

**Proffered Conditions
Sekas Homes, LTD.
RZ 2015-HM-012
November 6, 2015
February 23, 2016
March 31, 2016
April 5, 2016
April 11, 2016
May 5, 2016
May 11, 2016
May 23, 2016
July 6, 2016
July 11, 2016**

Pursuant to Section 15.2-2303(A), Code of Virginia, 1950 as amended, the undersigned Owners and the Applicant, in this rezoning proffer that the development of the parcel under consideration and shown on the Fairfax County Tax Map as Tax Map Reference 17-4((14))1B1 and 2 (hereinafter referred to as the "Property") will be in accordance with the following conditions (the "Proffered Conditions"), if and only if, said rezoning request for the PDH-12 Zoning District is granted. In the event said rezoning request is denied, these Proffered Conditions shall be null and void. The Owners and the Applicant, for themselves, their successors and assigns hereby agree that these Proffered Conditions shall be binding on the future development of the Property unless modified, waived or rescinded in the future by the Board of Supervisors of Fairfax County, Virginia, (hereinafter referred to as the "Board") in accordance with applicable County and State statutory procedures. The Proffered Conditions are:

I. GENERAL

1. Substantial Conformance. Subject to the provisions of Section 18-204 of the Fairfax County Zoning Ordinance (hereinafter referred to as the "Zoning Ordinance"), development of the Property shall be in substantial conformance with the Conceptual Development Plan/Final Development Plan (CDP/FDP), prepared by Land Design Consultants, Inc., dated May, 2015, revised through May, 2016.
2. Maximum Lot Yield. The development shall consist of a maximum of 34 single family attached units and 10 multifamily units.
3. Minor Modifications. Pursuant to Paragraph 5 of Section 18-204 of the Zoning Ordinance, minor modifications to the CDP/FDP, such as, but not limited to locations of utilities, landscaping, minor adjustments of property lines and the general location of dwellings and driveways on the proposed lots may be permitted when it is determined by the Zoning Administrator that such modifications are in substantial conformance with the CDP/FDP and provided that the modifications do not increase the total number of dwelling units, decrease the amount of open space, tree save, or distances to peripheral lot lines, change the points of access to the Property, or alter the limits of clearing and grading as shown on the CDP/FDP.

4. Establishment of Homeowners Association (HOA). Prior to record plat approval, the Applicant shall provide the Department of Public Works and Environmental Services (DPWES) with documentation that the Applicant has established an HOA in accordance with Sect. 2-700 of the Zoning Ordinance. The applicant shall petition Reston Association (RA) for membership. The purpose of the HOA shall be, among other things, establishing the necessary residential covenants governing the use and operation of common open space, provided the same is not maintained by Reston Association, and other facilities of the approved development and to provide a mechanism for ensuring the ability to complete the maintenance obligations and other provisions noted in these proffer conditions, including an estimated budget for such common maintenance items. If the Property is incorporated into Reston Association, maintenance obligations for the uses in the open space may be delegated to RA, if RA accepts those responsibilities. The HOA documents shall also include a commitment that the open space amenities shall be available for use by the development located in the northwest quadrant of Roland Clarke Place and Sunrise Valley Drive (Tax Map 17-4((14))1A1, 2016 edition) if such is approved for townhouse development. The HOA documents shall also include a provision allowing the addition of land area to the association, specifically parcels to the north and to the west.
5. Dedication to HOA. At the time of record plat recordation, the open space and common features/amenities not otherwise conveyed or dedicated to the County shall be dedicated to the HOA and maintained by the same, unless, as described in Proffer 4, maintenance obligations are delegated to RA.
6. Disclosure. Prior to entering into a contract of sale, prospective purchasers shall be notified in writing by the Applicant of the maintenance responsibility for the private roadways, walkways, common area landscaping, stormwater management facilities, and any other open space amenities, and shall acknowledge receipt of this information in writing. The initial deeds of conveyance and HOA governing documents shall expressly contain these disclosures. The location and any applicable restrictions of the gas line and associated easement and information regarding the exact dimensions of the garages with a graphic depicting the area available for parking two cars, bike storage and trash can storage shall also be disclosed per the parameters in this proffer.
7. 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 any trails and/or sidewalks, private streets and public amenity areas as generally shown on the CDP/FDP. Notwithstanding that shown on the CDP/FDP, the proposed public access easement on the eastern portion of the site adjacent to the sidewalk and trail shall extend from the eastern property boundary to the western edge of the internal trail to allow for the construction of a bike or pedestrian facility over the EQC by others. All pedestrian or bicycle facilities not located within right-of-way shall be located within a public access easement.

8. Architectural Design. The architectural design of the dwellings shall be in substantial conformance with the bulk, mass and type and quality of materials and elevations shown on the CDP/FDP. The primary building materials, exclusive of trim shall be limited to brick, stone, cementitious siding, shingles or other similar masonry materials. Minor modifications may be made with the final architectural designs provided such modifications are in substantial conformance with the elevations.
9. Construction. Outdoor construction activity shall be limited to between the hours of 7:00 am and 7:00 pm, Monday through Friday and 8:00 am to 5:00 pm on Saturdays. No outdoor construction activities shall be permitted on Sundays or on federal holidays. The site superintendent shall notify all employees and subcontractors of these hours of operation and shall ensure that the hours of operation are respected by all employee and subcontractors. Construction hours shall be posted on site in both English and Spanish. This proffer applies to the original construction only and not to future additions and renovations by homeowners. All parking of construction vehicles shall occur on the Property. Prior to site plan approval, the telephone number of the site superintendent that will be present on-site during construction shall be provided to the Hunter Mill District Supervisor's Office.
10. Public Space Design Elements. A minimum of one trash receptacles shall be provided for each proposed picnic table. A dog waste station shall be provided along the trail, the exact location to be determined at the time of site plan review.
11. Public Art. The Applicant shall coordinate with IPAR (Initiative for Public Art in Reston) to install and maintain an art or sculpture element, the exact location to be determined at the time of site plan review, that is based on the architecture/design or otherwise commemorates the prior existence of the American Press Institute building on the Property. Additionally, the Applicant shall work with IPAR to allow the installation of public art on the property in the area on the plan labeled "Potential Public Art Display Area" or at another location determined by the Applicant in consultation with IPAR.
12. Pipeline Work. Any work associated with the coating of the existing pipes within the pipeline easement shall be completed prior to the issuance of the first residential use permit with "completed" defined as the grade being re-established and the area seeded.

II. TRANSPORTATION

13. Private Streets. All private streets on the Property shall be constructed in conformance with the Public Facilities Manual ("PFM") and of materials and depth of pavement consistent with the PFM, subject to any design modifications as to pavement and easement width and use of curb, that are approved by the Director of DPWES. The HOA shall be responsible for the maintenance of the onsite private streets and sidewalks. All prospective purchasers shall be advised of this maintenance obligation prior to entering into a contract of sale and said obligation will be disclosed in the HOA documents.

14. Construction Easement. At the time the full section of roadway is provided to the north, the Applicant shall provide the easements and permission needed to allow the "northern road" as shown on the CDP/FDP, to be reconfigured and incorporated as a component of the completed road, with such incorporation, to potentially include the provision of parallel parking spaces in the area of the northern road. Such easements and permission shall be provided at no cost. This proffer shall not require an expansion of the northern road, or any change in its configuration, or relationship to the approved units, as shown on the CDP/FDP and shall not require the dedication of the northern road as a public street. Any re-striping or associated road work shall be performed by others and shall not be a responsibility of the Applicant or the successor HOA.
15. Trail Construction and Maintenance. The applicant shall construct all trails in conformance with what is shown on the CDP/FDP and the Applicant/HOA or designee shall maintain all trails/sidewalks not in right-of-way.

III. ENVIRONMENTAL

16. Noise. At the time of site plan review, the Applicant shall submit a noise study which analyzes the impact of vehicle noise from Sunrise Valley Drive on the Property. If such study shows that the multi-family building (shown as Units 35-44) or Unit 7 along Roland Clarke Place as shown on the CDP/FDP are impacted by noise levels greater than 65 dBA, the Applicant shall provide attenuation measures sufficient to achieve an interior noise level of no greater than DNL 45 dBA and an exterior noise level for outdoor areas, including decks of no greater than 65 dBA.
17. Lighting. Any streetlights on the Property shall conform to the requirements of Part 9 of Article 14 of the Zoning Ordinance and shall be subject to the approval of the Director, DPWES in accordance with the provisions of the Public Facilities Manual. Streetlights shall be consistent in design throughout the property and be of a design and character consistent with the architecture of the dwellings and the street furniture/amenity elements.
18. Green Building Practices. For each new dwelling unit constructed, certification shall be provided in accordance with the National Green Building Standard (NGBS) using the ENERGY STAR® (version 3.0) Qualified Homes path for energy performance or other equivalent program, as demonstrated through documentation submitted to the Environment and Development review Branch of the DPZ and from a home energy rater certified through the Home Innovation Research Labs. Such documentation shall demonstrate that each dwelling unit has attained the certification prior to the issuance of the Residential Use Permit ("RUP") for that dwelling.
19. Universal Design At the time of initial purchase, the following Universal Design options shall be offered to each purchaser at no additional cost: step-less entry from the garage to house or into the front door, main doors on 1st floor level 36" wide, lever door handles instead of knobs, light switches 44"-48" high, thermostats a maximum of 48" high, and/or electrical outlets a minimum of 18" high.

At the time of initial purchase, additional Universal Design options shall be offered to each purchaser at the purchaser's sole cost. These additional options may include, but not be limited to, first floor bedroom and 1st floor bathroom, clear space under the kitchen counters, curb less shower (or shower with a curb of less than 4.5" high), five foot turning radius near 1st floor bathroom commode, grab bars in 1st floor bathroom that are ADA compliant, 1st floor bathroom console sink in lieu of cabinet style-vanity.

20. Landscaping. Landscaping shall be generally consistent with the quality, quantity and the locations shown on the CDP/FDP and shall be non-invasive, predominantly native species. At the time of planting, the minimum caliper for deciduous trees shall be two (2) inches and the minimum height for evergreen trees shall be seven (7) to eight (8) feet, as depicted on the CDP/FDP. Actual types, locations and species of vegetation shall be determined pursuant to more detailed landscape plans submitted at the time of submission of the subdivision plans for review and approval by the Urban Forestry Management Division (UFMD), provided that, to the extent possible, all species are locally common native species. Such landscape plans shall provide tree coverage and species diversity consistent with the PFM criteria, as determined by the Urban Forester. The Applicant reserves the right to make minor modifications to such landscaping to reasonably accommodate utilities and other design considerations, as approved by UFMD, provided such relocated landscaping shall retain a generally equivalent number of plantings as shown on the approved CDP/FDP.
21. Limits of Clearing and Grading. The Applicant shall conform to the limits of clearing and grading as shown on the CDP/FDP, subject to allowances 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 CDP/FDP, they shall be located in the least disruptive manner necessary as determined by the UFMD, DPWES. A replanting plan shall be developed and implemented, subject to approval by the UFMD, DPWES, for any areas protected by the limits of clearing and grading that must be disturbed for such utilities or trails.
22. Tree Preservation. The applicant shall submit a Tree Preservation Plan and Narrative as part of the first and all subsequent site plan submissions. The preservation plan and narrative shall be prepared by a Certified Arborist, a Registered Consulting Arborist or a Professional Landscape Architect, 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 12 inches in diameter and greater (measured at 4 ½ -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) and within 25 feet outside of the proposed limits of clearing and grading and within ten (10) inside the proposed limits of clearing and grading. The tree preservation plan shall provide for the preservation of those areas shown for tree

preservation, those areas outside of the limits of disturbance shown on the CDP/FDP and those additional areas in which trees can be preserved as a result of final engineering. The tree preservation plan and narrative shall include all items specified in PFM 12-0507 and 12-0509. Specific tree preservation activities that will maximize the survivability of any tree identified to be preserved, such as: crown pruning, root pruning, mulching, fertilization, and others as necessary, determined by the certified arborist shall be included in the plan.

23. Tree Preservation Walk-Through. The Applicant shall retain the services of a certified arborist, a Registered Consulting Arborist or a Professional Landscape Architect, 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 or landscape architect or designated representative shall walk the limits of clearing and grading with an UFMD, DPWES, representative to determine where adjustments to the clearing limits can be made to increase the area of tree preservation, increasing the survivability of trees at the edge of the limits of clearing and grading, and such adjustment shall be implemented. 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.
24. Tree Preservation Fencing. All trees shown to be preserved on the tree preservation plan shall be protected by tree protection fence. Tree protection fencing in the form of four (4) foot high, fourteen (14) gauge welded wire attached to six (6) foot 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 is done per the root pruning guidelines contained in these proffers. Fencing shall be erected at the limits of clearing and grading as shown on the demolition, and phase I & II erosion and sediment control sheets.

All tree protection fencing shall be installed after the tree preservation walk-through meeting but prior to any clearing and grading activities, including the demolition of any existing structures. The installation of all tree protection fencing shall be performed under the supervision of a certified arborist or professional landscape architect, and accomplished in a manner that does not harm existing vegetation that is to be preserved. Three (3) days prior to the commencement of any clearing, grading or demolition activities, but subsequent to the installation of the tree protection devices, the UFMD, DPWES, shall be notified and given the opportunity to inspect the site 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 the UFMD, DPWES.

25. Root Pruning. The Applicant shall root prune, as needed to comply with the tree preservation requirements of these proffers. Root pruning shall be clearly identified, labeled, and detailed on the erosion and sediment control sheets of the site plan submission. Root pruning shall be 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 minimum depth of 18 inches.
 - Root pruning shall take place prior to any clearing and grading, or demolition of structures and in conjunction with the installation of all super silt fence being used as tree protection fence.
 - Root pruning shall be conducted with the supervision of a certified arborist.
 - An UFMD, DPWES, representative shall be informed when all root pruning and tree protection fence installation is complete.
26. Site Monitoring. During any clearing or tree/vegetation/structure removal on the Applicant Property, a representative of the Applicant shall be present to monitor the process and ensure that the activities are conducted as conditioned and as approved by the UFMD. The Applicant shall retain the services of a certified arborist, a Registered Consulting Arborist, or a Professional Landscape Architect to monitor all construction and demolition work and tree preservation efforts in order to ensure conformance with all tree preservation development conditions, and UFMD approvals. The monitoring schedule shall be described and detailed in the Landscaping and Tree Preservation Plan, and reviewed and approved by the UFMD, DPWES.
27. Maintenance. The Applicant or HOA shall maintain and replace in-kind all pedestrian realm elements in the right-of-way immediately adjacent to the Property on Roland Clarke Place. The Applicant shall enter into the appropriate agreement, in a form approved by the Office of the County Attorney, with the County (or other public entity, as needed) to permit the Applicant to perform such maintenance. Maintenance commitments shall commence coincidental with the Applicant's streetscape installation and shall include, but not be limited to the following elements if they are located within the ROW:
1. All plantings including trees, shrubs, perennials, and annuals;
 2. All associated irrigation elements;
 3. All hard surfaces;
 4. All streetscape furnishings including benches, bike racks, trash and recycling receptacles and non-standard structures.
28. Streetscape Planting Spaces. Site plans submitted for the respective phases of development shall include a landscape plan for that phase of development as generally shown on the CDP/FDP, subject to review and approval by UFMD. Tree planting spaces proposed in the streetscape and other areas restricted by barriers to root growth shall provide a planter open surface area at least 4 x 4 feet. Where planting spaces at least 8 feet wide cannot be provided, rooting zone width a minimum of 8 feet shall be provided beneath paver surfaces using structural cell technology or other solutions acceptable to UFMD that provide uncompacted soil within the planting space, with

planting sites meeting the following specifications:

- A minimum of 4 feet open surface width and 16 square feet open surface area.
- Rooting area beneath paver surfaces a minimum of 8 feet wide at the narrowest point, taking into consideration sloped sides as may be needed to support adjacent compacted soils to support roadways and pedestrian walkways. Planting space depth shall be 3-4 feet. Paved surfaces over the specified rooting area shall not be dependent upon compacted soil for structural support.
- Soil volume for Category III or IV trees shall be a minimum of 700 cubic feet per tree for single trees. For two trees planted in a contiguous planting area, a total soil volume of at least 1200 cubic feet shall be provided. For three trees or more planted in a contiguous area, the soil volume shall equal at least 500 cubic feet per tree. A contiguous area shall be defined as any area with a soil depth of 3-4 feet, within which lateral root growth is unrestricted.
- Soil in planting sites shall be as specified in planting notes to be included in site plans reviewed and approved by Urban Forest Management.
- Applicant shall contact UFMD at least 3 business days prior to installation of trees, and provide an opportunity for UFMD staff to verify conformance with these requirements.

29. Stormwater Management. The Applicant reserves the right to locate an underground stormwater facility under the proposed lot as shown on the CDP/FDP. The installation/location of such facility shall not alter the limits of clearing and grading as shown on the CDP/FDP and shall be approved by DPWES at the time of site plan review. In the alternative, the Applicant may contribute to an escrow account established by the County for downstream stormwater improvements in lieu of constructing the aforementioned underground storage. This escrow amount shall be calculated based on a pro rata calculation of the Property's downstream stormwater impact. The applicant shall consult with DPWES at the time of site plan review whether a contribution is made and the amount of the same.

IV. CONTRIBUTIONS

30. Parks and Recreation. Pursuant to Section 6-110 of the Zoning Ordinance regarding developed recreational facilities, the Applicant shall provide the recreational facilities to serve the Application Property as shown on the CDP/FDP. Installation of the features and amenities shown on the CDP/FDP shall be deemed to fulfill the requirement of Sect. 6-110. In the event that the nature or extent of the features/amenities are altered so as to not be deemed to fulfill the requirements, the Applicant shall contribute funds in the amount needed to achieve the overall proffered amount of \$1,800 per residential unit to the Fairfax County Park Authority ("FCPA") for off-site recreational facilities and/or athletic field improvements intended to serve the future residents within the Hunter Mill District.

31. Athletic Field/Recreation Contribution. Prior to site plan approval, the Applicant shall contribute \$107,102.00 to the Fairfax County Park Authority for use at off-site recreational facilities intended to serve the future residents of the Hunter Mill District, as determined by the Fairfax County Park Authority in consultation with the Hunter Mill District Supervisor.
32. Public Schools. A contribution of \$11,749 per projected student for the total number of units constructed, based on methodology for calculating the number of students outlined by the Office of Facilities Planning Services, Fairfax County Public Schools, shall be made to the Board of Supervisors for transfer to Fairfax County Public Schools (FCPS) and designated for capital improvements at the public schools serving the development. The contribution shall be made at the time of, or prior to, site plan approval. Following approval of this Application and prior to the Applicant's payment of the amount set forth in this Proffer, if Fairfax County should increase the ratio of students per unit or the amount of the contribution per student, the Applicant shall increase the amount of the contribution for that phase of development to reflect the then-current contribution. In addition, notification shall be given to FCPS when construction is anticipated to commence to assist FCPS by allowing for the timely projection of future students as a part of the Capital Improvement Program.
33. Workforce Dwelling Units ("WDUs"). The Applicant shall provide four (4) WDUs within the multi-family building on the Property to be administered according to the Board of Supervisor's Workforce Dwelling Unit Administrative Policy Guidelines dated October 15, 2007. The four units shall not be located all on the same floor. Half of the units shall be affordable to those whose incomes qualify at 70% of the area median income and the other half of the units shall be affordable to those whose incomes qualify at 100% of the area median income.
34. Reston Road Fund Contribution. Prior to site plan approval or at another time agreed upon with the Zoning Administrator, the Applicant shall contribute on a per dwelling unit basis to the to be established road fund in Reston in accordance with the guidelines when adopted by the Board of Supervisors, as amended. This contribution shall be subject to credit for all creditable expenses as a determined by the Fairfax County Department of Transportation and/or the Department of Public Works and Environmental Services.
35. Metrorail Tax District Buyout for Certain Residential Uses. This Approval will change the use of the Subject Property from one that is subject to an annual special improvement tax payable to the Phase I Dulles Rail Transportation Improvement District (the "District") to one that is not subject to payment of that tax. Pursuant to Virginia Code Ann. §33.2-2107 (2016), the Applicant shall pay to the County \$154,709.48, which is the amount representing the County's estimate of the present value of special improvement taxes that would have been payable to the District had the Subject Property continued as a use subject to payment of that tax. This payment is due to the County from the Applicant within 60 days of the date of this approval. If that payment is not made, then this Approval shall be null and void and of no effect, without further action by the Board of Supervisors. If at some future time, the Subject Property again becomes subject to

payment of the special improvement tax to the District, then a portion of the lump sum payment may be credited towards the payment of subsequent special improvement taxes for the Subject Property in an amount as reasonably determined by the County on a pro rata basis, considering the lapse of time that the Subject Property was not so subject to payment of the special improvement tax.

36. Escalation. All monetary contributions required by these proffers, with the exception of the proffer relating to the public school contribution and the Metrorail Tax Buy-out contribution, shall escalate on a yearly basis from the base year of 2016, and change effective each January 1 thereafter, based on the Consumer Price Index as published by the Bureau of Labor Statistics, the U.S. Department of Labor for the Washington-Baltimore, MD-VA-DC-WV Consolidated Metropolitan Statistical Area (the "CPI"), as permitted by Virginia State Code Section 15.2-2303.3.3.

Successors and Assigns

These proffers shall bind and inure to the benefit of the Applicant and his/her successors and assigns.

Counterparts

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

TITLE OWNERS AND APPLICANTS SIGNATURES TO FOLLOW ON THE NEXT PAGE:

RP 11690 LLC
Title Owner of 174((14))1B1

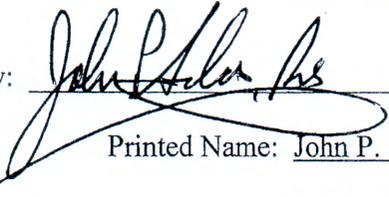
By: Rooney Properties, LLC
Its Manager

By: 

Printed Name: James J. Lee

Title: President

Sekas Homes, LTD

By:  _____

Printed Name: John P. Sekas

Title: President