVERS, GA
770.922.9000
MODEL:
AS2 400M SR4W
FINISH:
BLACK POWDERCOAT
ATTACHMENT:
MOUNT PER MANUFACTURERS
WRITTEN SPECIFICATIONS

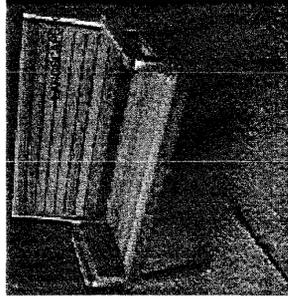
6 TREE UPLIGHT
SCALE: NTS



MANUFACTURER:
LANDSCAPE FORMS, INC.
BARBARA NOLAN
703.648.0848
MODEL: STAY SILVER
- BACKER POWERHOOGS
- 68.5" LONG
FINISH:

ATTACHMENT:
ANCHOR TO CONCRETE
BASE PER EMBEDDED
ANCHOR ROD

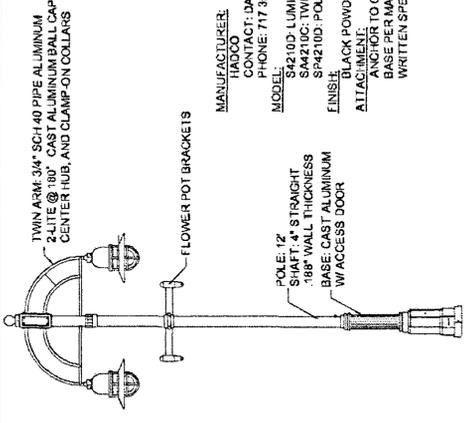
7 OFFICE PLAZA BENCH 1
SCALE: NTS



510-750-0055 or 888-450-TEAK (8328)
MANUFACTURER:
LUNEVIZ ALUMINUM TEAK BENCH
- 68" LONG
- WITH END ARMS
FINISH:

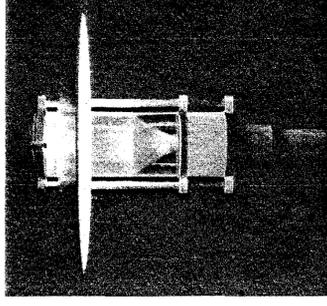
ATTACHMENT:
ANCHOR TO CONCRETE
BASE PER MANUFACTURERS
WRITTEN SPECIFICATIONS

8 OFFICE PLAZA BENCH 2
SCALE: NTS



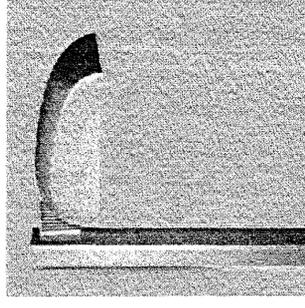
TWIN ARM 3/4" SCH 40 PIPE ALUMINUM
2-LITE @ 180° CAST ALUMINUM BALL CAP,
CENTER HUB, AND CLAMP ON COLLARS
FLOWER POT BRACKETS
MANUFACTURER:
CONTACT: DAVE DEPORTER
PHONE: 717.699.7131
MODEL:
S42103 LUMINAIRE
SM210C TWIN ARM
SP4210D POLE
FINISH:
BLACK POWDERCOAT
ATTACHMENT:
ANCHOR TO CONCRETE
BASE PER MANUFACTURERS
WRITTEN SPECIFICATIONS

1 CENTRAL PLAZA POLE LIGHT
SCALE: NTS



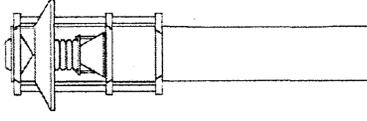
MANUFACTURER:
ARCHITECTURAL AREA LIGHTING
1-714-984-2111
MODEL:
S22IND 3.5M H XXX XXCLJS
(ELECTRICAL ENGINEER TO
CONFIRM VOLTAGE REQUIREMENTS)
- 12' 0" PHA POLE MOUNTED
ATTACHMENT:
ANCHOR TO CONCRETE
BASE PER MANUFACTURERS
WRITTEN SPECIFICATIONS

2 OFFICE PLAZA POLE LIGHT
SCALE: NTS



MANUFACTURER:
CONVERS, GA
770.922.9000
MODEL:
SINGLE POLE LIGHT - (1) AS2 400M SR4SC
DOUBLE POLE LIGHT - (2) AS2 400M SR4W
MOUNT ON 30" H POLE
FINISH:
TBD
ATTACHMENT:
ANCHOR TO CONCRETE
BASE PER MANUFACTURERS
WRITTEN SPECIFICATIONS
POWER COAT

3 PARKING LOT AND ROAD WAY POLE LIGHT
SCALE: NTS



TEAK
CLASSICS
MANUFACTURER:
ARCHITECTURAL AREA LIGHTING
1-714-984-2111
MODEL:
S22IND 3.5M H LUMINAIRE
(ELECTRICAL ENGINEER TO CONFIRM
VOLTAGE REQUIREMENTS)
- POLE MOUNTED 12' 0" DIA. BY 42" HIGH
ATTACHMENT:
ANCHOR TO CONCRETE
BASE PER MANUFACTURERS
WRITTEN SPECIFICATIONS
(NATURAL
FINISH)
AND
ALUMINUM

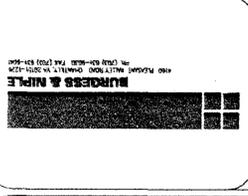
4 OFFICE PLAZA BOLLARD LIGHT
SCALE: NTS

Application No. PCA 2006-SU-025 Staff T Spunk
APPROVED DEVELOPMENT PLAN
(DP) (CDP) (FDP)
SEE PROFFERS DATED: 6/8/2009
Date of BOS PC approval: 7/13/2009
Sheet # of 21
FDP A conditions dated 5/28/2009

DETAILS - FURNITURE AND LIGHTING
CDPA / FDP
COMMONWEALTH CENTRE
AT WESTFIELDS
SULLY DISTRICT
FAIRFAX COUNTY, VIRGINIA

REVISIONS	DATE

LEWIS
LANDSCAPE
SCULLY
ARCHITECTS
GIONET
1919 Colfax Road, Suite 110
Falls Church, VA 22046
Tel: (703) 261-2450 Fax: (703) 261-4639

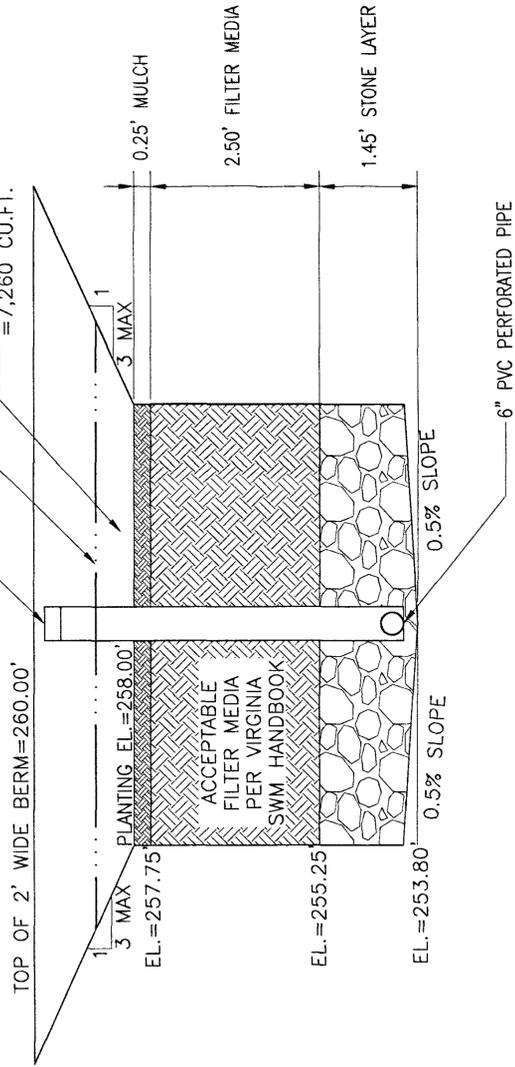


DATE: AUGUST, 2009
SCALE: AS NOTED
DESIGN: CF
DRAWN: SP
CHECK:
JOB NO: 930091
P.R. NO: 41427
SHEET: 5 OF 20
FILE NO: C-4710

6 INCH MIN. DIA
CO/OBSERVATION WELL
WITH SCREW OR FLANGE
TYPE CAP EXTENDING
ABOVE THE 10 YEAR WSEL

BMP WSEL = 258.63

BMP VOLUME
= 7,260 CU.FT.



BIORETENTION 'A' CROSS SECTION

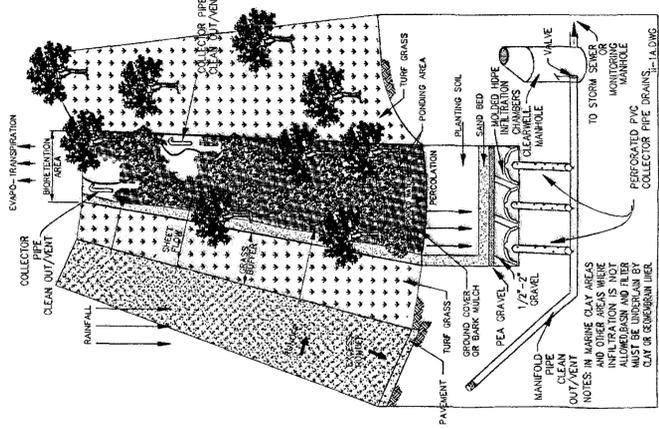
COMMONWEALTH CENTRE POND ALLOCATION TABLE		COMMONWEALTH CENTRE POND ALLOCATION TABLE	
LAND BAY	EX. POND	FUTURE LAND BAY D. POND	AMENITY POND A
TOTAL AREA	51.45	11.40	4.20
LAND BAY A	27.49	1.51	2.00
LAND BAY B	10.28	1.35	0.00
LAND BAY C	8.03	1.35	0.00
NEWBROOK DRIVE	5.65	0.00	0.00
TOTAL AREA TO FACILITIES:	12.43		
UNDISTURBED OPEN SPACE	14.38		
ONSITE UNCONTROLLED:	12.65		
TOTAL SITE AREA:	100.81		

PRELIMINARY FACILITY ALLOCATION TABLE

NOTES:
1. DESIGN ARE SHOWN FOR ILLUSTRATIVE PURPOSES ONLY. ACTUAL DESIGNS MAY VARY.
2. FACILITY DESIGN CALCULATIONS ARE PRELIMINARY AND MAY VARY WITH FINAL DESIGN, PROVIDED THAT THE TOTAL SITE PHOSPHOROUS REMOVAL ACHIEVED SHALL NOT BE LESS THAN 50 PERCENT.

CHAPTER 3 MINIMUM STANDARD 3.11

FIGURE 3.11A-1
Bioretention Filter



3.11A-2 BIORETENTION UNDERDRAIN TYPICAL CROSS SECTION PER VA STORMWATER MANAGEMENT HANDBOOK

BMP FACILITY DESIGN CALCULATIONS

Part 1: LIST OF SUBAREAS AND "C" FACTORS USED

SUBAREA DESIGNATION AND DESCRIPTION	C	ACRES
(1) EXISTING WET POND #1	0.80	51.45
(2) BIORETENTION FACILITY A	0.80	2.00
(3) BIORETENTION FACILITY B	0.80	4.20
(4) OPENING OPEN SPACE	0.35	14.38
(5) FUTURE LAND BAY D POND	0.80	11.40
(6) ON-SITE UNCONTROLLED	0.35	12.65
(7) BIORETENTION FACILITY B	0.80	4.44
TOTAL		100.81

Part 2: COMPUTE WEIGHTED AVERAGE "C" FACTOR FOR THE SITE

AREA OF THE SITE:	100.81 AC	X	PRODUCT
(1) EXISTING WET POND #1	0.80	51.45	41.16
(2) BIORETENTION FACILITY A	0.80	2.00	1.60
(3) BIORETENTION FACILITY B	0.80	4.20	3.36
(4) OPENING OPEN SPACE	0.35	14.38	5.03
(5) FUTURE LAND BAY D POND	0.80	11.40	9.12
(6) ON-SITE UNCONTROLLED	0.35	12.65	4.43
(7) BIORETENTION FACILITY B	0.80	4.44	3.55
TOTAL		100.80	64.80
WEIGHTED AVERAGE "C" FACTOR FOR THE SITE =		64.80 / 100.81 =	0.64

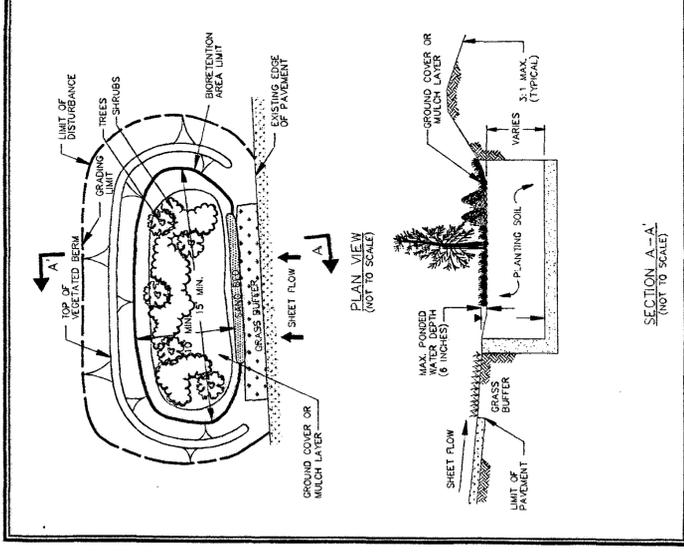
Part 3: COMPUTE THE TOTAL PHOSPHOROUS REMOVAL FOR THE SITE

SUBAREA DESIGNATION	BMP TYPE	REMOVAL EFFICIENCY	OF SITE	AREA RATIO	"C" FACTOR RATIO	PRODUCT
(1) EXISTING WET POND #1		50	51.45 / 100.81 =	0.51	0.80 / 0.64 =	1.24
(2) BIORETENTION FACILITY A		65	2.00 / 100.81 =	0.02	0.80 / 0.64 =	1.24
(3) BIORETENTION FACILITY B		65	4.20 / 100.81 =	0.04	0.80 / 0.64 =	1.24
(4) OPENING OPEN SPACE		10	11.40 / 100.81 =	0.11	0.80 / 0.64 =	1.24
(5) FUTURE LAND BAY D POND		65	12.65 / 100.81 =	0.13	0.35 / 0.64 =	0.54
(6) ON-SITE UNCONTROLLED		0	12.65 / 100.81 =	0.13	0.35 / 0.64 =	0.54
(7) BIORETENTION FACILITY B		65	4.44 / 100.81 =	0.04	0.80 / 0.64 =	1.24
TOTAL SITE PHOSPHOROUS REMOVAL =						60.80

BMP FACILITY DESIGN COMPUTATIONS

CHAPTER 3 MINIMUM STANDARD 3.11

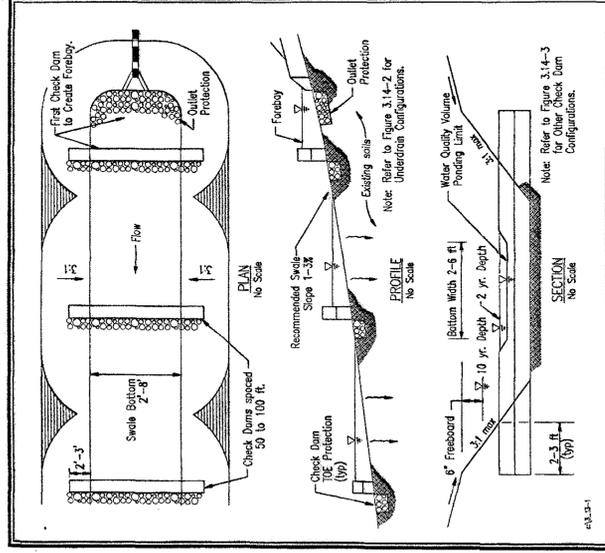
FIGURE 3.11-5
Bioretention Basin at Edge of Parking Lot Without Curbs



3.11-8 BIORETENTION 'B' TYPICAL CROSS SECTION PER VA STORMWATER MANAGEMENT HANDBOOK

CHAPTER 3 MINIMUM STANDARD 3.13

FIGURE 3.13-1
Typical Grassed Swale Configuration

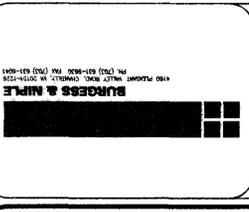
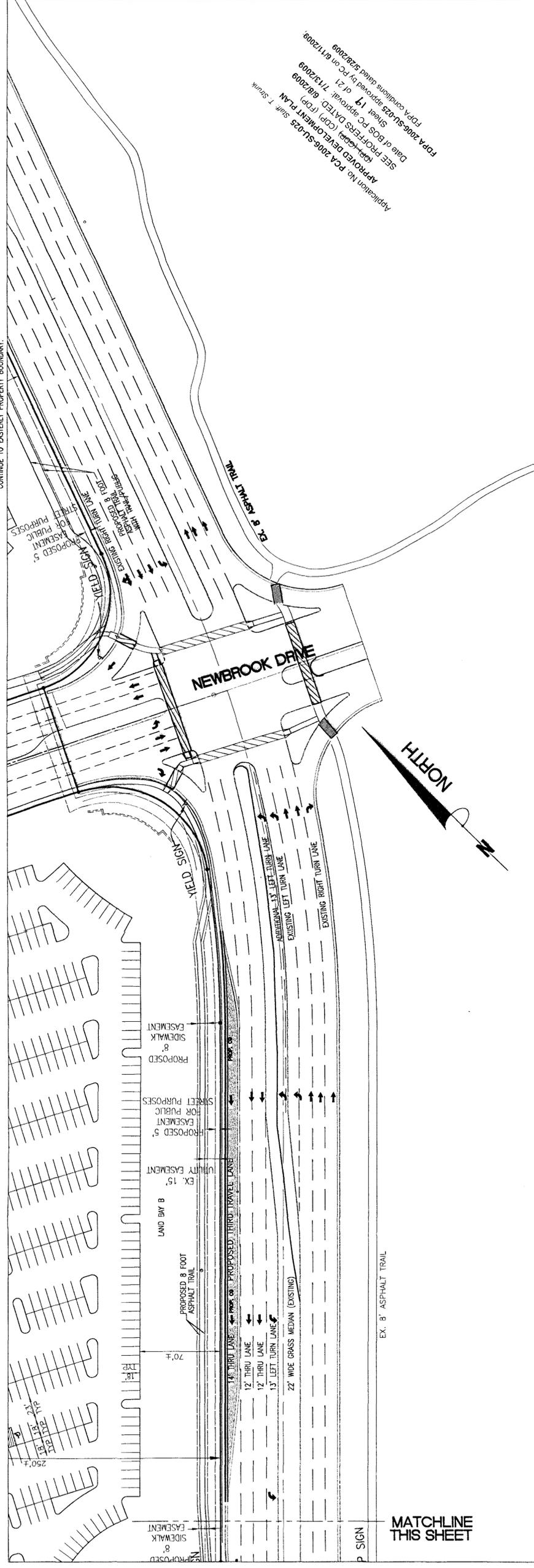
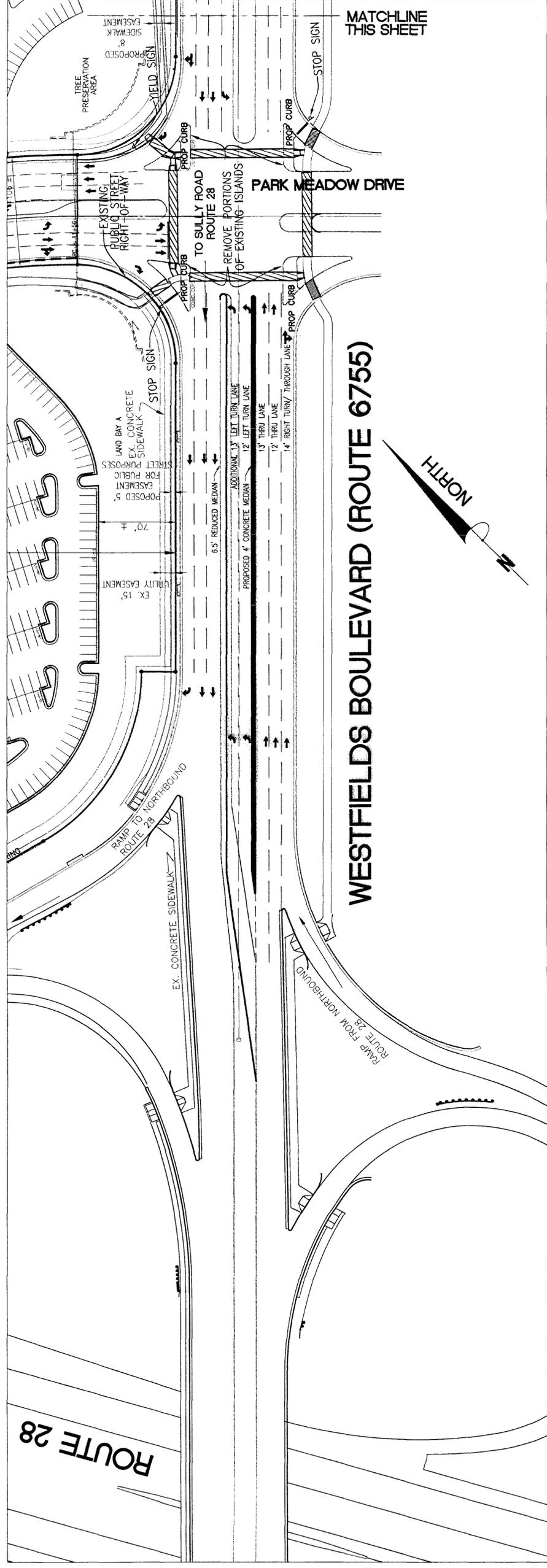


3.13-2 TYPICAL GRASS SWALE CONFIGURATION PER VA STORMWATER MANAGEMENT HANDBOOK

LOW IMPACT DESIGN DETAILS
CDP AMENDED/FDP AMENDED
COMMONWEALTH CENTRE
AT WESTFIELDS
FAIRFAX COUNTY, VIRGINIA



DATE: AUGUST, 2008
SCALE: NONE
DESIGN: JPC DRAWN: JPC
CHECK: JLM CHECK: JLM
JOB NO.: 935091
P.R. NO.: 44774
SHEET 17 OF 20
FILE NO.: C-4710



REVISIONS	DATE

DATE	REVISIONS

WESTFIELDS BOULEVARD (ROUTE 6755)
 IMPROVEMENTS EXHIBIT
 CDPA/FDPA
 COMMONWEALTH CENTRE
 AT WESTFIELDS
 SULLY DISTRICT
 FAIRFAX COUNTY, VIRGINIA



DATE: AUGUST, 2008
 SCALE: 1" = 50'
 DESIGN: JLM DRAWN: TEB
 CHECK: JPG CHECK: JLM
 JOB NO.: 93c091
 P.R. NO.: 44774
 SHEET 18 OF 20
 FILE NO.: C-4710

Application No. PCA 2008-0228 Surf. T. Signage
 Approved Development Plan
 (CDP) DATED: 6/10/2009
 SEE PROFFERS DATED: 7/13/2009
 Date of BOS PC approval: 6/11/2009
 Sheet 17 of 21
 FPA 2008-0228 prepared by PC on 6/11/2009
 FPA conditions dated 6/24/2009

NOTE: EASEMENT FOR PUBLIC STREET PURPOSES TO CONTINUE TO EASTERLY PROPERTY BOUNDARY.

EXISTING STORM WATER MANAGEMENT POND #1
 FOOTPRINT AREA=132,000 SF (3.0 ACRES)
 DRAINAGE AREA=1,272,856 SF (29.1 ACRES)
 ON-SITE CONTRIBUTING TO POND=337,8 ACRES
 OFF-SITE CONTRIBUTING TO POND=934.2 ACRES
 WATER STORAGE BUILDINGS: POND#100 ACRES
 PERMANENT = 258.32
 TEMPORARY = 675.88
 10-YR STORM=285.09
 100-YR STORM=287.95

EXISTING
 SULLY ROAD
 ROUTE 28

EXISTING
 SULLY ROAD/
 WESTFIELDS BOULEVARD
 INTERCHANGE

PARK MEADOW
 SITE 800

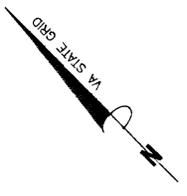
WESTFIELDS FENCEL 1442
 ZONE 1-3
 USE: OFFICE (UNDER CONSTRUCTION)

DEVELOPMENT TIME

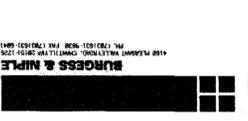
WESTFIELD LABORATORY

EXISTING
 WESTFIELDS BOULEVARD - ROUTE 975

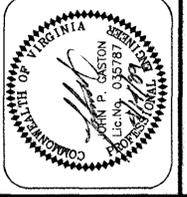
EXISTING VEGETATION MAP SUMMARY
 OPEN FIELD: 73.3 ACRES
 EX. TREES (UPLAND FOREST): 24.3 ACRES
 STREET RIGHT-OF-WAY: 3.2 ACRES
 EXISTING TREES CONSIST OF MIXED HARDWOODS AND
 CEDARS (UPLAND FOREST).
 REFER TO SHEETS 4 AND 5 FOR PROPOSED TREE
 PRESERVATION



Application No. PCA 2006-SU-025 Staff: T. Strunk
 APPROVED DEVELOPMENT PLAN
 SEE PROFFERS DATED: 7/13/2009
 Date of BOS PC approval: 6/18/2009
 Sheet 20 of 21
 FPPA conditions dated 5/28/2009
 REMOVE CEMETERY
 REVISIONS
 DATE



EXISTING CONDITIONS AND
 EXISTING VEGETATION MAP
 AT WESTFIELDS
 SULLY DISTRICT
 FAIRFAX COUNTY, VIRGINIA



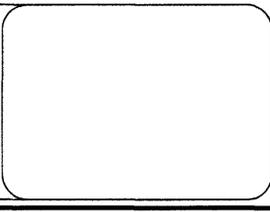
DATE: AUGUST, 2008
 SCALE: 1" = 100'
 DESIGN: JLM DRAWN: TEB
 CHECK: JPS CHECK: JLM
 JOB NO.: 836091
 P.R. NO.: 44774
 SHEET 19 OF 20
 FILE NO.: C-4710



DATE: AUGUST, 2008
 SCALE: 1" = 100'
 DESIGN: JLM DRAWN: TEB
 CHECK: JPC CHECK: JLM
 JOB NO.: 935091
 P.R. NO.: 44774
 SHEET 20 OF 20
 FILE NO.: C-4710

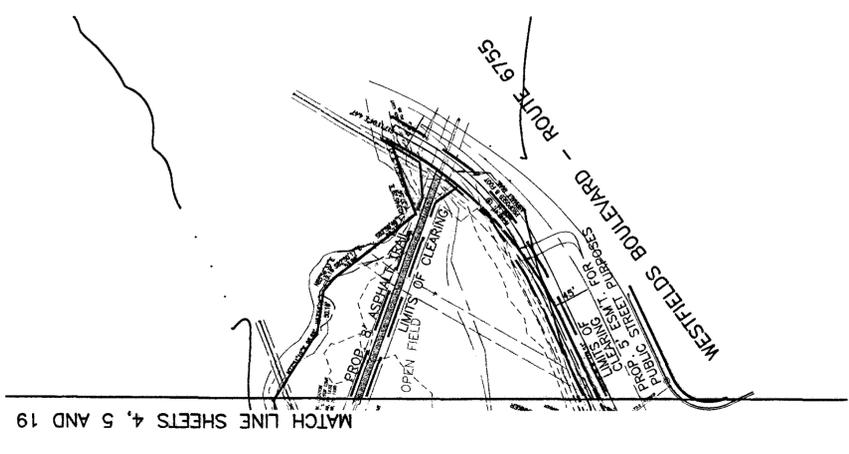
EXISTING CONDITIONS AND
 EXISTING VEGETATION MAP
 AT WESTFIELDS
 COMMONWEALTH CENTRE
 SULLY DISTRICT
 FAIRFAX COUNTY, VIRGINIA

REVISIONS	DATE

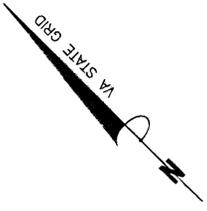


BURGESS & NIPLÉ
 1100 PLANTERS BLVD. SUITE 200
 FARMERS BRANCH, VA 22029
 (703) 426-1100

Application No. PCA 2006-SU-025 Staff: T. Strunk
 APPROVED DEVELOPMENT PLAN
 (APP) (GDP) (GDP) (FDP)
 SEE PROFESSORS DATED: 6/8/2009
 Date of BOS PC approval: 7/13/2009
 Sheet 21 of 21
 FPA 2006-SU-025 approved by PC on 6/11/2009
 FDPA conditions dated 5/28/2009



MATCH LINE SHEETS 4, 5 AND 19



FINAL DEVELOPMENT PLAN CONDITIONS

FDPA 2006-SU-025

May 28, 2009

If it is the intent of the Planning Commission to approve Final Development Plan FDPA 2006-SU-025, to permit mixed use development, on property located at Tax Map 44-1 ((01)) 6, 6B, 6C, 6D and 6E, staff recommends that the Planning Commission condition the approval by requiring conformance with the following development conditions, which supersede all previous conditions.

1. A Phase I archaeological survey shall be conducted on portions of Land Bays B, C, D, and/or E of the property within boundaries established by the Park Authority's Cultural Resource Management and Protection Section (CRMPS), with comment by the applicant. Such study or studies shall utilize a scope of work provided by CRMPS and shall be completed prior to any land disturbing activities within the study area. If any archaeological resources are found in the Phase I survey and it is deemed appropriate by CRMPS, Phase II assessment shall be done, using a scope of work provided by CRMPS. If any sites are determined to be significant by CRMPS, then either they will be left undisturbed or Phase III data recoveries shall be performed in accordance with a scope provided by CRMPS. Any areas disturbed which are outside of the proffered limits of clearing shall be restored as approved by Urban Forest Management, DPWES. Any Phase III scopes will provide for public interpretation of the results. Draft and final archaeological reports produced as a result of Phase I, II and/or III studies shall be submitted for approval to CRMPS.
2. Prior to dedication of the "Flatlick Branch Dedication Area," as shown on the CDP/FDP, to the Fairfax County Park Authority (FCPA), the applicant shall take, as deemed necessary by FCPA, corrective action in accordance with PFM 2-1101.4B.

COMMONWEALTH CENTRE

Proffer Statement

January 30, 2007
 Revised February 14, 2007
 Revised March 13, 2007
 Revised April 12, 2007
 Revised May 25, 2007
 Revised August 10, 2007
 Revised September 14, 2007
 Revised September 27, 2007

RZ 2006-SU-025

Pursuant to Section 15.2-2303(A), Code of Virginia (1950, as amended) and Sect. 18-204 of the Zoning Ordinance of Fairfax County (1978, as amended), the property owner, for itself and its successors and/or assigns (hereinafter collectively referred to as the "Applicant"), hereby proffers that the development of the parcels under consideration and shown on the Fairfax County Tax Maps as Tax Map 44-1((1)) 6, 6B, 6C and 6D, along with the 3.21 acres of public right-of-way to be abandoned/vacated ("Newbrook Drive") (collectively, the "Property"), shall be in accordance with the following conditions if, and only if, Rezoning application RZ 2006-SU-025 (the "Application") is granted as proposed. If approved, these proffers ("Proffers") supersede all previous proffers applicable to the Property. In the event that this Application is denied, these Proffers shall be immediately null and void and of no further force or effect, and the proffers previously accepted by the Board of Supervisors with RZ 78-S-063, as amended, for a portion of the Property will remain in effect.

GENERAL

1. **Conceptual Development Plan.** The Property shall be developed in substantial conformance with the Conceptual Development Plan ("CDP") and Final Development Plan ("FDP") dated May 2006 as revised through September 2007, and prepared by Burgess & Niple, consisting of 20 sheets (collectively, the CDP/FDP is the "Development Plan").

A. **Removal of a Portion of Property from RZ 78-S-063.** The Property shall be deleted from any and all proffered conditions approved by the Board of Supervisors pursuant to RZ 78-S-063, as amended, and the Generalized Development Plan ("GDP") prepared by Long, Brown and Associates, dated January 1985 and revised through August 1985, and any and all amendments thereto except this PCA 78-S-063-5.

B. **CDP Elements.** Notwithstanding that the Development Plan is presented on twenty (20) sheets and defined as both the CDP and the FDP in this Proffer 1, it shall be

understood that the CDP shall be the entire plan shown on Sheet 4 relative to the points of access, the maximum square footage of permitted development on the Property, the minimum required open space, the general location and arrangement of the buildings on the Property, the area of the Flatlick Branch Dedication Area (as defined in Proffer 21 herein) and the peripheral setbacks from the property lines (collectively, the "CDP Elements"). The CDP Elements shall also include the uses set forth in Proffer 5, except as modified therein. The Applicant reserves the right to request approval from the Planning Commission of a Final Development Plan Amendment ("FDPA") pursuant to Section 16-402 of the Zoning Ordinance for elements other than the CDP Elements for all or a portion of the Property and the Development Plan, provided such FDPA is in substantial conformance with the CDP and these Proffers.

2. **Minor Modifications.** Minor modifications to the Development Plan may be permitted when necessitated by sound engineering or that may become necessary as part of final site design or engineering, pursuant to Section 16-403(4) of the Zoning Ordinance. Building footprints may be decreased or adjusted, so long as (a) the maximum square footage of Principal and Secondary Uses are not exceeded; (b) the minimum proposed open space tabulation provided on the CDP is not reduced; (c) the building heights for each building are not increased beyond the heights identified on the Development Plan and Proffer 7 herein; (d) the limits of clearing and grading are not reduced beyond what is permitted by these Proffers; (e) no additional surface parking is provided beyond what is reserved on the Development Plan and Proffer 8 herein; and, (f) the development otherwise is in substantial conformance with these Proffers and the Development Plan.

PROPOSED DEVELOPMENT

3. **Declaration/Owners Associations.**

A. **Establishment.** To the extent not previously established on the Property, the Applicant shall cause the recordation of a declaration establishing an umbrella property owners' association (the "UOA") for the Proposed Development (as defined herein). Such association(s) shall be formed prior to the issuance of the first Nonresidential Use Permit ("Non-RUP") for development in Land Bay B, C and/or D, whichever occurs first. The UOA documents (including budgets provided in any offering or sale materials) shall specify the various proffer and maintenance obligations set forth in these Proffers. Purchasers shall be advised in writing of these obligations, and other restrictions, prior to entering into a lease/contract of sale property in the Proposed Development.

B. **TDM Obligations.** All tenants, owners, employers and employees working, operating a business or owning property within the Property shall be advised of the TDM Plan described in Proffer 23. All UOA members shall be informed of any funding and operational obligations resulting from the application of these Proffers prior to entering into a lease/contract of sale, and all such obligations shall be included in UOA documents.

4. **Proposed Development.**

A. **Overview of Proposed Development.** The development proposed with this Application includes: (a) three (3) existing or site plan-approved office buildings on Land Bay A

containing an approximate total of 493,035 s.f.; (b) two (2) office buildings with ground-level support retail on Land Bay B and containing an approximate total of 117,000 s.f.; (c) two (2) hotels with stand-alone and support retail on Land Bay C and containing an approximate total of 221,400 s.f.; and (d) three (3) office buildings on Land Bay D containing an approximate total of 583,465 s.f. The Proposed Development is summarized as follows:

Proposed Development

Principal Use – Office	Maximum 1,126,500 s.f.
Secondary Use - Hotels	Maximum 212,000 s.f.
Secondary Uses/Retail	Maximum 76,400 s.f.
TOTAL:	Up to 1,414,900 s.f.

- (1) The Applicant reserves the right to modify 25,000 s.f. of the Principal Use and Secondary Uses/Retail shown on Sheet 2 of the Development Plan and set forth in this Proffer by substituting additional Office square footage for Secondary Uses/Retail or additional Secondary Use/Retail for office without the need to secure approval of a Proffered Condition Amendment (“PCA”) or an FDPA, provided that the maximum total square footage of the Proposed Development does not exceed 1,414,900 square feet, no retail square footage is added beyond the square footage identified on the Development Plan and in these Proffers, and such modifications are otherwise in substantial conformance with the CDP and these Proffers.
- (2) **Cellar Space.** The Applicant reserves the right to utilize the cellar(s) of buildings in the Proposed Development (“Cellar Space”) for Principal and Secondary Uses, provided that (a) the maximum total square footage of Cellar Space dedicated to Principal and Secondary Uses shall not exceed 40,000 s.f., and (b) the Applicant shall be required to provide parking for the Cellar Space in accordance with the requirements of Article 11 of the Zoning Ordinance, as qualified by these Proffers. Accessory Uses located in the Cellar Space shall not count against the maximum total square footage of Cellar Space allowed for Principal and Secondary uses. The Applicant reserves the right to allocate the maximum total square footage of Cellar Space among any of the buildings of the Proposed Development.
- (3) **Phasing.** The Applicant reserves the right to submit a single site plan for the Proposed Development but to develop the Property in phases. The Applicant may be permitted to construct each phase, or portion thereof, in any order/sequence the Applicant determines reasonable based on market conditions, including the establishment of surface parking in advance of structured parking in Land Bay D, provided such development otherwise is in substantial conformance with the Development Plan and these Proffers.

5. **Mix of Uses.** The Proposed Development may include the following uses, subject to Proffer 4 herein:

A. **Principal Uses:** Offices and related uses.

B. **Secondary Uses:**

- Business service and supply service establishments;
- Eating establishments;
- Establishments 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;
- Financial institutions;
- Garment cleaning establishments, with no processing on-site;
- Hotels, motels;
- Personal service establishments;
- Public uses;
- Repair service establishments;
- Retail sales establishments;
- Accessory uses and accessory service uses as permitted by Article 10;
- Drive-in banks (only as shown on the CDP/FDP);
- Drive-through pharmacies (only as shown on the CDP/FDP);
- Fast food restaurants, without drive-through windows;
- Quick-service food stores;
- Billiard and pool halls;
- Health clubs;
- Medical care facilities;
- Private clubs and public benefit associations; and,

- Veterinary hospitals, without boarding or kennel facilities.

6. **Secondary Uses.** Additional Principal and Secondary Uses not listed in Proffer 5 above may be permitted with the approval of an FDPA (or, as applicable, a special exception ("SE") or special permit ("SP")), but without the requirement to secure approval of a PCA, if such uses are deemed to be in substantial conformance with the Development Plan and these Proffers. Secondary Uses may be designed and constructed (a) as Cellar Space in accordance with Proffer 4 herein, (b) on the ground-floor levels of office/hotel buildings in Land Bays A, B, C and D and (c) as stand-alone uses in Land Bays B and C, all as shown on the Development Plan; provided, however, that the Applicant shall be required to secure approval of an FDPA for any additional buildings or structures not shown on the Development Plan.

7. **Building Heights.** Building heights for each building in the Proposed Development shall not exceed the maximum building heights shown on Sheet 4 of the Development Plan and as set forth below. Building height shall be measured in accordance with the provisions of the Fairfax County Zoning Ordinance. Notwithstanding the foregoing, however, nothing shall preclude the Applicant from constructing buildings to a lesser building height than that which is represented on the Development Plan, provided the configuration of building footprint remains in substantial conformance with those shown on the Development Plan.

Land Bay A	Buildings 1-3	75 feet max.
Land Bay B	Buildings 1-2	55 feet max.
Land Bay C	Hotel 1	60 feet max.
	Hotel 2	100 feet max.
	Secondary Use Building	30 feet max.
Land Bay D	Building 4	100 feet max.
	Building 5	150 feet max., as measured from finished average grade.
	Building 6	100 feet max.

8. **Parking.**

A. **Zoning Ordinance Requirements.** Parking shall be provided in accordance with the parking requirements of Article 11 of the Fairfax County Zoning Ordinance, as determined by the Department of Public Works & Environmental Services ("DPWES"); for the uses within the Proposed Development. The Applicant reserves the right, however, to provide parking spaces in the Proposed Development in addition to the total number of parking spaces shown on Sheet 4 of the Development Plan to the extent necessary to accommodate Secondary Uses established on the Property that could result in a higher parking requirement than is shown on the

Development Plan (e.g., eating establishments), provided that any parking spaces provided in addition to those shown on Sheet 4 of the Development Plan shall be located in the parking structure to be established on Land Bay D and that the Building Heights and overall square footage set forth in Proffers 7 and 4, respectively, are not exceeded.

i. **Future Parking Reductions.** Given (i) the character of the Proposed Development as a mixed-use development and (ii) the TDM Plan detailed in Proffer 23 herein, the Applicant shall in good faith evaluate, and may pursue, a shared parking agreement and/or parking reduction for the Proposed Development, as may be permitted by the Fairfax County Zoning Ordinance and approved by the Board of Supervisors. If, however, the Applicant pursues a parking reduction and such reduction results in the construction of fewer surface parking spaces than those shown on the Development Plan, the Applicant shall provide additional landscaping in lieu of those parking spaces in substantial conformance with the Landscape Plan submitted pursuant to Proffer 20 herein.

TRANSPORTATION IMPROVEMENTS

9. **Dedication of Public Right-of-Way.** As part of the first site plan approval for the Proposed Development following approval of this Application or upon written request by Fairfax County, whichever occurs first, the Applicant shall dedicate in fee simple to the Board of Supervisors all remaining right-of-way on Westfields Boulevard/Walney Road not previously dedicated for the public road improvements to be constructed on and serving the Property (the "Dedication Areas"), as reflected on the Development Plan. Notwithstanding the foregoing, however, upon demonstration by the Applicant that, despite diligent efforts or due to factors beyond the Applicant's control, the required dedications will be or have been delayed (such as the inability to secure necessary permission for utility relocations or VDOT approval for traffic signals) beyond the time set forth in these Proffers, the Zoning Administrator may agree to a later date for dedication of such right-of-way and for the construction of required road improvements.

10. Road Improvements.

A. **Westfields Boulevard.** The Applicant shall construct and place into operation the following improvements to the portion of Westfields Boulevard fronting the Property, as more particularly shown on Sheets 4 and 18 of the Development Plan (collectively, the "Westfields Boulevard Improvements"). The Westfields Boulevard Improvements shall be constructed to a standard as may be approved by VDOT.

i. **Westbound Through Lane.** The Applicant shall construct a third westbound travel lane along the Property's frontage on Westfields Boulevard between the intersections of Park Meadow Drive and Newbrook Drive (the "Westfields Lane"). The Westfields Lane shall be designed to operate as a shared through and right-turn lane from westbound Westfields Boulevard onto northbound Park Meadow Drive. The Westfields Lane improvements shall include the removal and/or modification of the two existing channelizing islands (the "Porkchops") located on the north side of Westfields Boulevard at its intersection with Park Meadow Drive, and any modification to any existing traffic signals abutting the Property necessitated by such removal. The Applicant reserves the right to escrow funds with

FCDOT and VDOT in lieu of constructing the Westfields Lane, if approved by FCDOT and VDOT, which escrow amount shall be determined by DPWES and VDOT and posted by the Applicant prior to the approval of the first site plan for development of Land Bay B, C or D, whichever occurs first. Should the Applicant elect to construct the Westfields Lane, and not exercise its right to escrow funds in lieu thereof, construction of the Westfields Lane shall be completed and opened to through traffic (but not necessarily accepted by VDOT for maintenance) no later than the issuance of the first Non-RUP for development in Land Bay B, C, or D, whichever occurs first.

ii. **Eastbound Left-Turn Lanes.** The Applicant shall provide (a) dual, channelized left-turn lanes from eastbound Westfields Boulevard onto northbound Park Meadow Drive, and (b) dual left-turn lanes from eastbound Westfields Boulevard onto northbound Newbrook Drive, as more particularly shown on the Development Plan (the "Eastbound Left-Turn Lanes.") Subject to VDOT approval, the portion of the Eastbound Left-Turn Lanes at Park Meadow Drive shall include construction of a raised median within the right-of-way of Westfields Boulevard in order to separate turning vehicles from through vehicles and to preclude left-turns from northbound Route 28 onto northbound Park Meadow Drive. Subject to VDOT approval, the portion of the Eastbound Left-Turn Lanes at Newbrook Drive may be accomplished through striping within the existing right-of-way. The Applicant shall also modify the traffic signal timings for the Eastbound Left-Turn Lanes based on VDOT's determination that such adjustments are needed. The Eastbound Left-Turn Lanes, including any signal timing adjustment, shall be completed and opened to through traffic (but not necessarily accepted by VDOT for maintenance) prior to the issuance of the first Non-RUP for development in Land Bay B, C, or D, whichever occurs first.

iii. **Pedestrian Crosswalks.** Subject to VDOT approval, the Applicant shall install pedestrian crosswalk striping, a pedestrian refuge area and audible pedestrian countdown signals (if not already existing and if approved by VDOT) across Westfields Boulevard at the existing traffic signal at the intersection of Westfields Boulevard and Park Meadow Drive and the intersection of Westfields Boulevard and Newbrook Drive, as shown on the Development Plan (collectively, the "Pedestrian Crosswalks"). The Pedestrian Crosswalks shall be completed prior to the issuance of the first Non-RUP for development in Land Bay B, C, or D, whichever occurs first.

iv. **Modification of Traffic Islands.** Subject to VDOT approval and the receipt of all necessary off-site rights-of-way and easements, the Applicant shall modify the existing traffic islands and the location/timing of the existing traffic signals on the south side of eastbound Westfields Boulevard at its intersection with Park Meadow Drive as necessary in order to facilitate an eastbound shared right-through lane, no later than the issuance of the first Non-RUP for development in Land Bay B, C, or D, whichever occurs first. If the Applicant is unable to bring about the dedication of the necessary rights-of-way and easements, then the Applicant shall request the Board of Supervisors to condemn the necessary land and/or easements. In the event the necessary right-of-way and/or easements cannot be acquired voluntarily, and the County chooses not to exercise its right of eminent domain, the Applicant is then released from any portion of any proffer requiring such acquisition. In the event the County elects to defer its exercise of eminent domain, then Applicant's proffer requiring such acquisition shall likewise be deferred. Notwithstanding the foregoing, however, upon demonstration by the

Applicant that, despite diligent efforts or due to factors beyond the Applicant's control, the required modifications have been delayed (such as the inability to secure off-site rights-of-way or VDOT approval) beyond the required times set forth above, the Zoning Administrator may agree to a later date for dedication/completion of the modification(s).

B. Newbrook Drive.

i. **Abandonment/Vacation of Public Right-of-Way.** Prior to any plan or plat approval for Land Bay B, C or D of the Proposed Development, the Applicant shall petition and obtain approval from the Board of Supervisors for the abandonment/ vacation of the existing public right-of-way of Newbrook Drive, north of Westfields Boulevard in the area more particularly shown on the Development Plan (the "Abandonment Area"). The Applicant hereby waives any right to claim or assert (i) a vested right in any plan approved under the assumption of accomplishment of such vacation and/or abandonment, or (ii) a taking or any other cause of action that otherwise may have arisen out of a Board decision to deny in whole or in part the right-of-way vacation and/or abandonment request. In the event that the Board does not approve the vacation and/or abandonment, the Applicant shall secure approval of a PCA to remove the Abandonment Area from this Application and these Proffers.

ii. **Construction of Newbrook Drive.** The Applicant shall construct and place into operation the proposed Newbrook Drive through the Property connecting to Westfields Boulevard in the general locations and configuration (including turn lanes and medians) shown on the Development Plan ("Newbrook Drive"). Newbrook Drive shall be designed and maintained as a private street and constructed in accordance with the sections shown on Sheets 4 and 18 of the Development Plan. Provided that the Board of Supervisors has approved its abandonment as a public street, the Applicant may install one or more speed table(s) or similar traffic control mechanisms across Newbrook Drive at locations determined by the Applicant and approved by DPWES to facilitate pedestrian crossings of Newbrook Drive. The Applicant reserves the right (but shall not be obligated) to install reinforced concrete or similar material on those portions of Newbrook Drive over which transit buses may be expected to travel. Subject to the Board of Supervisors' abandonment of the right-of-way for Newbrook Drive, the Applicant shall grant easements for County inspection and emergency vehicles, buses and transit vehicles over and across Newbrook Drive as part of site plan approval for the construction of Newbrook Drive. Newbrook Drive may be completed in phases concurrent with the development of adjacent land bays; provided, however, that the full length of Newbrook Drive through the Property shall be completed and opened to through traffic prior to the issuance of the Non-RUP representing more than 500,000 s.f. of the Proposed Development.

iii. **Signage to Westfields Boulevard.** The Applicant shall provide and maintain on-site signage which directs vehicles destined for southbound Route 28 and westbound Westfields Boulevard to exit Newbrook Drive at its eastern intersection with Westfields Boulevard in order to limit weaving movements along westbound Westfield Boulevard. Such signage shall be designed in accordance with the Development Guidelines associated with Westfields, the International Corporate Center at Dulles, dated September 1988 and revised June 1989 and August 1990, as amended, and shall be installed no later than the issuance of the first Non-RUP for development in Land Bay B, C, or D, whichever occurs first.

C. Main Street. The Applicant shall construct and place into operation the proposed streets that connect the eastern and western sections of Newbrook Drive within the Property and bisecting Land Bays B and C, as more particularly shown on the Development Plan (collectively, the "Main Street"). The Main Street shall be designed and maintained as a private street and constructed in accordance with the sections shown on Sheet 4 of the Development Plan, including the use of parallel street parking. Subject to approval of FCDOT, the Applicant may install one or more speed tables or similar traffic control mechanisms across Main Street to facilitate pedestrian crossings of the Main Street near the Plaza (as defined in Proffer 12 herein). Easements for County inspection and emergency vehicles, as well as County buses and transit vehicles, over and across Main Street shall be granted as part of site plan approval for the construction of Main Street. Main Street may be completed in phases concurrent with the development of adjacent land bays; provided, however, that Main Street shall be completed and opened to through traffic prior to the issuance of the Non-RUP representing more than 200,000 s.f. of development in Land Bays B and/or C. The Applicant reserves the right to provide a different name for the Main Street as part of site plan approval for the Proposed Development.

D. Adjust Traffic Signal Timing. Prior to the issuance of the Non-RUP representing more than 1.4 million s.f. of the Proposed Development, the Applicant shall submit to VDOT an analysis of the existing and new traffic signals located at the Park Meadow and Newbrook Drive entrances to the Property along Westfields Boulevard to determine whether adjustments to the signal timings of one or both of the existing traffic signals serving the Property would improve or enhance circulation through the intersections analyzed. The signal timing study shall include updated traffic counts based on the occupancy of the Proposed Development as of the date of the study. In the event VDOT determines that adjustments to the signal timing are warranted, then the Applicant shall make such adjustments within 120 days of VDOT approval, but in no event later than bond release for the Proposed Development.

E. Bus Shelter. The Applicant shall install two (2) bus shelters (the "Bus Shelters") on the Property in the general locations shown on Sheet 2 of the Development Plan or as otherwise approved by FCDOT as part of site plan approval for Land Bay B, C or D for the Proposed Development. The design and materials of the Bus Shelter shall be of similar size and quality to those of a typical bus shelter installed elsewhere in Fairfax County and shall include benches and trash receptacles. The Applicant shall be responsible for the general maintenance and upkeep of the Bus Shelter, including trash removal.

F. Westfields Boulevard Trail. The Applicant shall construct an eight foot (8') asphalt trail along the Property's frontage on westbound Westfields Boulevard/Walney Road in the general location shown on the Development Plan (the "Westfields Trail"). The Westfields Trail shall be located within an ten foot (10') public access easement to be granted to Fairfax County as part of site plan approval for each portion of the Westfields Trail. The Westfields Trail shall be constructed prior to issuance of the first Non-RUP for the first building constructed in Land Bay B, C or D.

G. Westfield Boulevard/Walney Road Signage. As part of the first site plan approval for the first building in Land Bay B, C or D, or upon demand by Fairfax County, whichever is first, the Applicant shall dedicate in fee simple to FCDOT a five foot (5') easement for public street purposes along the Property's frontage on Westfields Boulevard/Walney Road

("the Sign Easement"). The Applicant shall be permitted to include language in the Sign Easement requiring that any overhead or over-hanging street signs shall be submitted to the Westfields Architectural Review Board for review and comment prior to construction thereof.

H. Contribution for Westfields Boulevard Widening Prior to the first site plan approval for the first building in Land Bay D or upon request by Fairfax County pursuant to a scheduled and otherwise funded road improvement project, the Applicant shall establish an escrow account with Fairfax County and contribute funds covering the cost of materials for pavement, curb and gutter and related facilities for the future widening of Westfields Boulevard/Walney Road to a four-lane divided section along the Property's frontage east of existing Walney Road (the "Widening"). The escrow amount shall be determined by DPWES without consideration for the cost for mobilization, grading or flood plain mitigation associated with the Widening, if any. The Applicant also shall dedicate right-of-way and any ancillary easements to Fairfax County, at no cost, to permit the construction of the Widening. Such right-of-way/easements shall be provided at the time of the first site plan approval for Land Bay D, or upon demand, whichever occurs first.

ARCHITECTURAL DESIGNS AND SITE AMENITIES

11. Building Design and Materials. Subject to approval of the Westfields Business Owners Association and pursuant to the Development Guidelines described in paragraph A of this Proffer, the general architectural design of the Proposed Development is as shown on Sheet 10 of the Development Plan (the "Conceptual Elevations"). The Conceptual Elevations may be modified by the Applicant as part of final engineering and building design, provided that such modifications are in general conformance with and provide a similar quality of design as that shown on the Development Plan. Building materials for the Proposed Development, as generally reflected on the Conceptual Elevations, shall be selected from among the following: brick, masonry/stone, aluminum, glass, steel, split-face block and pre-cast panels, provided that final architectural details and accents may include other materials. Balconies, awnings, storefronts and other architectural details may be provided so long as such features do not extend more than eight (8) feet beyond the building footprints shown on the Development Plan, and provided that the streetscape features and dimensions are maintained.

12. Public Plaza. The Applicant shall construct a public plaza (the "Plaza") to be located between Buildings 1 and 2 on Land Bay C and bisecting the northern leg of the Proposed Main Street, as more particularly shown on Sheets 4 and 9 of the Development Plan. The Plaza shall include landscaping, hardscape areas (such as concrete walkways with brick pavers, stonework, etc.), benches, seating areas and similar passive recreation amenities. The Plaza also shall include a focal point feature to be selected by the Applicant, such as a fountain, public art or similar amenity that will serve as a defining entry feature for the Proposed Development. The Plaza shall be functionally complete (benches, landscaping and lighting installed) and open for use (subject to minor adjustments and punch-list items) prior to the issuance of the first Non-RUP for the Secondary Uses to be established in Land Bay C.

13. Streetscaping. Streetscape improvements and plantings shall be provided as indicated on the Development Plan. Notwithstanding the foregoing, the Applicant reserves the right, in consultation with the Zoning Administrator, to shift the location of street trees along the

proposed Newbrook Drive and Main Street to accommodate final architectural design, utilities and layout considerations, so long as such modifications are in substantial conformance with the Development Plan and subject to Urban Forest Management ("UFM") approval.

14. Bicycle Racks. The Applicant shall install bicycle racks throughout the Proposed Development (collectively, the "Bike Racks") in locations and type as determined by the Applicant and approved by FCDOT as part of site plan approval for Land Bay B, C or D for the Proposed Development. The Bike Racks shall collectively accommodate parking for at least ten (10) bicycles in each office building constructed in Land Bays A and D and at least twenty-five (25) bicycles on Land Bays B and C. Bike Racks serving the office buildings shall be located under cover to protect them from the elements. The Bike Racks may be installed in phases concurrent with the issuance of a Non-RUP for the building to which the proposed Bike Rack is immediately adjacent; provided, however, that all of the required Bike Racks for each land bay (as indicated on the site plan for such portion of the Proposed Development) shall be installed prior to the issuance of the final Non-RUP for the last building to be completed on that land bay.

15. Pedestrian/Bicycle Circulation. In combination with the Streetscape improvements identified in Proffer 14 above, the Applicant shall provide sidewalks of varying widths and crosswalks throughout the Property and at key intersections of the Proposed Development, as indicated on the Development Plan. The sidewalks shall be constructed concurrent with the development of the Property. All onsite sidewalks not located in public rights-of-way shall be maintained by the Applicant and/or UOA. Sidewalk improvements located within existing or proposed right-of-way shall be as approved by VDOT.

16. Flatlick Branch Trail System. The Applicant shall construct a regional, asphalt pedestrian trail (the "Pedestrian Trail") within a portion of the Flatlick Branch Dedication Area (as defined in Proffer 21 herein) and within the existing ten-foot (10') sanitary sewer easement located in Land Bay A and running east towards Land Bay D of the Property, as more particularly shown on the Development Plan. The Applicant shall maintain the portion of the trail located on its Property and outside of the Flatlick Branch Dedication Area (as defined in Proffer 21 herein). The Pedestrian Trail shall be a Type I Asphalt Trail with a minimum width of eight feet (8'). The Pedestrian Trail is shown on Sheet 2 of the Development Plan and labeled thereon as "Pedestrian Trail" and "Pond Access and Pedestrian Trail." The exact location of the Pedestrian Trail shall be determined as part of site plan approval for the Proposed Development in consultation with DPWES and Fairfax County Parks Authority ("FCPA"). The Pedestrian Trail shall be completed and available for use by the public prior to the issuance of the Non-RUP representing more than 750,000 s.f. of the Proposed Development.

17. Lighting. All lighting shall be in conformance with Part 9 of Article 14 of the Fairfax County Zoning Ordinance. The maximum height of any freestanding light fixtures shall be eighteen feet (18') above grade, as measured from grade to the top of the fixture. Building mounted security lighting shall utilize full cut-off fixtures with shielding such that the lamp surface is not directly visible.

18. Signage. Signage for the Property and the Proposed Development shall be provided in accordance with the requirements of Article 12 of the Zoning Ordinance and the Westfields

Development Guidelines or pursuant to a Comprehensive Sign Plan approved by the Westfields Architectural Review Board and the Planning Commission.

STORMWATER MANAGEMENT/ENVIRONMENTAL FEATURES

19. **Stormwater Management Master Plan.** Prior to site plan approval for the first building to be constructed in Land Bay C of the Proposed Development, the Applicant shall submit to and obtain approval from DPWES of a Stormwater Plan for the Proposed Development (the "Stormwater Plan"). The Stormwater Plan shall include strategies for addressing both water quality and water quantity management issues, including detailed mitigation measures to be implemented as part of construction. Following approval by DPWES of the initial Stormwater Plan, the Applicant thereafter shall submit an updated Stormwater Plan to DPWES for approval concurrent with subsequent site plan submissions for the Proposed Development. These updated plans shall include any modifications to the stormwater detention or stormwater quality treatment program since the initial approval of the Stormwater Plan. The Applicant shall construct stormwater quality and stormwater quantity impact mitigation measures in accordance with the Stormwater Plan (and each subsequent revisions thereto) with the Proposed Development, such that the runoff reductions outlined below shall be achieved.

A. **Stormwater Management Goals.** Using a series of (i) stormwater management wet ponds, (ii) bioretention facilities and (iii) structural and non-structural BMPs, the Stormwater Plan shall demonstrate that, after the full build-out of the Proposed Development, there is no net increase in the combined peak rate of stormwater discharge from the Property based on a comparison of the conditions of the Property before it was developed and the conditions of the Property upon completion of the Proposed Development. This Proffer shall apply to the sum of all stormwater discharge coming from the Property as a whole, but not as a standard reduction at each individual discharge location on the Property (meaning that the discharge at individual locations may vary, so long as the overall reduction goal is achieved).

B. **Best Management Practices/Low Impact Development.** The Applicant shall, as part of the Stormwater Plan, incorporate low impact development ("LID") techniques and other Best Management Practices ("BMP") into the Proposed Development in order to improve water quality associated with stormwater runoff from the Property. Using structural and non-structural BMPs, such as sand filters, storm filters, Filterra devices, bioretention basins, Plaza landscaping, grass swales or a combination thereof, the Stormwater Plan shall demonstrate that there is a combined fifty percent (50%) reduction in phosphorous loading from the Property based on a comparison of the conditions of the Property upon completion of the Proposed Development (including the BMP/LID features) and the conditions of the Property prior to construction of the Proposed Development. In the event that either the Applicant or DPWES deems it necessary to substitute another BMP/LID strategy for one of those listed above, the Applicant shall identify an alternate strategy acceptable to both parties and, if necessary, will seek administrative approval from the Zoning Administrator pursuant to the provisions of Sect. 16-403 of the Zoning Ordinance.

C. **Maintenance Responsibility.** Prior to site plan approval for the first building to be constructed in Land Bay B, C, or D of the Proposed Development, the Applicant shall execute an agreement with the County in a form satisfactory to the County Attorney (the "SWM

Agreement”) providing for the perpetual maintenance of all of the elements of the Stormwater Plan serving the area of the site plan proposed, including the BMP and LID devices and detention facilities (collectively, the “SWM Facilities”), as applicable. The SWM Agreement shall require the Applicant (or a successor UOA) to contract with one or more maintenance/management companies to perform regular routine maintenance of the SWM Facilities and to provide a maintenance report annually to the Fairfax County Maintenance and Stormwater Management Division of DPWES. The SWM Agreement also shall address easements for County inspection and emergency maintenance of the SWM Facilities to ensure that the facilities are maintained by the Applicant in good working order. The UOA documents for each building in the Proposed Development shall specify the maintenance responsibilities of the owners under the SWM Agreement.

20. Landscape Plan.

A. Detailed Landscape Plans. As part of each site plan submission for the Proposed Development, the Applicant shall submit to Urban Forest Management of DPWES (“UFM”) for review and approval a detailed landscape and tree cover plan (each a “Landscape Plan”) illustrating the plantings and other features to be provided with the Proposed Development, including streetscapes, plazas and other features, and which shall include, among other things:

- i. A statement reiterating that all landscaping areas shall be irrigated;
- ii. Design details for tree wells and other similar planting areas above structures and along streets;
- iii. Composition of the planting materials used where plantings are to be located within or on top of structures and other methods to be used to insure the viability of the proposed plantings; and
- iv. Other information that may be requested by UFM.

Such Landscape Plan shall be consistent with the quality and quantity of plantings and materials shown on Sheet 6 of the Development Plan and shall include the use of additional shade trees as determined by the Applicant. Adjustments to the type and location of vegetation and the design of the Plaza and streetscape improvements and plantings shall be permitted in consultation with DPZ and UFM if determined to be in substantial conformance with the Development Plan.

B. Plaza Landscaping. As provided above, in order to (1) incorporate into otherwise impervious areas of the Property a soil matrix and plantings intended to provide stormwater pollutant removal; (2) reduce the heat island effect; and (3) naturalize and add aesthetically-pleasing elements, the Applicant shall install landscaping and other materials on the Plaza (“Plaza Landscaping”) as more particularly shown on the Development Plan, and shall install all of the Plaza Landscaping at one time. Shade trees having a minimum 2-½ inch caliper shall be installed within the Plaza area as shown on Sheet 6 of the Development Plan. Additional details concerning the plantings and design elements of the Plaza shall be included on the Landscape Plan that will be submitted pursuant to this Proffer.

C. Planting Strips. The Applicant shall install street trees consistent with the streetscape plans included on the Development Plan and with the requirements of the Public Facilities Manual ("PFM") For tree plantings that do not meet the minimum planting area required by the PFM, the Applicant shall provide a minimum of 130 square feet of surface area of structural soil for Category 4 shade trees and 90 square feet of surface area of structural soil for Category 3 shade trees, as such trees are identified in the PFM. The structural soil shall have a minimum width of 8-feet and a minimum depth of 36-inches and such planting areas shall be interconnected to the extent feasible, as determined by UFM. Prior to site plan approval for the first building to be constructed in Land Bay C of the Proposed Development, the Applicant shall provide written documentation to UFM, including written confirmation from a certified arborist and/or landscape architect verifying installation of the structural soil consistent with the requirements of this Proffer.

D. Tree Planting along the EQC Border. In order to compensate for trees displaced at the northwest corner of the Property due to implementation of the Stormwater Plan, the Applicant shall plant a minimum twenty (20) additional trees of at least 1-1/2 inch caliper along the western border of the Environmental Quality Corridor ("EQC") to supplemental the existing vegetation in the EQC (the "EQC Trees"), as shown on the Development Plan. The EQC Trees shall be included on the Applicant's Landscape Plan, subject to UFM approval, and installed prior to the issuance of the first Non-RUP for development in Land Bay D.

21. Dedication of Flatlick Branch to Park Authority. In recognition of the Property's location within a Water Supply Overlay District, and to protect Flatlick Branch from the encroachment of development, the Applicant shall dedicate to the FCPA approximately 20 acres of Property located within the limits of the EQC for Flatlick Branch, as more particularly shown on the CDP (the "Flatlick Branch Dedication Area"), for use as recreation facilities and open space. Dedication of the Flatlick Branch Dedication Area shall be accomplished upon completion of that portion of the Flatlick Branch Trail System to be located in the Flatlick Dedication Area, but in no event later than final bond release for the Proposed Development. The Applicant reserves the right to receive credit under the Stormwater Plan for dedicating land area within the floodplain against the water quality improvement/BMP requirements for the Proposed Development, if approved by DPWES, and, if approved, such credit may occur as each phase of the dedication is completed.

22. Limits of Clearing. The Applicant strictly shall adhere to the Limits of Clearing ("LOC") and shall not encroach upon the EQC and Resource Protection Area ("RPA") located along the eastern boundaries of Land Bays C and D, as shown on the Development Plan. However, minor adjustment of the LOC at time of final design and engineering and the location of proposed utilities, located in the least disruptive manner possible, may be permitted pursuant to Section 16-203 and Section 18-204 of the Zoning Ordinance if determined to be necessary by DPWES. The Applicant shall use its best efforts to mitigate adverse impacts, such as sedimentation, excessive clearing of vegetation and erosion, on the Flatlick Branch Dedication Area as a result of constructing the Proposed Development. The Director of DPWES shall review and approve all plans for work within the Flatlick Branch Dedication Area pursuant to the policy for protection of the Flatlick Branch Dedication Area.

TRANSPORTATION DEMAND MANAGEMENT

23. **Transportation Demand Management.** This Proffer sets forth a program for a transportation demand management plan (the "TDM Plan") that shall be implemented by the Applicant, and subsequently, as appropriate, the UOA, to encourage the use of transit, other high-occupant vehicle commuting modes, walking, biking and teleworking, all in order to reduce automobile trips generated by the Proposed Development.

A. **TDM Goal.** TDM strategies, as detailed below, shall be utilized by the Applicant in order to reduce the A.M. and P.M. peak hour trips by a minimum of fifteen percent (15%) from the total number of vehicle trips that would be expected from full build-out of the 1,414,900 s.f. in the Proposed Development (the "Baseline Trips") based on the Institute of Traffic Engineers (ITE) Trip Generation Manual, 7th Edition (the "TDM Goal"). In the event the Applicant constructs less square footage as part of the Proposed Development, then the Baseline Trips shall be calculated as if the full 1,414,900 s.f. of the Proposed Development actually had been constructed as reflected on the Development Plan. Owners, tenants and employees of the Proposed Development shall be advised of the TDM Goal and the TDM strategies by the PM (as defined in this Proffer) through the annual dissemination of written materials summarizing the availability of the TDM strategies.

B. **Program Manager.** Within one hundred and twenty (120) days of final, unappealable approval of this Application or issuance of the first non-RUP for the Proposed Development, whichever is later, the Applicant (and thereafter, as applicable, the UOA) shall designate an individual to act as the Program Manager ("PM") for the Property, whose responsibility will be to implement the TDM strategies, with on-going coordination with FCDOT. The PM duties may be a part of other duties assigned to the individual(s). The Applicant shall notify FCDOT within ten (10) days of the designation and thereafter shall do the same within ten (10) days of any change in such appointment. Within three (3) months following approval of the first building permit for Land Bay B and/or C, the Applicant shall begin to calculate the Baseline Trips described in Proffer 23A herein.

C. **TDM Plan.** In order to meet the TDM Goals set forth in this Proffer, the Applicant shall implement the TDM Plan. A draft copy of this plan shall be provided to FCDOT for review and comment prior to the issuance of the first building permit for the Proposed Development following approval of this Application. Should FCDOT seek modifications to the TDM Plan, the Applicant shall work in good faith with FCDOT and shall amend the TDM Plan as mutually agreed to by the Applicant and FCDOT. If FCDOT does not comment on the TDM Plan within sixty (60) days following its submission, the TDM Plan shall be deemed approved. Once the TDM Plan is approved by FCDOT, the Applicant shall implement the TDM Plan. Because the TDM Plan represents the strategy to be employed by the PM to meet the TDM Goal, the TDM Plan may be amended from time to time, subject to approval of FCDOT, without the requirement to secure a PCA; provided, however, that the TDM Goal shall not be amended absent approval of the Board of Supervisors. The TDM Plan and any amendments thereto shall include provisions for the following with respect to the Proposed Development:

i. Requirement that each lease/sublease in the Proposed Development include a requirement for the tenant to disseminate information about transit services available to the Property, including Metro maps, schedules and forms, as well as ride-sharing and other relevant transit options, to employees, subtenants and, as applicable, on-site consultants;

ii. Coordination/Assistance with existing/established vanpool and carpool formation programs, including the Dulles Area Transportation Association ("DATA"), the Fairfax County Department of Transportation Ride Share, as well as other ride matching services and the adjacent office buildings and homeowners associations and established guaranteed ride home programs;

iii. Dedicated parking spaces on the Property for vanpools and car-sharing vendors not otherwise addressed herein will be provided at convenient locations so as to encourage vanpool usage and car-sharing;

iv. Dedication of three (3) parking spaces for vehicle/car sharing program(s), subject to agreement with third-party vendor(s) (such as ZipCar/FlexCar);

v. Establishment of a phasing strategy, coordinated with FCDOT as provided herein, to address which TDM strategies are implemented at what time;

vi. Installation of bicycle racks per Proffer 14 herein, shower facilities and similar amenities in each office building constructed in Land Bays A and D in order to encourage tenants and employees to use alternate means of transportation to work; and

vii. Other programs as determined by the PM in consultation with FCDOT.

D. TDM Account. Concurrent with the designation of the PM, the Applicant shall establish and fund a TDM account (the "TDM Account") in the initial amount of Fifty Thousand dollars (\$50,000.00). Funds in the TDM Account shall be utilized by the PM each year to implement the TDM strategies and up to fifty percent (50%) may be used to pay for the PM's services, provided however that the percentage of the TDM Account used to pay for the PM's services shall not exceed the percentage of time the PM spends implementing the TDM strategies each year. The TDM Account shall be managed by the PM. As applicable, a line item for further funding of the TDM Account shall be included in the annual UOA budget upon the establishment of the UOA. The UOA documents shall provide that the TDM Account shall not be eliminated as a line item in the UOA budget, and that funds in the TDM Account shall not be utilized for purposes other than to fund implementation of the TDM Plan or to pay the PM. In the event that the TDM Account is drawn upon, then the TDM Account shall be replenished until the TDM Account achieves a balance of Fifty Thousand Dollars (\$50,000.00). The PM shall consult with FCDOT to develop and implement the initial TDM strategies.

E. Monitoring.

i. Exactly one (1) year following the issuance of the final Non-RUP on the Property, the effectiveness of the TDM Plan shall be evaluated using surveys and/or traffic counts prepared by the PM and approved by FCDOT. The Applicant shall coordinate with FCDOT, and FCDOT shall approve, the scope of the traffic counts. All costs exclusive of those of the PM, such as the employment of a traffic consultant, associated with undertaking the traffic study shall be funded outside the TDM Account. The Applicant shall use the results of the surveys and traffic counts to determine if the TDM Goal has been met and shall submit this information to FCDOT for review and approval. If FCDOT has not responded within sixty (60) days, the survey and count data for that year shall be deemed approved. Similar TDM surveys

shall be conducted annually thereafter for an additional two (2) years following the initial survey. Neither the Applicant's tenants nor adjacent property owners shall be notified of the date and time of the surveys and/or traffic counts. If the TDM surveys show that the trip reduction objective is being met after a total of three (3) annual surveys, the Applicant shall proceed with the TDM strategies as implemented and shall provide such surveys as may be requested by FCDOT, but not more often than once every three (3) years thereafter.

ii. In the event any TDM survey and traffic count indicates that the TDM Goal has not been met, the Applicant shall meet with FCDOT to review the strategies in place and to develop modifications to the TDM strategies, adopt additional TDM strategies and/or conduct additional traffic counts, as deemed appropriate by FCDOT, that will facilitate meeting the TDM Goal. If the TDM Goal is not met for two (2) consecutive surveys and traffic counts, then the Applicant, or successor condominium association, shall contribute five cents (\$0.05) per square foot of the Proposed Development then-constructed on the Property (up to a maximum \$50,000.00) to the TDM Account to be utilized on supplemental TDM strategies approved in cooperation with FCDOT. The TDM Goal, the TDM strategies and potential for such TDM penalty shall be disclosed in the UOA documents.

24. Inflationary Adjustment of Contributed Funds. Any funds contributed for transportation improvements shall be subject to annual inflationary adjustments from the date of approval of this Proffer Condition Amendment request utilizing the Consumer Price Index-Urban ("CPI-U").

MISCELLANEOUS

25. Advance Density Credit. Advanced density credit is reserved consistent with the provisions of the Fairfax County Zoning Ordinance, for all eligible dedications described herein or as may be required by Fairfax County or VDOT pursuant to the PFM, at the time of site plan approval for the Property.

26. Utility Locations. To the extent possible and as permitted by the applicable utilities companies, the Applicant shall place all utilities serving the Property underground. Upon request by the Applicant, the Zoning Administrator may waive/modify the requirement to place utilities underground without approval of a PCA upon a determination that such requirement (a) is infeasible or impractical or (b) would require the Applicant to secure easements or consents from third-parties that, despite having been diligently pursued by the Applicant, are not available.

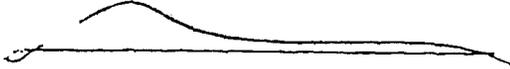
27. Severability. Pursuant to Section 18-204 of the Zoning Ordinance, any portion of the Property may be the subject of a PCA, FDPA, FDP, SE or Special Permit ("SP") without joinder and/or consent of the owners of the adjacent Properties, provided that such PCA, FDPA, FDP, SE or SP does not materially adversely affect the other Properties. Previously approved zoning applications applicable to the balance of the Property that is not the subject of such a PCA, FDPA, FDP, SE or SP shall otherwise remain in full force and effect.

28. Successors and Assigns. These Proffers will bind and inure to the benefit of the Applicant and his successors and assigns. Each reference to "Applicant" in this proffer

statement shall include within its meaning and shall be binding upon Applicant's successor(s) in interest and/or developer(s) of the site or any portion of the site.

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, and all of which taken together shall constitute but one and the same instrument.

COMMONWEALTH CENTRE INVESTORS, LLC
Owner of Tax Map # 44-1 ((1)) 6, 6B, and 6C

By: 

Barry Howard

Chairman of the Board

COMMONWEALTH CENTRE INVESTORS II, LLC
Owner of Tax Map # 44-1 ((1)) 6D

By: _____

Barry Howard

Chairman of the Board

BOARD OF SUPERVISORS OF FAIRFAX COUNTY, VIRGINIA
A body corporate and politic
Title Owner of Portion of Newbrook Drive

By: A H Griffin

Name: Anthony H. Griffin

Title: Fairfax County Executive



County of Fairfax, Virginia

MEMORANDUM

DATE: September 1, 2015

TO: Barbara C. Berlin, AICP, Director
Zoning Evaluation Division, DPZ

FROM: Denise M. James, Chief *DM James*
Environment and Development Review Branch, DPZ

SUBJECT: Land Use Analysis:
PCA/FDPA 2006-SU-025-02 and CDPA 2006-SU-025;
Regency Centers Acquisition, LLC

This memorandum, prepared by Brenda Cho, includes citations from the Comprehensive Plan that provide guidance for the evaluation of the subject Proffered Condition Amendment (PCA), Conceptual Development Plan Amendment (CDPA), and Final Development Plan Amendment (FDPA) dated February 16, 2015, as revised through August 28, 2015, and the latest proffers dated August 28, 2015. The extent to which the application conforms to the applicable guidance contained in the Comprehensive Plan is noted. Possible solutions to remedy identified issues are suggested.

DESCRIPTION OF THE APPLICATION

The 20.97 acre application site is located on Tax Map Parcel 44-1 ((1)) 6 pt. in the Sully District. The vacant, forested site is bounded by Newbrook Drive, a loop road that connects to Westfields Boulevard near Route 28; a portion of Newbrook Drive has not been constructed yet around the site. The applicant proposes to amend Rezoning/Final Development Plan application (RZ/FDP) 2006-SU-025 to add approximately 186,000 square feet of freestanding retail uses to Land Bays B and C, which comprise the application site. The two land bays were previously approved for 338,400 square feet of office, hotel and retail uses. The site is zoned Planned Development Commercial District (PDC) and Water Supply Protection Overlay District (WS).

LOCATION AND CHARACTER OF THE AREA

The application property is part of a broader rezoning application (RZ/FDP 2006-SU-025), which was approved in October 2007, that covered 100.81 acres with proposed office, hotel and retail uses.

Department of Planning and Zoning
Planning Division
12055 Government Center Parkway, Suite 730
Fairfax, Virginia 22035-5509
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Two office buildings are built to the west of the Newbrook Drive loop. The rest of the site is currently vacant. Across Westfields Blvd, there are office uses, and Flatlick Branch is located to the north.

COMPREHENSIVE PLAN CITATIONS:

Land Use

The Comprehensive Plan Areawide Recommendations for the Dulles Suburban Center may be accessed at:

<http://www.fairfaxcounty.gov/dpz/comprehensiveplan/area3/dulles.pdf>

In the Fairfax County Comprehensive Plan, 2013 Edition, Area III, Dulles Suburban Center, Amended through 7-28-2015, Dulles Suburban Center Land Unit Recommendations, Pages 141 – 146, the Plan, as applied to the application area, states the following:

“Land Use

1. Land Unit J is planned and approved for office, conference center/hotel, industrial/flex and industrial use at an average of .50 FAR except as noted in Land Use Recommendations #6 and #7 below. Future development should be consistent with the character of the existing development. High quality landscaping should be maintained throughout the land unit.

It is desirable that development in this land unit be designed to enhance transit serviceability. This can be achieved by placing buildings closer together or to the road; designing them around plazas; utilizing approaches to bring employees within walking distance of transit facilities or otherwise facilitating transit-oriented development.”

COMPREHENSIVE PLAN MAP: Mixed Uses

LAND USE ANALYSIS

RZ/FDP 2006-SU-025/PCA 78-S-063-5 (Commonwealth Centre Investors, LLC and Commonwealth Centre Investors II, LLC) was approved by the Board of Supervisors (BOS) on October 15, 2007 to delete the application area (100.81 acres) from the original Westfields rezoning application and to rezone the area from the I-3 (Light Intensity Industrial) District to the PDC District for a mixed-use development proposal totaling 1,414,900 square feet in area. Specifically, 1,126,500 square feet of office, 212,000 square feet of –hotel, and 76,400 square feet of retail and other supporting uses were approved at .32 FAR. Four land bays (A – D) were proposed with two additional land bays (E and F) which comprise Newbrook Drive.

On July 13, 2009, the BOS approved PCA/FDPA 2006-SU-025 to amend RZ/FDP 2006-SU-025 to permit options for structured parking in Land Bay A, a freestanding child care facility in Land Bay C, and a child care use within an office building in Land Bay A. There were no changes to the overall development intensity for the site.

On January 13, 2015, the BOS authorized Plan Amendment (PA) 2015-III-DS1 for the application site, which was previously approved for five separate office (with ground floor retail) and secondary use buildings for Land Bays B and C. The authorization directed staff to consider approximately 180,000 square feet of retail uses and to examine impacts on the road network as well as any needed improvements. Additionally, concurrent review of PCA 2006-SU-025-02 was authorized.

On July 23, 2015, the Planning Commission (PC) recommended adoption of the following PA text, which includes editorial changes (outlined in strikethrough and underline) to staff's recommendation:

- “8. Parcel 44-1 ((1)) 6 is consists of approximately 73 acres ~~that is a~~ and is part of the Commonwealth Centre development, located north of the Westfields Boulevard and Newbrook Drive/Park Meadow Drive intersection. Like other property in Land Unit J, this parcel is planned for office, conference center/hotel, industrial/flex and industrial use up to an intensity of .50 FAR.

As an option, retail uses may be appropriate up to an intensity of .20 FAR on 21 acres located north of Westfields Boulevard, within the loop road of Newbrook Drive. The following conditions should be met to implement this option:

- In order to create a sense of place, a network of well-connected public spaces should be provided. Plazas and open spaces should be designed to function as public places for peoples to gather and linger and help to integrate the proposed retail with the existing and planned office uses at Commonwealth Centre.
- The option will either result in fewer peak hour trips than the planned base level uses consistent with ~~with~~ the Performance Criteria for Optional Uses or the development will mitigate negative transportation impacts to Westfields Boulevard and nearby intersections and not degrade the LOS below what it would be with implementation of the base level Plan. If such improvements and proposed mitigations are not possible, intensity should be reduced accordingly.
- The site layout and building design should link the open space to the EQC and stormwater management pond, located to the north of Newbrook Drive, to create a shared amenity area.
- The site layout should provide for connectivity with adjoining properties and connect to the existing pedestrian sidewalk and trail network.”

The Board will consider the Plan Amendment at the September 22, 2015 Public Hearing, which is after this memorandum's publication; however, staff's review of PCA/FDPA 2005-SU-025-02 and CDPA 2006-SU-025 is based on the proposed Plan Amendment, which will enable development of the proposed uses.

The applicant proposes 186,000 square feet of freestanding retail, shopping center and eating establishment uses on 20.97 acres at .20 FAR. A total of six freestanding buildings are proposed, including a large retail sales establishment at 140,000 square feet. The site will have a total of 1,046 parking spaces and 13 loading spaces, and approximately 16% open space will be provided on site. Five full access points to the site are proposed around Newbrook Drive, as well as one restricted (right in and right out) access point.

Along Westfields Blvd, a ten-foot wide shared use asphalt trail is proposed, which will connect to a six-foot wide concrete sidewalk along Newbrook Drive. Crosswalks are also proposed across Newbrook Drive to connect pedestrians to adjacent sites, including the EQC area, which addresses two proposed Plan criteria for retail uses on the application site. Plazas and amenity spaces are also planned along the pedestrian routes, which will be enhanced by specially designed walkways connecting the plaza areas. Scored concrete, plantings, seating, and lighting are key design features of the proposed plazas and walkways, which will help distinguish the public spaces and pedestrian access through the parking area and around the buildings. The proposed dimensions and details shown on Sheets 8 and 9 of the plat permit an engaging and safe pedestrian experience, and a proffer (Proffer 15, Plazas and Linear Open Space, August 28, 2015) further commits the applicant to execute the public spaces as each adjacent building is constructed.

In addition to the proposed Plan Amendment condition regarding public spaces, major planning Objective 26 for the Dulles Suburban Center states the following in the Comprehensive Plan:

26. Ensure the provision of adequate parklands and recreational facilities to meet the needs of the Dulles Suburban Center workforce, residents and visitors. Incorporate active recreation facilities in conjunction with both nonresidential and residential development.

The applicant proposes a passive linear path around Newbrook Drive with amenities such as fitness stations, seating, information kiosks and/or public art, which could serve the nearby existing and future office uses. However, the proposed amenities will not be built until prior to the issuance of the last (to be constructed) building's Non-Residential Use Permit (Non-RUP), though the six-foot wide sidewalk will be built before Building Six's non-RUP is issued (Proffer 15b, Plazas and Linear Open Space, August 28, 2015). The shared use trail along Westfields Blvd is proposed for construction prior to the first building's initial Non-RUP (Proffer 11, Westfields Boulevard Trail, August 28, 2015). A construction timeline for the buildings or phasing plan for the trails and landscaping is not shown on the plat nor identified in the proffers, and the applicant notes that "the sidewalks [along Newbrook Drive] will be constructed concurrent with the property's development (Proffer 21, Pedestrian Circulation System, August 28, 2015). A comprehensive approach to executing the plazas, pedestrian paths and amenities, including landscaping, is recommended in the proffers and CDP; specifically, staff encourages the applicant to consider building the complete linear path and

amenities along Newbrook Drive in tandem since the internal plazas and pedestrian links will be incrementally developed. The proposed Plan Amendment specifies the importance of pedestrian connectivity and open spaces, and a delayed development of these amenities, especially along Newbrook Drive, does not fully address the Plan Amendment recommendation.

Another key component of the proposed Plan Amendment relates to traffic impacts, which states that the retail option “will either result in fewer peak hour trips than the planned base level uses consistent with the Performance Criteria for Optional uses or the development will mitigate transportation impacts to Westfields Boulevard and nearby intersections and not degrade the LOS [level of service] below what it would be with [the base level Plan] implementation...” In the PA 2015-III-DS1 staff report, the road network impact of the proposed retail uses (at 183,000 square feet) was discussed. Staff noted that “the proposed retail development would generate more trips when compared to the currently approved uses.” Specifically, an increase of 5,588 daily trips was calculated versus the approved office, retail and hotel uses (or 63%), and peak hour morning and evening trips would increase by approximately 55%. The applicant proposes off-site road improvements, such as added turn lanes and removal of traffic islands, to improve traffic flow, and staff encourages the applicant to address recommendations from the Fairfax County Department of Transportation (FCDOT) staff to satisfy the proposed Plan Amendment transportation guidance.

CONCLUSION

The applicant proposes to amend RZ/FDP 2006-SU-025 with a concurrent Plan Amendment to replace 338,400 square feet of office, hotel and retail uses with approximately 186,000 square feet of freestanding retail uses to Land Bays B and C, which are two of six total land bays in the original application. Six freestanding retail uses are proposed for the application site, including a large retail sales establishment at 140,000 square feet, which will generate more daily vehicular trips than the previously approved uses on the site. The applicant proposes road improvements to help mitigate traffic impacts. Pedestrian and open space improvements are also proposed to address the Plan Amendment’s emphasis on creating a sense of place through pedestrian connectivity and plazas on the site. A vibrant pedestrian experience and attractive site layout is depicted on the CDP, but the timely execution of the open space and pedestrian improvements is challenged by the current proffer commitments. With additional timing consideration of the proposed open space and pedestrian enhancements, the application would more fully address the pending Comprehensive Plan language.

DMJ: BJC



County of Fairfax, Virginia

MEMORANDUM

DATE: September 11, 2015

TO: Barbara Berlin, Director
Zoning Evaluation Division, Department of Planning & Zoning

FROM: Michael A. Davis, Acting Chief
Site Analysis Section, Department of Transportation

FILE: PCA 2006-SU-025-02; CDPA/FDPA 2006-SU-025-02

SUBJECT: Regency Centers (Commonwealth Centre at Westfields)
Westfields Boulevard / Newbrook Drive
Tax Map: #44-1 ((1)) 6 (part)

The proposed development is located within the Newbrook Drive loop on Land Bays B & C within the Commonwealth Centre site. The property has been previously approved for office, hotel, and retail uses, and a child care facility. The proposal would replace the approved office, hotel and retail development on these land bays with a 140,000 sq. ft. grocery store and a cluster of five smaller buildings, totaling 46,000 sq. ft., for other retail, restaurant, shopping center, and supporting uses.

This department has reviewed the subject application including the CDPA/FDPA dated March 12, 2015, revised through August 28, 2015, and offers the following comments:

- A Traffic Impact Analysis (TIA), dated May 6, 2015 and revised through July 13, 2015, was submitted for the proposed development. On August 12, 2015 the applicant submitted an operational analysis addendum which updated the analysis for the Westfields Boulevard/ Stonecroft Intersection to reflect recent zoning approvals which were not included in the TIA. The applicant has adequately addressed staff comments and the analysis was deemed acceptable.
- The proposed application would complete many of the remaining transportation improvements envisioned with the previous approval for the larger Commonwealth Centre development. These improvements include frontage improvements along Westfields Boulevard, redesigning intersections to improve safety and operations for vehicles and pedestrians, providing pedestrian and bicycle facilities, improving the storage capacity for the left turn lanes at both Newbrook Drive intersections, and completing the Newbrook Drive road network within the Commonwealth Centre development.

The applicant has addressed the concerns raised by staff and we would have no objection to its approval.

cc: Joseph Gorney
MAD/EAI

**DEPARTMENT OF TRANSPORTATION**4975 Alliance Drive
Fairfax, VA 22030Charles A. Kilpatrick, P.E.
COMMISSIONER

September 10, 2015

To: Ms. Barbara Berlin
Director, Zoning Evaluation Division

From: Alex Faghri
Virginia Department of Transportation – Land Development Section

Subject: **PCA/CDPA/FDPA 2006-SU-025-02 – Commonwealth Center at Westfields**

All submittals subsequent to the first submittal shall provide a response letter to the previous VDOT comments. Submittals without comment response letters are considered incomplete and will be returned without review.

VDOT has reviewed the subject application and do not have any objection to its approval.

It must be noted that should there be any changes to classification of Newbrook Drive from a private street to a public maintained roadway provision of all elements of design standards in accordance with the latest edition of VDOT *Road Design Manual* applies. These design standards include, but not limited to:

- Provision of adequate sight distance especially at proposed entrances behind (north of) Building 6,
- Intersection spacing standards,
- Provision of adequate left and right turn storage lanes and taper, and
- Provision of adequate stormwater management.

If you have any questions, please contact me at (703) 259-2414.

Sincerely,

Alex Faghri

cc: Ms. Angela Rodeheaver



County of Fairfax, Virginia

MEMORANDUM

DATE: September 2, 2015

TO: Barbara C. Berlin, Director
Zoning Evaluation Division, DPZ

FROM: Denise M. James, Chief *DMJ*
Environment and Development Review Branch, DPZ

SUBJECT: ENVIRONMENTAL ASSESSMENT for: **PCA 2006-SU-025-02**
CDPA 2006-SU-025
FDPA 2006-SU-025-02

Regency Centers Acquisition, LLC

This memorandum, prepared by John R. Bell, includes citations from the Comprehensive Plan that provide guidance for the evaluation of the above referenced development plans as revised through August 28, 2015. Possible solutions to remedy identified environmental impacts 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 consistency with the environmental recommendations of the Comprehensive Plan is guided by the following citations from the Plan:

In the Fairfax County Comprehensive Plan, 2013 Edition, Policy Plan, Environment, as amended through July 1, 2014, pages 19 and 20:

“Objective 13: Design and construct buildings and associated landscapes to use energy and water resources efficiently and to minimize short- and long-term negative impacts on the environment and building occupants.

Policy a. In consideration of other Policy Plan objectives, encourage the application of energy conservation, water conservation and other green building practices in the design and construction of new development and redevelopment projects. These practices may include, but are not limited to:

Department of Planning and Zoning
Planning Division
12055 Government Center Parkway, Suite 730
Fairfax, Virginia 22035-5509
Phone 703-324-1380
Fax 703-653-0447
www.fairfaxcounty.gov/dpz/



- Environmentally-sensitive siting and construction of development.
- Application of low impact development practices, including minimization of impervious cover (See Policy k under Objective 2 of this section of the *Policy Plan*).
- Optimization of energy performance of structures/energy-efficient design.
- Use of renewable energy resources.
- Use of energy efficient appliances, heating/cooling systems, lighting and/or other products.
- Application of water conservation techniques such as water efficient landscaping and innovative wastewater technologies.
- Reuse of existing building materials for redevelopment projects.
- Recycling/salvage of non-hazardous construction, demolition, and land clearing debris.
- Use of recycled and rapidly renewable building materials.
- Use of building materials and products that originate from nearby sources.
- Reduction of potential indoor air quality problems through measures such as increased ventilation, indoor air testing and use of low-emitting adhesives, sealants, paints/coatings, carpeting and other building materials.

Encourage commitments to implementation of green building practices through certification under established green building rating systems (e.g., the U.S. Green Building Council’s Leadership in Energy and Environmental Design (LEED®) program or other comparable programs with third party certification). Encourage commitments to the attainment of the ENERGY STAR® rating where applicable and to ENERGY STAR qualification for homes. Encourage the inclusion of professionals with green building accreditation on development teams. Encourage commitments to the provision of information to owners of buildings with green building/energy efficiency measures that identifies both the benefits of these measures and their associated maintenance needs. . . .”

In the Fairfax County Comprehensive Plan, Policy Plan, 2013 Edition, Environment section as amended through July 1, 2014, on page 7 through 9, the Plan states:

“Objective 2: Prevent and reduce pollution of surface and groundwater resources. Protect and restore the ecological integrity of streams in Fairfax County. . . .

Policy k. For new development and redevelopment, apply better site design and low impact development 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. . . .
- 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. . . .
- 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. . . .”

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.

Green Building

The proposed development consists of an area which is located within a portion of Land Unit J of the Dulles Suburban Center. The application is a proposed development of approximately 186,000 square feet of retail space. The proposed buildings include a large grocery store accounting for 140,000 square feet and five smaller retail structures with a total area of 46,000 square feet as noted on the tabulations contained in the development plans. The site was previously approved for a mixture of hotel, office and retail space.

The Comprehensive Plan recommends that new development within suburban centers, such as this, be developed in a manner consistent with the green building policy. While the applicant has offered a list of proffers noting apparent commitments to the green building policy, the wording of the current proffers is inconsistent with similar practices as they have been applied elsewhere. As currently structured the proffers include a number of ambiguous statements which make it unclear that a true commitment has been made to the green building policy. Paragraph 16A notes that “the Applicant shall post a “green building escrow,” in the form of cash or a letter of credit from a financial institute acceptable to DPWES as defined in the PFM, in the amount of \$25,000 per building, or \$2 per gross square foot based on the total actual gross floor area for Buildings 1-5 (which is estimated to be approximately \$92,000) **if the Applicant elects to attain LEED Certification for Buildings 1-5 under the current version of the LEED-Campus rating system.**” This first paragraph of the green building proffers raises concerns. It does not note who will determine the ultimate amount of the green building escrow, it only notes the pursuit of green building certification as an option at the sole discretion of the applicant and has noted LEED-Campus as the means to achieve this certification, which is inappropriate for this type of development. The next paragraph goes on to note other options for LEED-Certification, including LEED-NC, LEED-CS and LEED-Retail, all of which could be more readily applied to the proposed development. Subsequent paragraphs are generally consistent with the prototype proffers regarding the proposed uses other than the grocery store; however, as currently written these proffers offer no substantive commitment which could be considered consistent with the recommendations of the Comprehensive Plan recommendations.

Proffer 16B notes proposed green building measures for the grocery store which are generally based on a list of items found in several LEED rating options. The applicant also has included an attachment to the proffers offering a specific list of measures to be achieved as a means of achieving the goals of the Comprehensive Plan for green building measures. While the list is generally consistent with the “Soft Commitment List” prepared by staff for green building proffers or development conditions, the applicant’s version contains a number of variables which were intended to be completed by each applicant in a way that it presents an achievable goal for each statement. For instance, within Exhibit A, dated August 28, 2015, is item #2, “The Applicant shall provide secure bicycle racks and/or storage for XXX [TBD] bicycles within 200 yards of a building entrance.” The normal expectation is that the applicant will

determine the number variable designated as "XXX" prior to the final approval of the proffers. A similar issue can be found within Exhibit A in items #3, #4, #12 and #22.

While the proffers have partially addressed the green building guidance of the Comprehensive Plan, staff feels that the items noted here should be fully addressed in advance of the Planning Commission and Board of Supervisors public hearings for these applications.

Water Quality

The subject property abuts a portion of Flatlick Branch, which is part of the Cub Run watershed. A portion of the subject property is already developed and includes a wet pond and man-made wetland, or bioretention area. Within the area of the proposed new development are a number of landscaped areas, grassy areas and extensive areas of pavement. While the proposed development appears to meet the requirements of the Public Facilities Manual (PFM) with the existing facilities, staff looks upon the proposed development as an opportunity to include additional water quality measures which could be incorporated into the design, such as rain gardens, infiltration swales, filterstrips and porous paver to name a few. The latest design includes none of these measures which are supported by the recommendations of the Comprehensive Plan. Staff continues to encourage the applicant to include one or more of these measures into the proposed design. Any final determination regarding the adequacy of the stormwater management measures for the proposed development will be made by the Department of Public Works and Environmental Services (DPWES).

DMJ: JRB



County of Fairfax, Virginia

MEMORANDUM

DATE: September 8, 2015

TO: Joe Gorney, Senior Staff Coordinator, Planner III
Zoning Evaluation Division, DPZ

FROM: Rachel Habig-Myers, Urban Forester II
Forest Conservation Branch, UFMD

SUBJECT: Commonwealth Centre at Westfields, Lot 6. PCA 2006-SU-025-02

Site Description: The site is located within the Westfields Development of the Bull Run Planning District and consists of 20.97 acres of a larger parcel known as the Commonwealth Centre. The site has no existing structures, but various landscape trees (Siberian elm, blue spruce, black walnut, willow oak, flowering dogwood) are present throughout the site, some of which should be considered for preservation (black walnuts, flowering dogwood, willow oaks and other established landscape trees along Westfields Boulevard), along with many maturing invasive trees and shrubs (Bradford pear, black locust, tree of heaven, multiflora rose, autumn olive) and herbaceous plants (Japanese honeysuckle, mile-a-minute weed, garlic mustard, and Japanese stilt grass).

1. **Comment:** An unidentified dotted line was noted on the plan around trees proposed for preservation, but nothing in the legend designates this line as tree preservation area. The proffers, as most recently written, state that “the tree preservation plan shall provide for the preservation of those areas shown for tree preservation on the CDPA/FDPA, outside of the limits of disturbance” but currently everything is inside the limits of disturbance-unless these dotted lines are meant to designate the tree save area. Nothing is designated for preservation as this point without a clear label.

Recommendation: The dotted line currently shown surrounding 2 proposed tree save areas should be included in the legend, such that the trees are clearly shown to be outside of the limits of disturbance.

2. **Comment:** Current ten year canopy calculations state that 23.8%, also listed in Table 12.12 as 17, 392 ft², of the ten year tree canopy requirement will be met through preservation, but nothing is currently designated on the plan for preservation, so these amounts cannot be verified.

Recommendation: The applicant should clearly label these areas to be preserved on the Existing Vegetation Map, provide the square footage represented therein, and additional urban forestry comments may follow.

Department of Public Works and Environmental Services
Urban Forest Management Division

12055 Government Center Parkway, Suite 518
Fairfax, Virginia 22035-5503

Phone 703-324-1770, TTY: 711, Fax: 703-653-9550

www.fairfaxcounty.gov/dpwes



- 3. Comment:** An existing stone entry wall feature is located within a proposed tree save area. A note on Sheet 4 of 15 of the PCA/CDPA/FDPA indicates that “existing Westfields Blvd stone wall entry feature may be removed or modified with approval of owner”.

Recommendation: As this wall lies within a tree save area, all work required to modify or remove this wall must be conducted by hand. The applicant should provide a proffer stating that the removal/modification of this wall will be accomplished without impacting the trees to be preserved, that all work will be done by hand, and any use of power tools will be limited to small, hand-operated equipment. Any work requiring the use of larger motorized equipment such as, but not limited to, tree transplanting spades, skid loaders, tractors, trucks, stump-grinders, or any accessory or attachment connected to such equipment shall not occur unless approved in writing by the Director of UFMD, or unless the activity has been specifically addressed within the approved tree preservation plan narrative.
- 4. Comment:** General Note 5 on Sheet 2 of 15 is unclear, as it states “the tree preservation plan shall identify trees to be preserved along Westfields Blvd” but no tree preservation plan has been provided with this submission.

Recommendation: Provide a tree preservation plan or change wording of General Note 5 to state that “The CDPA/FDPA and conceptual landscape plan shall identify trees to be preserved along Westfields Blvd.”
- 5. Comment:** Table 12.12 in the Conceptual Development Plan is out of date and doesn’t include proper references to the PFM. Table 12.12 is now called Table 12.10, and doesn’t include information that is also found in Table 12.3-another required component of a tree preservation plan that is currently given as part of Table 12.12.

Recommendation: The applicant should replace the outdated Table 12.12 with properly referenced tables 12.3 and 12.10 as per the PFM.
- 6. Comment:** Currently, the figures denoted in Lines D1 and D17 of Table 12.12 are not consistent, which is unclear.

Recommendation: in Lines D1 and D17 should be the same unless credit is being sought for various canopy multipliers. The applicant should revise the calculations in Table 12.12 to be consistent.
- 7. Comment:** The legend for the Conceptual Landscape Plan on sheet 4 of 15 specifies “ornamental trees” at heights of 10-12 ft, which is incorrect. Additionally, canopy trees are specified at 2.5-3 inch caliper.

Recommendation: Any deciduous ornamental or canopy trees should be specified as 2-3 inches caliper, as per industry standards.
- 8. Comment:** The intent unidentified line surrounding trees proposed for preservation is unclear, but seems to denote the limits of clearing and grading. In the southernmost of these areas, the line is depicted well into the critical root zone of trees to be preserved, and currently more than 10 feet from the maximum building envelope of Building 2, which is excessive.

Recommendation: If the unidentified line surrounding trees proposed for preservation is meant to denote the limits of clearing and grading around tree save areas, the western limit of the southernmost tree save area should be moved to within 10 ft of the proposed maximum



building envelope of Building 2 in order to better preserve the critical root zone of trees proposed for preservation.

- 9. Comment:** The comment response matrix provided in the submission of August 28, 2015 lists possible restriping of Westfields Blvd. to 11 foot lanes under “Transportation Issues” in order to gain more space, and includes an applicant response that “restriping to 11 foot lands is not necessary”. While restriping the lanes might not be necessary for transportation reasons, UFMD feels that restriping the lanes to 11 foot widths on Westfields Blvd would reduce impacts to existing vegetation to be preserved, and is necessary to ensure the long-term health and survival of these trees by reducing impacts on the critical root zones to be anticipated during construction of the additional lane on Westfields Blvd and an accompanying 10 foot walking path.

Recommendation: The applicant should revise the plan to show 11 foot lanes along Westfields Blvd in order to afford better protection to the trees to be preserved.

- 10. Comment:** Tabulations of landscaping materials to be provided and interior parking lot calculations were included with the first submission of this PCA/CDPA/FDPA, but have not been provided with this submission. Without a description of the category, size and number of trees to be provided, there is no indication that 10 year canopy and the required amount of interior parking lot canopy will be met.

Recommendation: The applicant should provide tabulations of category, size, and number of trees to be provided for both 10 year tree canopy and interior parking lot requirements. The trees being counted for both 10 year tree canopy and interior parking lot requirements should also be depicted on the plan.

- 11. Comment:** Proffer 13 B (Page 8) originally stated “All landscaping provided shall be native to the middle Atlantic region to the extent feasible and non-invasive” and has been reworded as such: “All landscaping provided shall be native to the mid-Atlantic region to the extent *available and economically* feasible, and shall be non-invasive...” which is inappropriate.

Recommendation: The phrase “available and economically” should be removed from proffer 13B.

- 12. Comment:** Proffer 14 (Page 8) originally required the option of using compost tea as a viable tree preservation activity, which has been replaced by “bio-char derived from wood and compost amendments”.

Recommendation: Compost tea should be put back in to Proffer 14, in addition to bio-char at the discretion of the applicant.

- 13. Comment:** Proffer 14 C (Page 9) has been changed to include a Professional Landscape Architect in the list of acceptable representatives of the applicant at the tree preservation walk-through meeting, which is not appropriate.

Recommendation: Remove mention of Professional Landscape Architect as a suitable representative of the applicant at the tree preservation walk-through meeting.

14. Comment: Proffer 14 D (Page 9) originally stated that “The applicant shall *strictly* conform to the limits of clearing and grading as shown on the CDPA/FDPA...” but has been reworded to state that “the applicant shall conform to the limits of clearing and grading as shown on the CDPA/FDPA...” rather than which is not suitable.

Recommendation: the word “strictly” should be put back into proffer 14D to ensure adequate protection of trees to be preserved.

15. Comment: Proffer 14 E (Page 10) has been reworded to allow a landscape architect to conduct tree protection site monitoring, which is not appropriate.

Recommendation: Proffer 14 E should be edited to remove mention of a landscape architect serving to provide tree preservation monitoring.

If you have any further questions, please feel free to contact me at 703-324-1770.

RHM/

UFMDID #: 200263

cc: DPZ File

**Department of Public Works and Environmental Services
Land Development Services, Environmental and Site Review Division**

12055 Government Center Parkway, Suite 535

Fairfax, Virginia 22035-5503

Phone 703-324-1720, TTY: 703-324-1877, Fax: 703-324-8359

www.fairfaxcounty.gov/dpwes





County of Fairfax, Virginia

MEMORANDUM

DATE: September 17, 2015

TO: Joe Gorney, Senior Staff Coordinator
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Mohan Bastakoti, P.E., Senior Engineer III 
South Branch
Site Development and Inspections Division
Department of Public Works and Environmental Services

SUBJECT: PCA 2006-SU-025-02, CDPA 2006-SU-025, FDPA 2006-SU-025-02(Regency Centers Acquisition, LLC); 6178-ZONA-009-1, Tax Map #044-1-01-0006; Sully District

We have reviewed the subject application and offer the following stormwater management comments:

Stormwater Management Ordinance Determination #6178-SWOD-001-1 for this site indicates that the multi-phase land-disturbing activities that obtained coverage under the General Permit prior to July 1, 2014, qualifies under the Time Limits on Applicability of Approved Design Criteria ("Time Limits") provisions in SWMO §124-1-11.A. Also The land-disturbing activities that are served by the existing on-site stormwater management facilities that were constructed pursuant to the Site Plan "Commonwealth Center at Westfields", 6178-SP-091-2, as revised, do not change the land-use assumptions (e.g., amount of impervious cover) upon which the existing stormwater management facilities were designed and implemented.

Chesapeake Bay Preservation Ordinance (CBPO)

There is no Resource Protection Area present within the Landbays B and C.

Floodplain

There is no regulated floodplain on the site within the Landbays B and C.

Downstream Drainage Complaints

There is no storm water complaint on file within the property.



Joe Gorney, Staff Coordinator

PCA 2006-SU-025-02, CDPA 2006-SU-025, FDPA 2006-SU-025-02(Regency Centers Acquisition, LLC); 6178-ZONA-009-1

Page 2 of 3

Drainage Diversion

During the development, the natural drainage divide shall be honored. If natural drainage divides cannot be honored, a drainage diversion justification narrative must be provided. The increase and decrease in discharge rates, volumes, and durations of concentrated and non-concentrated Stormwater runoff leaving a development site due to the diverted flow shall not have an adverse impact (e.g., soil erosion; sedimentation; yard, dwelling, building, or private structure flooding; duration of ponding water; inadequate overland relief) on adjacent or downstream properties. PFM 6-0202.2A)

Water Quality Control

Water quality controls must be satisfied for this development (PFM 6-0401.2). According to the applicant, the water quality control requirements of PFM will be satisfied by the existing wet pond#1 approved per site plan 6178-SP-109.

The details of the hydraulic and hydrologic computations will be reviewed during site plan review.

Stormwater Detention

According to the applicant, the detention requirements for this site will be provided by an existing wet pond #1. The details of the hydrologic, hydraulic computations and routing through the facility will be reviewed during site plan review.

Downstream Drainage System

According to the applicant, runoff from this site will be conveyed through adequate storm sewer system to the wet pond #1. The pond will be the point of confluence. The pond discharges to the Flatlick Branch major floodplain where the total drainage area of the Flatlick Branch is greater than 640 acres.

cc: Don Demetrius, Chief, Watershed Projects Evaluation Branch, SPD, DPWES
Fred Rose, Chief, Watershed Planning & Assessment Branch, SPD, DPWES
Shahab Baig, Chief, North Branch, SDID, DPWES
Zoning Application File



FAIRFAX COUNTY PARK AUTHORITY



M E M O R A N D U M

TO: Barbara Berlin, AICP, Director
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Sandy Stallman, AICP, Manager 
Park Planning Branch, PDD

DATE: 12 August 2015

SUBJECT: PCA-CDPA-FDPA 2006-SU-025-02, Regency Centers Acquisition, LLC -
ADDENDUM
Tax Map Number: 44-1((1)) 0006

The Park Authority staff has reviewed the proposed Development Plan dated 06 August 2015 and draft proffers dated 06 August 2015, for the above referenced application. The comments in this memorandum are in addition to those provided in a previous memorandum dated 21 April 2015.

ANALYSIS AND RECOMMENDATIONS

On-site Facilities:

The development plan shows a plaza area and an on-site pedestrian trail system with fitness stations, benches, and landscaping. Overall, the Park Authority staff supports these on-site elements. The Park Authority recommends that the fitness stations be clustered together rather than be distributed along the pedestrian trail if space is available.

Cultural Resources Impact:

Draft Proffer 23 states, "If any grave sites are discovered during construction on the Property, the applicant shall relocate the grave sites(s) in accordance with the Virginia Antiquities Act, §10.1-2300 of the Code of Virginia." In addition to the guidelines set forth in the Act, the Park Authority staff continues to request that all work within 100 feet of that location be stopped, that the Cultural Resource Management and Protection Branch (CRMP) be notified as soon as possible at 703-534-3881 or at Elizabeth.Crowell@fairfaxcounty.gov, and that remains or associated artifacts be left in place and covered with a tarp or plywood to protect them from damage or disturbance until a representative from the CRMP can be sent.

SUMMARY OF RECOMMENDATIONS

The Park Authority recommends the following:

- The Park Authority recommends that the fitness stations be clustered together rather than be distributed along the pedestrian trail if space is available.
- In addition to the language in Draft Proffer 23, the Park Authority staff requests that all work within 100 feet of that location be stopped, that the CRMP be notified, and that remains or associated artifacts be left in place and covered with a tarp or plywood to protect them from damage or disturbance.

Please note the Park Authority would like to review and comment on proffers and development conditions related to park and recreation issues. We request that draft and final proffers and development conditions be submitted to the assigned reviewer noted below for review and comment prior to completion of the staff report and prior to final Board of Supervisors approval.

FCPA Reviewer: Andrea L. Dorlester / Paul Ngo
DPZ Coordinator: Joe Gorney

Copy: Cindy Walsh, Director, Resource Management Division
Joe Gorney, DPZ Coordinator
Chron File
File Copy



FAIRFAX COUNTY PARK AUTHORITY



M E M O R A N D U M

TO: Barbara Berlin, AICP, Director
Zoning Evaluation Division
Department of Planning and Zoning

FROM: Sandy Stallman, AICP, Manager
Park Planning Branch, PDD *SS*

DATE: April 21, 2015

SUBJECT: PCA-CDPA-FDPA 2006-SU-025-02, Regency Centers Acquisition, LLC
Tax Map Number: 44-1((1)) 0006

BACKGROUND

The Park Authority staff has reviewed the proposed Development Plan dated March 12, 2015, for the above referenced application. The Development Plan shows 183,000 square feet of commercial space on a 20.97 acre parcel. The Applicant is proposing to substitute a portion of the approved office and hotel space for a Wegmans Food Market and other complimentary restaurant and retail space.

COMPREHENSIVE PLAN GUIDANCE

The County Comprehensive Plan includes both general and specific guidance regarding parks and resources. The Policy Plan describes the need to mitigate adverse impacts to park and recreation facilities caused by growth and development; it also offers a variety of ways to offset those impacts, including contributions, land dedication, development of facilities, and others (Parks and Recreation, Objective 6, p.8). Resource protection is addressed in multiple objectives, focusing on protection, preservation, and sustainability of resources (Parks and Recreation Objectives 2 and 5, p.5-7).

Finally, text from the Bull Run District chapter of the Great Parks, Great Communities Park Comprehensive Plan echoes recommendations in the Countywide Comprehensive Plan. Specific District chapter recommendations include assessing the property using GIS and pedestrian reconnaissance and conducting a cultural resource survey and mitigation measures if necessary.

ANALYSIS AND RECOMMENDATIONS

Cultural Resources Impact:

The Property was subjected to archival review and has been reviewed previously in June of 2006. The Property contained the Wren-Hutchinson House and Cemetery (VA state site #44FX1096) in the center of the parcel. The cemetery has been relocated, but the applicant should be aware that additional graves may exist. With family cemeteries, burials are often present outside currently known cemetery boundaries. Identification of all graves and burials should be handled in accordance with the Virginia Antiquities Act.

In the event that the Applicant discovers additional human remains or other indicators of human burial, all work within 100 feet of that location must be stopped and the Cultural Resource Management and Protection Branch (CRMPB) must be notified as soon as possible at 703-534-3881 or at Elizabeth.Crowell@fairfaxcounty.gov. Remains or associated artifacts should be left in place – not collected or removed – and covered with a tarp or plywood to protect them from damage or disturbance until a representative from the CRMPB can be sent to identify them. The CRMPB will work with the Virginia Department of Historic Resources to secure a permit for the removal of the remains and associated artifacts as quickly as possible, and provide a scope of work and timeline to the Applicant.

SUMMARY OF RECOMMENDATIONS

This section summarizes the recommendations included in the preceding analysis section. The Park Authority recommends the following:

- If additional graves are discovered, stop all work within 100 feet and notify the Cultural Resource Management and Protection Branch of the Park Authority

Please note the Park Authority would like to review and comment on proffers and development conditions related to park and recreation issues. We request that draft and final proffers and development conditions be submitted to the assigned reviewer noted below for review and comment prior to completion of the staff report and prior to final Board of Supervisors approval.

FCPA Reviewer: Andrea L. Dorlester / Paul Ngo
DPZ Coordinator: Joe Gorney

Copy: Cindy Walsh, Director, Resource Management Division
Liz Crowell, Manager, Cultural Resource Management & Protection Section
Joe Gorney, DPZ Coordinator
Chron File
File Copy



County of Fairfax, Virginia

MEMORANDUM

DATE: April 17, 2015

TO: Joe Gorney
Staff Coordinator, Zoning Evaluation Division
Department of Planning and Zoning

FROM: Laurie Stone
Strategic Planner
Fire and Rescue Department

SUBJECT: Dulles Suburban Center, Land Unit J, Wegmans

REFERENCE: PCA 2006-SU-025-02, CDPA 2006-SU-025, and FDP A 2006-SU-025-02

The Fire and Rescue Department (FRD) is providing the following comments on the referenced application.

Current Fire and Rescue Service Delivery

The proposed Wegmans grocery store is located in the emergency response area of the Chantilly Fire and Rescue Station 15 located in Chantilly, Virginia. The next closest fire station is the West Centreville Fire and Rescue Station 38 located in Centreville, Virginia.

Emergency Response Impact of Proposed Development

The proposed Wegmans will result in a large number of daily shoppers who will travel along Route 28 to access the grocery store. Route 28 is currently a highly travelled roadway with very heavy traffic congestion at peak travel times which is a challenge for emergency responders.

In CY2014, the Chantilly Fire and Rescue Station responded to 2,656 incidents and the West Centreville Fire and Rescue Station responded to 1,690 incidents. The increase in daily population that will be travelling to and shopping at the proposed Wegmans will increase the call volume for both fire stations. Although a projected increase in call volume from one rezoning case may not exceed a fire station's workload capacity, multiple rezoning cases in a station's response area could significantly impact that station's availability and response times to emergency incidents.

Traffic Signal Preemption Equipment for Emergency Responders:

As Fairfax County increases in population density and roadways become more congested, it is a challenge for the FRD to meet emergency response time goals. Therefore, the FRD is aggressively pursuing installation of preemption equipment on traffic signals throughout the county to improve response times to emergency incidents. Traffic preemption also improves civilian and firefighter safety by reducing the potential for accidents at intersections.

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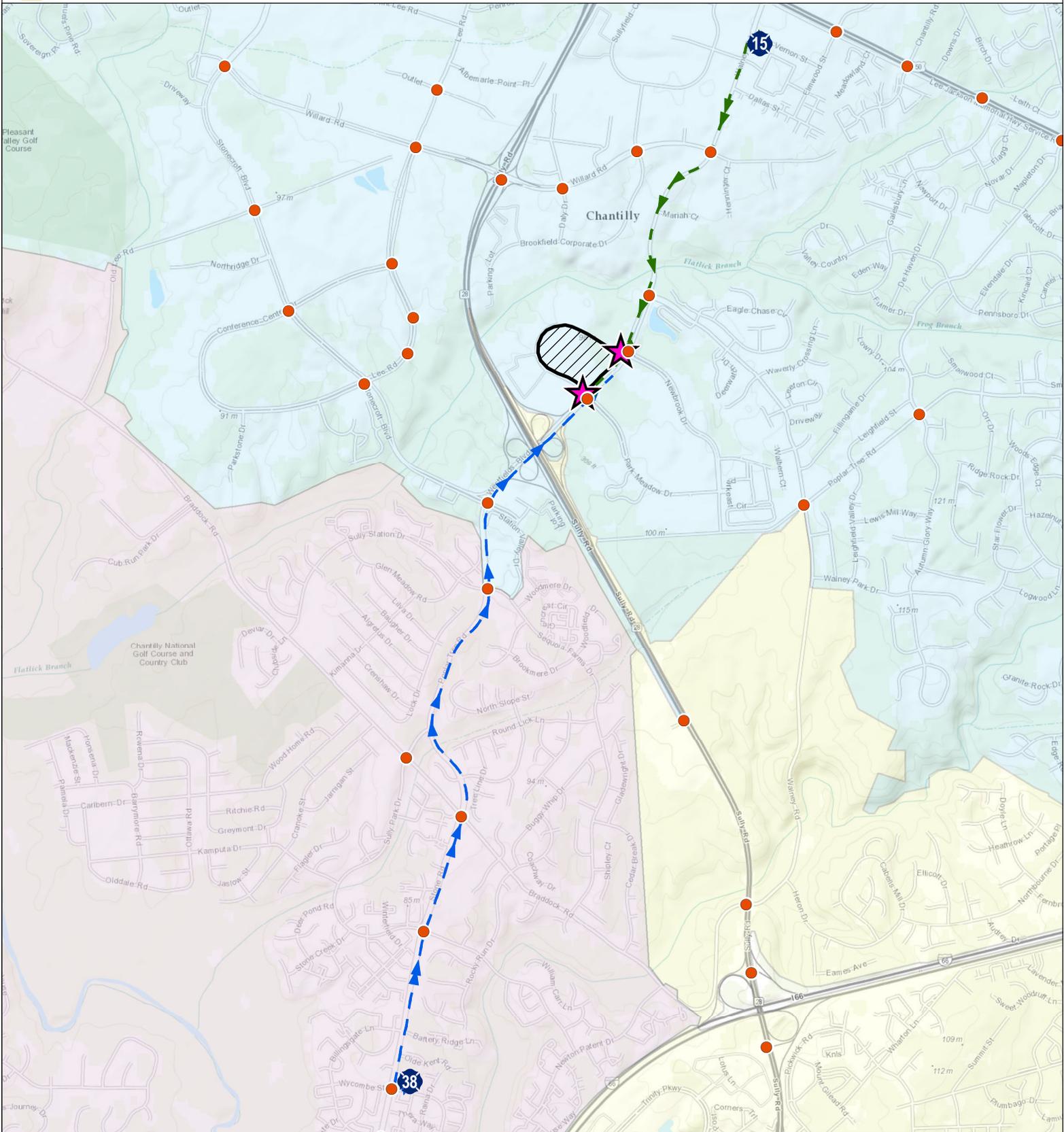
The FRD requests the developer proffer the cost of preemption devices for traffic signals (about \$10K each) located along the travel routes from the two closest fire stations to the proposed development area. The attached map identifies the eight traffic signals needing preemption equipment.

In summary, the proposed Wegmans grocery store will have an impact on emergency services. Although the Chantilly and West Centreville Fire and Rescue Stations can absorb this higher call volume, multiple new developments in the station's coverage area could significantly impact response times to all emergency incidents. Therefore, the FRD is requesting the developer proffer preemption equipment on traffic signals located along the primary travel routes to the proposed development.

Please contact me at 703-246-3889 if you have any questions regarding the comments.



FRD Wegmans Study



-  Access Points
-  Property Boundary
-  Fire Stations
-  VDOT Traffic Signals

-  Route: Station 15 to Access Points
 -  Route: Station 38 to Access Points
- First Due Boundaries

415	438	417
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FRD-GIS. Current as of: 3/4/2015



Routing based on November 2014 street network.

COMPREHENSIVE PLAN EXCERPTS

FAIRFAX COUNTY COMPREHENSIVE PLAN, 2013 Edition, AREA III, Dulles Suburban Center, Amended through 9-22-2015, Dulles Suburban Center Overview:

MAJOR OBJECTIVES

Parks and Recreation

26. Ensure the provision of adequate parklands and recreational facilities to meet the needs of the Dulles Suburban Center workforce, residents and visitors. Incorporate active recreation facilities in conjunction with both nonresidential and residential development. (Page 14)

FAIRFAX COUNTY COMPREHENSIVE PLAN, 2013 Edition, Area III, Dulles Suburban Center, Amended through 9-22-2015, Dulles Suburban Center Land Unit Recommendations:

Land Use

1. Land Unit J is planned and approved for office, conference center/hotel, industrial/flex and industrial use at an average of .50 FAR except as noted in Land Use Recommendations #6 and #7 below. Future development should be consistent with the character of the existing development. High quality landscaping should be maintained throughout the land unit.

It is desirable that development in this land unit be designed to enhance transit serviceability. This can be achieved by placing buildings closer together or to the road; designing them around plazas; utilizing approaches to bring employees within walking distance of transit facilities or otherwise facilitating transit-oriented development. (Page 141)

8. Parcel 44-1((1)) 6 consists of approximately 73 acres and is part of the Commonwealth Centre development, located north of the Westfields Boulevard and Newbrook Drive/ Park Meadow Drive intersection. Like other property in Land Unit J, this parcel is planned for office, conference center/hotel, industrial/flex and industrial use up to an intensity of .50 FAR.

As an option, retail uses may be appropriate up to an intensity of .20 FAR on 21 acres located north of Westfields Boulevard, within the loop road of Newbrook Drive. The following conditions should be met to implement this option:

- In order to create a sense of place, a network of well-connected public spaces should be provided. Plazas and open spaces should be designed to function as

public places for people to gather and linger and help to integrate the proposed retail with the existing and planned office uses at Commonwealth Centre.

- The option will either result in fewer peak hour trips than the planned base level uses consistent with the Performance Criteria for Optional Uses or the development will mitigate negative transportation impacts to Westfields Boulevard and nearby intersections and not degrade the LOS below what it would be with implementation of the base level Plan. If such improvements and proposed mitigations are not possible, intensity should be reduced accordingly.
- The site layout and building design should link the open space to the EQC and stormwater management pond, located to the north of Newbrook Drive, to create a shared amenity area.
- The site layout should provide for connectivity with adjoining properties and connect to the existing pedestrian sidewalk and trail network.
- Drive through uses are discouraged. (Pages 145-146)

ZONING ORDINANCE PROVISIONS

6-201 Purpose and Intent

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

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

6-206 Use Limitations

1. All development shall conform to the standards set forth in Part 1 of Article 16.
2. All uses shall comply with the performance standards set forth in Article 14.
3. When a use presented in Sect. 203 above as a Group or Category use is being considered for approval on a final development plan, the standards set forth in Articles 8 or 9 shall be used as a guide.

When a use presented in Sect. 203 above as a Group or Category use is being considered for approval as a special exception use, pursuant to Sect. 205 above, the use shall be subject to the provisions of Article 9 and the special permit standards of Article 8, if applicable. Provided that such use is in substantial conformance with the approved conceptual development plan and any imposed development conditions or proffered conditions and is not specifically precluded by the approved final development plan, no final development plan amendment shall be required.

In either of the above, all Category 3 medical care facility uses shall be subject to the review procedures presented in Part 3 of Article 9. In addition, a Group 3 home child care facility shall be subject to the plan submission requirements and additional standards set forth in Sect. 8-305.

4. All uses permitted pursuant to the approval of a final development plan shall be in substantial conformance with the approved final development plan as provided for in Sect. 16-403.
5. Secondary uses shall be permitted only in a PDC District which contains one or more principal uses. Unless modified by the Board in conjunction with the approval of a conceptual development plan in order for further implementation of the adopted comprehensive plan, the gross floor area devoted to dwellings as a secondary use shall

not exceed fifty (50) percent of the gross floor area of all principal uses in the development, except that the floor area for affordable and market rate dwelling units which comprise the increased density pursuant to Part 8 of Article 2 shall be excluded from this limitation. The gross floor area of all other secondary uses shall not exceed twenty-five (25) percent of the gross floor area of all principal uses in the development. The floor area for dwellings shall be determined in accordance with the gross floor area definition except the following features shall not be deemed gross floor area: balconies, porches, decks, breezeways, stoops and stairs which may be roofed but which have at least one open side; or breezeways which may be roofed but which have two (2) open ends. An open side or open end shall have no more than fifty (50) percent of the total area between the side(s), roof and floor enclosed with railings, walls, or architectural features.

6. Secondary uses shall be designed so as to maintain and protect the character of adjacent properties, and shall be conducted entirely within an enclosed building, with no outside display, except those uses which by their nature must be conducted outside a building.

7. Service stations, service station/mini-marts and vehicle light service establishments shall be permitted only under the following conditions:

A. Located in a commercial center consisting of not less than three (3) commercial establishments, such commercial establishments to be other than automobile-related.

B. There shall be no vehicle or tool rental and no outdoor storage or display of goods offered for sale, except for the outdoor storage or display of goods permitted at a service station or service station/mini-mart. In addition, no wrecked, inoperative or abandoned vehicles may be temporarily stored outdoors for a period in excess of seventy-two (72) hours and there shall be no more than two (2) such vehicles on site at any one time.

8. Signs shall be permitted only in accordance with the provisions of Article 12, and off-street parking and loading facilities and private streets shall be provided in conformance with the provisions of Article 11.

9. Notwithstanding the provisions of Par. 5 and 6 above, housing for the elderly as a secondary use need not be designed to serve primarily the needs of the residents and occupants of the planned development in which located but shall be designed so as to maintain and protect the character of adjacent properties. The gross floor area devoted to housing for the elderly as a secondary use shall not exceed fifty (50) percent of the gross floor area of all uses in the development.

10. Fast food restaurants shall be permitted only in accordance with the following:

A. Fast food restaurants may be permitted as a secondary use when shown on an approved final development plan, and provided such use is located in a nonresidential structure containing at least one (1) other permitted principal or secondary use, in accordance with the following:

(1) Such fast food restaurants shall be oriented to cater primarily to occupants and/or employees in the structure in which located, or of that structure and adjacent structures in the same building complex which are accessible via a clearly designated pedestrian circulation system; and

(2) Such use(s) shall comprise not more than fifteen (15) percent of the gross floor area of the structure.

B. Fast food restaurants not permitted under the provisions of Par. A above may be permitted as a secondary use by special exception, in accordance with the following:

(1) The structure containing the fast food restaurant shall be designed as an integral component of a building complex, and shall be reviewed for compatibility with the approved PDC development; and

(2) The fast food restaurant shall be safely and conveniently accessible from surrounding uses via a clearly defined pedestrian circulation system which minimizes points of conflict between vehicular and pedestrian traffic. Pedestrian ways shall be prominently identified through design features such as, but not limited to, the use of special pavement treatments for walkways and crosswalks, and/or the use of consistent and distinctive landscaping. Vehicular access to the use shall be provided via the internal circulation system of the building complex, and no separate entrance to the use shall be permitted from any thoroughfare intended to carry through traffic.

11. Kennels and veterinary hospitals shall be located within a completely enclosed building which is adequately soundproofed and constructed so that there will be no emission of odor or noise detrimental to other property in the area. In addition, the Health Department shall approve the construction and operation of all veterinary hospitals prior to issuance of any Building Permit or Non-Residential Use Permit.

12. Drive-through pharmacies shall be permitted only on a lot which is designed to minimize the potential for turning movement conflicts and to facilitate safe and efficient on-site circulation and parking. Adequate parking and stacking spaces for the use shall be provided and located in such a manner as to facilitate safe and convenient vehicle and pedestrian access to all uses on the lot. In addition, signs shall be required to be posted in the vicinity of the stacking area stating the limitations on the use of the window service and/or drive-through lane. Such signs shall not exceed two (2) square feet in area or be located closer than five (5) feet to any lot line.

13. Vehicle transportation service establishments shall be permitted in accordance with the following:

- A. The total number of company vehicles permitted on site at any given time shall not exceed five (5).
- B. There shall be no maintenance or refueling of vehicles on site.
- C. Notwithstanding the provisions of Par. 15 of the Transitional Screening and Barrier Matrix, the use shall be subject to the provisions of Par. 9 of the Matrix.

14. New vehicle storage shall be permitted by right in accordance with the following:

- A. When located within a parking structure that is accessory to another use(s), and provided that the spaces devoted to new vehicle storage are in excess of the minimum number of off-street parking spaces required in accordance with Article 11 for the use(s) to which the structure is accessory. The owner shall submit a parking tabulation in accordance with Article 17 that demonstrates that such excess parking spaces are available for new vehicle storage.
- B. The layout of the new vehicle storage shall not hinder the internal vehicle circulation within the parking structure, and there shall be no mechanical parking lift devices or fencing associated with the new vehicle storage.
- C. There shall be no signs identifying the use and/or the associated vehicle, sale, rental and ancillary service establishment.
- D. Notwithstanding the provisions of Article 13, transitional screening shall not be required.

15. A mini-warehousing establishment shall only be permitted when specifically identified on an approved development plan or in accordance with Sect. 205 above and only in accordance with the following:

- A. Loading and unloading areas shall be located, screened and/or fully enclosed as required to minimize the potential for adverse impacts on adjacent property. All other activities associated with the use shall be conducted completely indoors in a multiple story structure.
- B. The design of the storage structure shall be office-like in appearance and harmonious in color and design with that of the surrounding development so to minimize any adverse visual impact.
- C. No individual storage bay door or storage items shall be visible from the outside of the storage structure.

D. The site shall be designed to facilitate safe and efficient on-site circulation and parking.

E. Signage shall be in scale and harmony with the surrounding development so not to detract from the character of the area.

F. There shall be no incidental parking or storage of trucks, trailers, and/or moving vans except for purposes of loading and unloading. There shall be no truck, trailer, and/or van rentals conducted from the site.

6-207 Lot Size Requirements

1. Minimum district size: No land shall be classified in the PDC District unless the Board finds that the proposed development meets at least one (1) of the following conditions:

A. The proposed development will yield a minimum of 100,000 square feet of gross floor area.

B. The proposed development will be a logical extension of an existing P District, in which case it must yield a minimum of 40,000 square feet of gross floor area.

C. The proposed development is located within an area designated as a Community Business Center in the adopted comprehensive plan or is in a Commercial Revitalization District and a final development plan is submitted and approved concurrently with the conceptual development plan for the proposed development. The conceptual and final development plan shall specify the uses and gross floor area for the proposed development and shall provide site and building designs that will complement existing and planned development by incorporating high standards of urban design, to include provision for any specific urban design plans for the area and for pedestrian movement and access.

2. Minimum lot area: No requirement for each use or building, provided that a privacy yard, having a minimum area of 200 square feet, shall be provided on each single family attached dwelling unit lot, unless waived by the Board in conjunction with the approval of a development plan.

3. Minimum lot width: No requirement for each use or building.

6-208 Bulk Regulations

1. Maximum building height: Controlled by the standards set forth in Part 1 of Article 16.

2. Minimum yard requirements: Controlled by the standards set forth in Part 1 of Article 16.

3. Maximum floor area ratio: 1.5, which may be increased by the Board, in its sole discretion, up to a maximum of 2.5 in accordance with and when the conceptual and final development plans include one or more of the following:

A. More open space than the minimum required by Sect. 209 below - Not more than 2% for each additional 1% of the gross area provided in open space.

B. Unique design features and amenities within the planned development which require unusually high development costs and which achieve an especially attractive and desirable development, such as, but not limited to, terraces, sculpture, reflecting pools and fountains - As determined by the Board in each instance, but not to exceed 35%.

C. Below-surface off-street parking facilities - Not more than 5% for each 20% of the required number of parking spaces to be provided.

D. Above-surface off-street parking facilities within an enclosed building or structure - Not more than 3% for each 20% of the required number of parking spaces to be provided.

The maximum floor area ratio permitted by this Part shall exclude the floor area for affordable and bonus market rate dwelling units provided in accordance with Part 8 of Article 2 and the floor area for proffered bonus market rate units and/or bonus floor area, any of which is associated with the provision of workforce dwelling units, as applicable.

6-209 Open Space

1. 15% of the gross area shall be open space.

2. In a PDC development where dwelling units are proposed as a secondary use, as part of the open space to be provided in accordance with the provisions of Par. 1 above, there shall be a requirement to provide recreational facilities for the enjoyment of the residents of the dwelling units. The provision of such facilities shall be subject to the provisions of Sect. 16-404 and such requirement shall be based on a minimum expenditure of \$1700 per dwelling unit for such facilities and either:

A. The facilities shall be provided on-site by the developer in substantial conformance with the approved final development plan. In the administration of this provision, credit shall be considered where there is a plan to provide common recreational facilities for the residents of the dwelling units and the occupants of the principal uses, and/or

B. The Board may approve the provision of the facilities located on property which is not part of the subject PDC District.

Notwithstanding the above, in affordable dwelling unit developments, the requirement for a per dwelling unit expenditure shall not apply to affordable dwelling units.

9-533 Additional Standards for Retail Sales Establishments - Large

In the C-6, C-7, C-8, C-9, PDC, PRC and PTC Districts, the Board may approve a special exception to allow a retail sales establishment containing 80,000 square feet or more of gross floor area which is not otherwise permitted by right subject to the following standards:

1. The Board shall determine that a retail sales establishment-large will be compatible with and not adversely impact adjacent properties and the local area road system. The Board may impose such conditions and restrictions which it may deem necessary to ensure compatibility and to mitigate adverse impacts, which may include, but not be limited to the following:

- A. Hours of operation and other operational restrictions;
- B. Site development or design standards; and
- C. Transitional screening and landscaping requirements.

2. The Board shall determine that parking as required by Article 11 is provided and is designed in such a manner as to minimize impacts on adjacent properties through the use of methods which may include, but are not limited to, structured parking, location and distribution of parking, and landscaping techniques. All required parking shall be provided on-site.

3. Such use shall be designed so that pedestrian and bicycle circulation is coordinated on-site and on adjacent properties for the purpose of maximizing ease of inter-parcel and intra-parcel movement.

4. Such use shall be designed to provide safe and convenient access, to minimize any potential conflicts between service and delivery vehicles, passenger vehicles and pedestrian traffic.

5. Such use shall be designed in such a manner as to minimize noise from impacting adjacent properties.

6. Outdoor lighting associated with such uses shall be designed to minimize the impacts of glare, light trespass and overlighting and to promote a safe and secure environment for pedestrian and vehicular traffic; such lighting shall be subject to the provisions of Part 9 of Article 14.

7. The structures shall be designed to protect the character of the neighborhood in which located through the use of architectural design and site design methods. The layout and architecture shall be designed in such a manner that reduces monotonous effects and impacts caused by building bulk through the use of techniques that may include, but are not limited to, variations in roof lines, variations in building setbacks, landscaping and by enhanced architectural treatments to all sides of a building. In cases where there is a significant contrast in topography between the subject property and adjacent properties, appropriate mitigation methods, such as screening, shall be considered in order to mitigate potential noise and/or visual impacts. All rooftop mechanical structures shall be screened or fully enclosed within a structure so they are not visible from the ground level of adjacent properties.

8. All business, service, storage, and display of goods shall be conducted within a completely enclosed building, and all refuse shall be contained in completely enclosed facilities, with the exception of outdoor seating, service, storage and display that is clearly subordinate to the retail sales use and which may be allowed subject to the following conditions:

A. The area and extent of all outdoor seating areas and outdoor areas for the service, storage and display of goods shall be designated on the approved plat. The Board may condition the location, size and extent of any such areas or associated structures. No such storage, display or sales area shall be located in any required minimum yard.

B. All outdoor service, storage and display, with the exception of outdoor seating, and up to 250 square feet of display area, shall be fully screened using structures and materials and design elements that are compatible with those used in the principal structure. Screening methods shall include solid fences, walls, berms, evergreen hedges or a fence, wall, berm and/or landscaping combination.

9. All signs shall be in scale and harmony with the development and shall be located and sized as to ensure convenience to the visitor, user or occupant while not adding to street clutter or detracting from the character of the surrounding properties.

10. Notwithstanding Par. 8 above, in the PTC District outdoor activities shall be limited to outdoor seating.

16-101 General Standards

A rezoning application or development plan amendment application may only be approved for a planned development under the provisions of Article 6 if the planned development satisfies the following general standards:

1. The planned development shall substantially conform to the adopted comprehensive plan with respect to type, character, intensity of use and public facilities. Planned developments shall not exceed the density or intensity permitted by the adopted

comprehensive plan, except as expressly permitted under the applicable density or intensity bonus provisions.

2. The planned development shall be of such design that it will result in a development achieving the stated purpose and intent of the planned development district more than would development under a conventional zoning district.

3. The planned development shall efficiently utilize the available land, and shall protect and preserve to the extent possible all scenic assets and natural features such as trees, streams and topographic features.

4. The planned development shall be designed to prevent substantial injury to the use and value of existing surrounding development, and shall not hinder, deter or impede development of surrounding undeveloped properties in accordance with the adopted comprehensive plan.

5. The planned development shall be located in an area in which transportation, police and fire protection, other public facilities and public utilities, including sewerage, are or will be available and adequate for the uses proposed; provided, however, that the applicant may make provision for such facilities or utilities which are not presently available.

6. The planned development shall provide coordinated linkages among internal facilities and services as well as connections to major external facilities and services at a scale appropriate to the development.

16-102 Design Standards

Whereas it is the intent to allow flexibility in the design of all planned developments, it is deemed necessary to establish design standards by which to review rezoning applications, development plans, conceptual development plans, final development plans, PRC plans, site plans and subdivision plats. Therefore, the following design standards shall apply:

1. In order to complement development on adjacent properties, at all peripheral boundaries of the PDH, PRM, PDC, PRC Districts the bulk regulations and landscaping and screening provisions shall generally conform to the provisions of that conventional zoning district which most closely characterizes the particular type of development under consideration. In the PTC District, such provisions shall only have general applicability and only at the periphery of the Tysons Corner Urban Center, as designated in the adopted comprehensive plan.

2. Other than those regulations specifically set forth in Article 6 for a particular P district, the open space, off-street parking, loading, sign and all other similar regulations set forth in this Ordinance shall have general application in all planned developments.

3. Streets and driveways shall be designed to generally conform to the provisions set forth in this Ordinance and all other County ordinances and regulations controlling same, and where applicable, street systems shall be designed to afford convenient access to mass transportation facilities. In addition, a network of trails and sidewalks shall be coordinated to provide access to recreational amenities, open space, public facilities, vehicular access routes, and mass transportation facilities.

2-506 Structures Excluded From Maximum Height Regulations

1. The height limitations of this Ordinance shall not apply to accessory structures or uses such as barns, silos, chimneys, spires, cupolas, gables, penthouses, scenery lofts, domes, flagpoles, purple martin birdhouses, flues, monuments, television antennas, water towers, water tanks, smoke-stacks, or other similar roof structures and mechanical appurtenances; provided, however:

A. No such structure when located on a building roof shall occupy an area greater than twenty-five (25) percent of the total roof area.

B. No such structure shall be used for any purpose other than a use incidental to the main use of the building.

C. Air-conditioning units on building roofs shall not be excluded from the maximum height regulations, unless the units are located in a penthouse or are completely screened on all four sides, such penthouse or screening to be an integral architectural design element of the building.

D. No such freestanding structure shall be located except in strict accordance with the provisions of Part 1 of Article 10.

2. A parapet wall, cornice or similar projection may exceed the height limit established for a given zoning district by not more than three (3) feet, but such projection shall not extend more than three (3) feet above the roof level of any building.

3. Rooftop guardrails required by the Virginia Uniform Statewide Building Code for safety reasons shall be excluded from building height.

GLOSSARY

This Glossary is provided to assist the public in understanding the staff evaluation and analysis of development proposals. It should not be construed as representing legal definitions. Refer to the Fairfax County Zoning Ordinance, Comprehensive Plan, or Public Facilities Manual for additional information.

ABANDONMENT: Refers to road or street abandonment, an action taken by the Board of Supervisors, usually through the public hearing process, to abolish the public's right-of-passage over a road or road right-of way. Upon abandonment, the right-of-way automatically reverts to the underlying fee owners. If the fee to the owner is unknown, Virginia law presumes that fee to the roadbed rests with the adjacent property owners if there is no evidence to the contrary.

ACCESSORY DWELLING UNIT (OR APARTMENT): A secondary dwelling unit established in conjunction with and clearly subordinate to a single family detached dwelling unit. An accessory dwelling unit may be allowed if a special permit is granted by the Board of Zoning Appeals (BZA). Refer to Sect. 8-918 of the Zoning Ordinance.

AFFORDABLE DWELLING UNIT (ADU) DEVELOPMENT: Residential development to assist in the provision of affordable housing for persons of low and moderate income in accordance with the affordable dwelling unit program and in accordance with Zoning Ordinance regulations. Residential development which provides affordable dwelling units may result in a density bonus (see below) permitting the construction of additional housing units. See Part 8 of Article 2 of the Zoning Ordinance.

AGRICULTURAL AND FORESTAL DISTRICTS: A land use classification created under Chapter 114 or 115 of the Fairfax County Code for the purpose of qualifying landowners who wish to retain their property for agricultural or forestal use for use/value taxation pursuant to Chapter 58 of the Fairfax County Code.

BARRIER: A wall, fence, earthen berm, or plant materials which may be used to provide a physical separation between land uses. Refer to Article 13 of the Zoning Ordinance for specific barrier requirements.

BEST MANAGEMENT PRACTICES (BMPs): Stormwater management techniques or land use practices that are determined to be the most effective, practicable means of preventing and/or reducing the amount of pollution generated by nonpoint sources in order to improve water quality.

BUFFER: Graduated mix of land uses, building heights or intensities designed to mitigate potential conflicts between different types or intensities of land uses; may also provide for a transition between uses. A landscaped buffer may be an area of open, undeveloped land and may include a combination of fences, walls, berms, open space and/or landscape plantings. A buffer is not necessarily coincident with transitional screening.

CHESAPEAKE BAY PRESERVATION ORDINANCE: Regulations which the State has mandated must be adopted to protect the Chesapeake Bay and its tributaries. These regulations must be incorporated into the comprehensive plans, zoning ordinances and subdivision ordinances of the affected localities. Refer to Chesapeake Bay Preservation Act, Va. Code Section 10.1-2100 et seq and VR 173-02-01, Chesapeake Bay Preservation Area Designation and Management Regulations.

CLUSTER DEVELOPMENT: Residential development in which the lots are clustered on a portion of a site so that significant environmental/historical/cultural resources may be preserved or recreational amenities provided. While smaller lot sizes are permitted in a cluster subdivision to preserve open space, the overall density cannot exceed that permitted by the applicable zoning district. See Sect. 2-421 and Sect. 9-615 of the Zoning Ordinance.

COUNTY 2232 REVIEW PROCESS: A public hearing process pursuant to Sect. 15.2-2232 (Formerly Sect. 15.1-456) of the Virginia Code which is used to determine if a proposed public facility not shown on the adopted Comprehensive Plan is in substantial accord with the plan. Specifically, this process is used to determine if the general or approximate location, character and extent of a proposed facility is in substantial accord with the Plan.

dba: The momentary magnitude of sound weighted to approximate the sensitivity of the human ear to certain frequencies; the dba value describes a sound at a given instant, a maximum sound level or a steady state value. See also Ldn.

DENSITY: Number of dwelling units (du) divided by the gross acreage (ac) of a site being developed in residential use; or, the number of dwelling units per acre (du/ac) except in the PRC District when density refers to the number of persons per acre.

DENSITY BONUS: An increase in the density otherwise allowed in a given zoning district which may be granted under specific provisions of the Zoning Ordinance when a developer provides excess open space, recreation facilities, or affordable dwelling units (ADUs), etc.

DEVELOPMENT CONDITIONS: Terms or conditions imposed on a development by the Board of Supervisors (BOS) or the Board of Zoning Appeals (BZA) in connection with approval of a special exception, special permit or variance application or rezoning application in a "P" district. Conditions may be imposed to mitigate adverse impacts associated with a development as well as secure compliance with the Zoning Ordinance and/or conformance with the Comprehensive Plan. For example, development conditions may regulate hours of operation, number of employees, height of buildings, and intensity of development.

DEVELOPMENT PLAN: A graphic representation which depicts the nature and character of the development proposed for a specific land area: information such as topography, location and size of proposed structures, location of streets trails, utilities, and storm drainage are generally included on a development plan. A development plan is a submission requirement for rezoning to the PRC District. A GENERALIZED DEVELOPMENT PLAN (GDP) is a submission requirement for a rezoning application for all conventional zoning districts other than a P District. A development plan submitted in connection with a special exception (SE) or special permit (SP) is generally referred to as an SE or SP plat. A CONCEPTUAL DEVELOPMENT PLAN (CDP) is a submission requirement when filing a rezoning application for a P District other than the PRC District; a CDP characterizes in a general way the planned development of the site. A FINAL DEVELOPMENT PLAN (FDP) is a submission requirement following the approval of a conceptual development plan and rezoning application for a P District other than the PRC District; an FDP further details the planned development of the site. See Article 16 of the Zoning Ordinance.

EASEMENT: A right to or interest in property owned by another for a specific and limited purpose. Examples: access easement, utility easement, construction easement, etc. Easements may be for public or private purposes.

ENVIRONMENTAL QUALITY CORRIDORS (EQCs): An open space system designed to link and preserve natural resource areas, provide passive recreation and protect wildlife habitat. The system includes stream valleys, steep slopes and wetlands. For a complete definition of EQCs, refer to the Environmental section of the Policy Plan for Fairfax County contained in Vol. 1 of the Comprehensive Plan.

ERODIBLE SOILS: Soils that wash away easily, especially under conditions where stormwater runoff is inadequately controlled. Silt and sediment are washed into nearby streams, thereby degrading water quality.

FLOODPLAIN: Those land areas in and adjacent to streams and watercourses subject to periodic flooding; usually associated with environmental quality corridors. The 100 year floodplain drains 70 acres or more of land and has a one percent chance of flood occurrence in any given year.

FLOOR AREA RATIO (FAR): An expression of the amount of development intensity (typically, non-residential uses) on a specific parcel of land. FAR is determined by dividing the total square footage of gross floor area of buildings on a site by the total square footage of the site itself.

FUNCTIONAL CLASSIFICATION: A system for classifying roads in terms of the character of service that individual facilities are providing or are intended to provide, ranging from travel mobility to land access. Roadway system functional classification elements include Freeways or Expressways which are limited access highways, Other Principal (or Major) Arterials, Minor Arterials, Collector Streets, and Local Streets. Principal arterials are designed to accommodate travel; access to adjacent properties is discouraged. Minor arterials are designed to serve both through traffic and local trips. Collector roads and streets link local streets and properties with the arterial network. Local streets provide access to adjacent properties.

GEOTECHNICAL REVIEW: An engineering study of the geology and soils of a site which is submitted to determine the suitability of a site for development and recommends construction techniques designed to overcome development on problem soils, e.g., marine clay soils.

HYDROCARBON RUNOFF: Petroleum products, such as motor oil, gasoline or transmission fluid deposited by motor vehicles which are carried into the local storm sewer system with the stormwater runoff, and ultimately, into receiving streams; a major source of non-point source pollution. An oil-grit separator is a common hydrocarbon runoff reduction method.

IMPERVIOUS SURFACE: Any land area covered by buildings or paved with a hard surface such that water cannot seep through the surface into the ground.

INFILL: Development on vacant or underutilized sites within an area which is already mostly developed in an established development pattern or neighborhood.

INTENSITY: The magnitude of development usually measured in such terms as density, floor area ratio, building height, percentage of impervious surface, traffic generation, etc. Intensity is also based on a comparison of the development proposal against environmental constraints or other conditions which determine the carrying capacity of a specific land area to accommodate development without adverse impacts.

Ldn: Day night average sound level. It is the twenty-four hour average sound level expressed in A-weighted decibels; the measurement assigns a "penalty" to night time noise to account for night time sensitivity. Ldn represents the total noise environment which varies over time and correlates with the effects of noise on the public health, safety and welfare.

LEVEL OF SERVICE (LOS): An estimate of the effectiveness of a roadway to carry traffic, usually under anticipated peak traffic conditions. Level of Service efficiency is generally characterized by the letters A through F, with LOS-A describing free flow traffic conditions and LOS-F describing jammed or grid-lock conditions.

MARINE CLAY SOILS: Soils that occur in widespread areas of the County generally east of Interstate 95. Because of the abundance of shrink-swell clays in these soils, they tend to be highly unstable. Many areas of slope failure are evident on natural slopes. Construction on these soils may initiate or accelerate slope movement or slope failure. The shrink-swell soils can cause movement in structures, even in areas of flat topography, from dry to wet seasons resulting in cracked foundations, etc. Also known as slippage soils.

OPEN SPACE: That portion of a site which generally is not covered by buildings, streets, or parking areas. Open space is intended to provide light and air; open space may function as a buffer between land uses or for scenic, environmental, or recreational purposes.

OPEN SPACE EASEMENT: An easement usually granted to the Board of Supervisors which preserves a tract of land in open space for some public benefit in perpetuity or for a specified period of time. Open space easements may be accepted by the Board of Supervisors, upon request of the land owner, after evaluation under criteria established by the Board. See Open Space Land Act, Code of Virginia, Sections 10.1-1700, et seq.

P DISTRICT: A "P" district refers to land that is planned and/or developed as a Planned Development Housing (PDH) District, a Planned Development Commercial (PDC) District or a Planned Residential Community (PRC) District. The PDH, PDC and PRC Zoning Districts are established to encourage innovative and creative design for land development; to provide ample and efficient use of open space; to promote a balance in the mix of land uses, housing types, and intensity of development; and to allow maximum flexibility in order to achieve excellence in physical, social and economic planning and development of a site. Refer to Articles 6 and 16 of the Zoning Ordinance.

PROFFER: A written condition, which, when offered voluntarily by a property owner and accepted by the Board of Supervisors in a rezoning action, becomes a legally binding condition which is in addition to the zoning district regulations applicable to a specific property. Proffers are submitted and signed by an owner prior to the Board of Supervisors public hearing on a rezoning application and run with the land. Once accepted by the Board, proffers may be modified only by a proffered condition amendment (PCA) application or other zoning action of the Board and the hearing process required for a rezoning application applies. See Sect. 15.2-2303 (formerly 15.1-491) of the Code of Virginia.

PUBLIC FACILITIES MANUAL (PFM): A technical text approved by the Board of Supervisors containing guidelines and standards which govern the design and construction of site improvements incorporating applicable Federal, State and County Codes, specific standards of the Virginia Department of Transportation and the County's Department of Public Works and Environmental Services.

RESOURCE MANAGEMENT AREA (RMA): That component of the Chesapeake Bay Preservation Area comprised of lands that, if improperly used or developed, have a potential for causing significant water quality degradation or for diminishing the functional value of the Resource Protection Area. See Fairfax County Code, Ch. 118, Chesapeake Bay Preservation Ordinance.

RESOURCE PROTECTION AREA (RPA): That component of the Chesapeake Bay Preservation Area comprised of lands at or near the shoreline or water's edge that have an intrinsic water quality value due to the ecological and biological processes they perform or are sensitive to impacts which may result in significant degradation of the quality of state waters. In their natural condition, these lands provide for the removal, reduction or assimilation of sediments from runoff entering the Bay and its tributaries, and minimize the adverse effects of human activities on state waters and aquatic resources. New development is generally discouraged in an RPA. See Fairfax County Code, Ch. 118, Chesapeake Bay Preservation Ordinance.

SITE PLAN: A detailed engineering plan, to scale, depicting the development of a parcel of land and containing all information required by Article 17 of the Zoning Ordinance. Generally, submission of a site plan to DPWES for review and approval is required for all residential, commercial and industrial development except for development of single family detached dwellings. The site plan is required to assure that development complies with the Zoning Ordinance.

SPECIAL EXCEPTION (SE) / SPECIAL PERMIT (SP): Uses, which by their nature, can have an undue impact upon

or can be incompatible with other land uses and therefore need a site specific review. After review, such uses may be allowed to locate within given designated zoning districts if appropriate and only under special controls, limitations, and regulations. A special exception is subject to public hearings by the Planning Commission and Board of Supervisors with approval by the Board of Supervisors; a special permit requires a public hearing and approval by the Board of Zoning Appeals. Unlike proffers which are voluntary, the Board of Supervisors or BZA may impose reasonable conditions to assure, for example, compatibility and safety. See Article 8, Special Permits and Article 9, Special Exceptions, of the Zoning Ordinance.

STORMWATER MANAGEMENT: Engineering practices that are incorporated into the design of a development in order to mitigate or abate adverse water quantity and water quality impacts resulting from development. Stormwater management systems are designed to slow down or retain runoff to re-create, as nearly as possible, the pre-development flow conditions.

SUBDIVISION PLAT: The engineering plan for a subdivision of land submitted to DPWES for review and approved pursuant to Chapter 101 of the County Code.

TRANSPORTATION DEMAND MANAGEMENT (TDM): Actions taken to reduce single occupant vehicle automobile trips or actions taken to manage or reduce overall transportation demand in a particular area.

TRANSPORTATION SYSTEM MANAGEMENT (TSM) PROGRAMS: This term is used to describe a full spectrum of actions that may be applied to improve the overall efficiency of the transportation network. TSM programs usually consist of low-cost alternatives to major capital expenditures, and may include parking management measures, ridesharing programs, flexible or staggered work hours, transit promotion or operational improvements to the existing roadway system. TSM includes Transportation Demand Management (TDM) measures as well as H.O.V. use and other strategies associated with the operation of the street and transit systems.

URBAN DESIGN: An aspect of urban or suburban planning that focuses on creating a desirable environment in which to live, work and play. A well-designed urban or suburban environment demonstrates the four generally accepted principles of design: clearly identifiable function for the area; easily understood order; distinctive identity; and visual appeal.

VACATION: Refers to vacation of street or road as an action taken by the Board of Supervisors in order to abolish the public's right-of-passage over a road or road right-of-way dedicated by a plat of subdivision. Upon vacation, title to the road right-of-way transfers by operation of law to the owner(s) of the adjacent properties within the subdivision from whence the road/road right-of-way originated.

VARIANCE: An application to the Board of Zoning Appeals which seeks relief from a specific zoning regulation such as lot width, building height, or minimum yard requirements, among others. A variance may only be granted by the Board of Zoning Appeals through the public hearing process and upon a finding by the BZA that the variance application meets the required Standards for a Variance set forth in Sect. 18-404 of the Zoning Ordinance.

WETLANDS: Land characterized by wetness for a portion of the growing season. Wetlands are generally delineated on the basis of physical characteristics such as soil properties indicative of wetness, the presence of vegetation with an affinity for water, and the presence or evidence of surface wetness or soil saturation. Wetland environments provide water quality improvement benefits and are ecologically valuable. Development activity in wetlands is subject to permitting processes administered by the U.S. Army Corps of Engineers

TIDAL WETLANDS: Vegetated and nonvegetated wetlands as defined in Chapter 116 Wetlands Ordinance of the Fairfax County Code: includes tidal shores and tidally influenced embayments, creeks, and tributaries to the Occoquan and Potomac Rivers. Development activity in tidal wetlands may require approval from the Fairfax County Wetlands Board.

Abbreviations Commonly Used in Staff Reports

A&F	Agricultural & Forestal District	PDH	Planned Development Housing
ADU	Affordable Dwelling Unit	PFM	Public Facilities Manual
ARB	Architectural Review Board	PRC	Planned Residential Community
BMP	Best Management Practices	RC	Residential-Conservation
BOS	Board of Supervisors	RE	Residential Estate
BZA	Board of Zoning Appeals	RMA	Resource Management Area
COG	Council of Governments	RPA	Resource Protection Area
CBC	Community Business Center	RUP	Residential Use Permit
CDP	Conceptual Development Plan	RZ	Rezoning
CRD	Commercial Revitalization District	SE	Special Exception
DOT	Department of Transportation	SEA	Special Exception Amendment
DP	Development Plan	SP	Special Permit
DPWES	Department of Public Works and Environmental Services	TDM	Transportation Demand Management
DPZ	Department of Planning and Zoning	TMA	Transportation Management Association
DU/AC	Dwelling Units Per Acre	TSA	Transit Station Area
EQC	Environmental Quality Corridor	TSM	Transportation System Management
FAR	Floor Area Ratio	UP & DD	Utilities Planning and Design Division, DPWES
FDP	Final Development Plan	VC	Variance
GDP	Generalized Development Plan	VDOT	Virginia Dept. of Transportation
GFA	Gross Floor Area	VPD	Vehicles Per Day
HC	Highway Corridor Overlay District	VPH	Vehicles per Hour
HCD	Housing and Community Development	WMATA	Washington Metropolitan Area Transit Authority
LOS	Level of Service	WS	Water Supply Protection Overlay District
Non-RUP	Non-Residential Use Permit	ZAD	Zoning Administration Division, DPZ
OSDS	Office of Site Development Services, DPWES	ZED	Zoning Evaluation Division, DPZ
PCA	Proffered Condition Amendment	ZPRB	Zoning Permit Review Branch
PD	Planning Division		
PDC	Planned Development Commercial		