County of Fairfax, Virginia
Planning Commission Meeting
January 8, 2025
Planning Commission Action

RZ/FDP 2023-PR-00010 CONCURRENT WITH PCA 81-P-069-03 (RZPA 2023-PR-00039) – REDWOOD PROPCO LLC
(Providence District)

PLANNING COMMISSION RECOMMENDATIONS:
On January 8, 2025, the Planning Commission voted 10-0-1 (Commissioner Batchelor-Causey abstained from the vote) to recommend to the Board of Supervisors the following actions:

- Approval of PCA-81-P-069-03;
- Approval of RZ-2023-PR-00010 and its associated CDP, subject to the execution of proffers consistent with those dated December 31, 2024;
- Approval of a waiver of Zoning Ordinance Section 2105, which requires a privacy yard of 200 square feet for each single family attached unit; and
- Approval of a waiver of the private street maximum length of 600 feet of Zoning Ordinance Section 5107.

In a related action, the Planning Commission voted 10-0-1 (Commissioner Batchelor-Causey abstained from the vote) to approve FDP-2023-PR-00010.

ATTACHED DOCUMENTS:
Proffers dated December 31, 2024

CD

PROFFERS

REDWOOD PROPCO LLC
RZ/FDP 2023-PR-00010

December 31, 2024

PREAMBLE

Pursuant to Section 15.2-2303(a) of the Code of Virginia (1950, as amended) and Article 8-8100.2.D of the Zoning Ordinance of Fairfax County (2021, as amended), the property owner and the Applicant, for themselves and their successors and/or assigns (hereinafter referred to as the "Applicant"), hereby proffer that the development of the parcels under consideration and shown on the Fairfax County tax map as Tax Map Numbers 047-4 ((01)) 0005C, 0005D, and 0005E (the "Property") must be in accordance with the following conditions if, and only if, Rezoning/Final Development Plan applications RZ/FDP 2023-PR-000010 (this "Rezoning") are granted. Upon approval, these Proffers will supersede any and all previously approved proffers and development conditions associated with RZ-81-P-069 and subsequent amendments, as they apply to the Property.

GENERAL

1. Conceptual/ Final Development Plan. Any development of the Property must be in substantial conformance with the Conceptual Development Plan ("CDP") and Final Development Plan ("FDP") entitled "Redwood", prepared by VIKA dated January 31, 2024, and revised through November 08, 2024.

2. Elements of CDP. Notwithstanding the fact that the CDP and FDP are presented on the same plan, the elements that are components of the CDP are limited to the perimeter's general points of access peripheral setbacks, the proposed uses, the maximum number of dwelling units, dwelling type, amount, general location and character of urban parkland, minimum amount of open space, the maximum building heights, build-to lines, the grid of streets, and general character and quality of streetscape, and only a future amendment to such elements will require a subsequent Conceptual Development Plan Amendment ("CDPA") and/or Proffered Condition Amendment ("PCA").

3. Minor Modifications. Minor modifications to the CDP/FDP may be permitted when necessitated by final site design or engineering, pursuant to Article 8 of the Zoning Ordinance.

4. Future Applications. Any portion of the Property may be the subject of a Conceptual Development Plan Amendment ("CDPA"), Final Development Plan Amendment ("FDPA"), Proffered Condition Amendment ("PCA"), Rezoning ("RZ"), Special Exception ("SE"), Special Exception Amendment ("SEA"), Special Permit ("SP"), Variance or other zoning action without the joinder and/or consent of the owner(s) of the other land area(s), provided that such application complies with Section 8100.2 of the Zoning Ordinance and Section 15.2-2302 of the Code of Virginia, as applicable. Previously approved proffered conditions or development conditions applicable to a particular portion of the Property that are not the subject of such an application will remain in full force and effect.

5. Model Home Sales Office. The Applicant will be permitted under 4102.8.G of the Zoning Ordinance to use any part, or all, of any unit, as a model home with a sales office.

6. Retaining Walls. The Applicant reserves the right to install additional retaining walls under three feet in height and to modify existing retaining walls on the Application Property, subject to the approval of LDS, without the need for a PCA or CDPA/FDPA if determined necessary at the time of site plan, so long as those existing retaining walls do not become taller in height. The maximum permitted retaining wall height is depicted on the CDP/FDP and must be of high-quality materials to complement the architecture and in general conformance with the retaining wall detail depicted on Sheet C-09 of the CDP/FDP.

7. Maximum Unit Count. The maximum number of units must not exceed 196 single family attached units as stated on the CDP/FDP tabulations sheet.

8. Establishment of Common Owners Association (COA). Prior to issuance of the first Residential Use Permit ("RUP") for the Property, the Applicant will establish a common association in accordance with Virginia law to govern the Property. The COA will include all of the reciprocal easement agreements, or declarations of covenants and agreements dealing with the governance of maintenance and operation of the Property or other governance documents which will legally bind the Property (collectively referred to as the "Governance Documents"). At a minimum, the COA and the owners of each townhouse unit must be members of the Common Association. The respective Governance Documents (including budgets provided in any offering or sale materials) must specify the various proffer and maintenance obligations set forth in these Proffers, including the maintenance of certain streets, retaining walls, stormwater facilities, associated sidewalks and streetscapes, and site amenities such as, but not limited to, the publicly accessible onsite recreation areas. The Governance Documents must disclose that the community open space areas are open to the general public.

9. Disclosure. Prior to entering into a contract of sale, prospective purchasers of any residential units must be provided with a disclosure package that will include a detailed description of how the Project is governed, and the maintenance responsibility for the private roadways, walkways, stormwater management facilities, retaining walls, noise walls (if applicable), common area landscaping and any other open space amenities. The package must also contain a disclosure explaining that the community open space areas are open to the general public. In addition, the applicant will disclose that there is an interparcel access easement granted to the adjacent parcel(s) to the east.

10. Architecture. The architectural design of the proposed buildings must be in substantial conformance with the bulk, mass, proportion and type and quality of materials shown on the CDP/FDP. The primary building material of all facades of all units, including any ADU units (defined below), exclusive of trim, will include primarily high quality materials such as brick, stone, cementitious siding or other similar materials. In addition, any side or rear façade will also be constructed primarily of such high-quality materials as depicted in the CDP/FDP. The location and number of building exterior entrances/stoops are illustrative and will be finalized at the time of final site plan approval. The maximum permitted building height is 50' feet as depicted on the CDP/FDP. Final design of building architecture, landscape design, and public spaces may be permitted, so long as in substantial conformance with the CDP/FDP as described above. Prior to the issuance of the building permit, it will be demonstrated to the satisfaction of Land Development Services (LDS) that the final architectural design is in substantial conformance with the general type, quality and proportion of materials depicted in building perspectives shown on the CDP/FDP and that the colors of the front, side and rear of the units are

varied as shown on the CDP/FDP.

11. Universal Design.

    A. At the time of initial purchase of the units, where construction has not yet started, the Applicant will make available upon request to each purchaser the following Universal Design options at no additional cost:

        i. Blocking for reinforcement of grab bars in accordance with the Fair Housing Accessibility Guidelines.

        ii. Front entrance doors that are a minimum of 36 inches wide.

        iii. Light switches and thermostats a maximum of 48 inches high, as measured from the floor to the bottom of the fixture.

        iv. Lever door handles and faucets instead of knobs.

        v. Electrical outlets a minimum of 15 inches high, as measured from the floor to the bottom of the fixture.

    B. At the time of initial purchase of the units, where construction has not yet started, the Applicant must make available upon request to each purchaser additional Universal Design options at the purchaser's sole cost. These additional options may include, but are not limited to:

        i. A shower with a maximum curb of 2 inches high.

        ii. Clear knee space of 27 inches under the kitchen sink.

        iii. A bathroom on the entry level which meets the accessibility specifications for a Type A bathroom under the Fair Housing Accessibility Guidelines. This will not be construed to require step-less entry from the exterior into the house.

        iv. Grab bars in the bathrooms that are ADA compliant.

        v. Strobe lights as smoke alarms for hearing-impaired residents.

        vi. If shown on the approved site plan, step-less entry from the garage to the house to the extent permitted by the then current edition of the Virginia Statewide Building Code and to the extent lot and site grading conditions allow.

OPEN SPACE, PARKS, ACTIVE RECREATION FACILITIES

12. Amenity Areas. The amenity areas will include elements consistent with the type and quality depicted on the CDP/FDP, which could include but are not limited to seating areas, tables, and chairs and shade structures, grilling areas, sculptures, artificial turf, outdoor fitness areas, open play areas, tot lots, landscaping, and other amenities reflected on the CDP/FDP. These recreation elements may be revised at Site Plan subject to LDS approval. If such elements in substantial conformance with the

CPD/FDP are not permitted by the existing utility easements, a PCA application will be required to offer alternative locations on the site.

13. Publicly Accessible Parks. Parks, trails, and open space shown as publicly accessible on the CDP/FDP for the Property must be located within a public access easement in a form approved by the County Attorney, and recorded among the land records of Fairfax County at time of site plan and will be subject to the review and approval of the Fairfax County Park Authority. Such public access easement must provide for perpetual private maintenance of the publicly accessible outdoor recreation facilities. The applicant reserves the right to set reasonable rules, regulations, and hours of operation for use of all outdoor recreation areas. Park spaces that are open to the public will be open for periods of time consistent with traditional County parks and subject to usual and customary rules and regulations. Signage directing the public to publicly accessible parks will be provided and will state that such areas are open to the public. These amenities area must be provided prior to the first RUP. Publicly accessible open space will be provided in the areas identified delineated and identified as Urban Park on the CDP/FDP and as described below:

    A. Urban Park A. Located on the southwest corner of the site on public street frontage, and approximately 14,747 square feet in size, this space serves as a fitness destination. Includes multiple benches, tables with chairs, fitness equipment, and a bike rack. Artificial turf allows for yoga and various strength classes. Landscaping, including canopy, ornamental trees, and shrubs and groundcover provide buffers from streets, and separate the park's various functional spaces.

    B. Urban Park B. Located in the south east corner of the site on public street frontage, and the largest park within the project property at approximately 29,095 square feet in size. The park is a destination for children and grilling. Includes a play area, tot lot, flex lawns, multiple benches, tables with chairs, shade sales, bike racks, and grills.

    C. Urban Park C. Located in the northeast, internal to the site, this park is approximately 12,703 square feet in size. The park is surrounded by residential units and includes a large, flexible lawn space and a raised bed in the center provides the opportunity for a sculptural art piece to be featured. Includes benches, tables with chairs, and a bike rack.

    D. Urban Park D. Located in the northwest, internal to the site, this park is approximately 11,232 square feet in size. The park serves as a central gathering space for residents of the community with either grilling, or sitting as primary activity. Includes a central raised bed surrounded by custom bench seating, grills, benches, bike rack and tables with chairs.

    E. Urban Park E. Located central to the site, this park is approximately 2,923 square feet in size. Small but thoughtfully designed, the park is a quiet oasis for nearby residents. Includes several benches along with lush landscaping.

14. Private Active Recreation Facilities. Pursuant to the Zoning Ordinance regarding developed recreational facilities, the Applicant must provide the recreational facilities to serve the Property as shown on the CDP/FDP. At the time of site plan review, the Applicant must demonstrate that the value of any proposed recreational amenities are equivalent to a minimum of $2,150 per non-ADU residential unit. In the event it is demonstrated that the proposed facilities do not have sufficient value, prior to the first RUP, the Applicant must contribute funds in the amount needed to achieve

the overall proffered amount of $2,150 per non-ADU 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 Providence District.

TRANSPORTATION

15. Private Streets. The on-site private streets will be constructed in conformance with the Public Facilities Manual (the "PFM") and will be constructed 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 LDS. The COA/HOA Association will be responsible for the maintenance of the on-site private streets. All prospective purchasers will be advised of this maintenance obligation prior to entering into a contract of sale and said obligation will be disclosed in the COA documents.

16. Parking Adjustment. A Parking Adjustment may be requested per Section 6100.6 of the Zoning Ordinance without the need for a PCA/CDPA/FDPA.

17. Public Access Easements. At the time of record plat recordation, the Applicant must 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 all the private streets, sidewalks, trails and open space as shown on the CDP/FDP. Such facilities must be maintained by the COA. This public access will include all sidewalks, trails and open space areas on common property, subject to reasonable rules and regulations provided by the COA. Such public access also includes emergency vehicle access, in a form acceptable to the County Attorney.

18. Bicycle Parking. The Applicant will provide bicycle parking in accordance with Fairfax County Bicycle Parking Guidelines. The final location, quantity, and type of bicycle racks will be determined in consultation with the Fairfax County Department of Transportation Bicycle Coordinator or his/her designee prior to site plan approval.

19. Construction Access. The staging and parking of construction vehicles must occur on the Property, including personal vehicles utilized by construction workers. The hours of outdoor construction must be posted in English and in Spanish. The Applicant must provide the Providence District Supervisor's office with a point of contact for construction related issues. The Applicant must provide an initial response to construction related issues within 24 hours of receiving notice.

20. Garages. Garages will only be used for a purpose that will not interfere with parking vehicles. This restriction must be disclosed in the COA documents. Prospective purchasers will be advised of this use restriction, in writing, prior to entering into a contract of sale. Additionally, information regarding the exact dimensions of the garages with a graphic depicting the area available for the parking will also be disclosed per the parameters in this proffer. The initial deeds of conveyance and COA governing documents will expressly contain these disclosures. A covenant setting forth these restrictions will be recorded among the land records of Fairfax County in a form approved by the Office of the County Attorney prior to the sale of any lots and will run to the benefit of the COA and the Board of Supervisors. Notwithstanding the above, within the model units, the Applicant will be entitled to use these garage spaces for temporary sales offices until these units are sold. Prior to the occupancy of these residential units, the garage spaces must be converted to garage space and will be subject to this proffer.

21. Driveways. All driveways counting towards the parking requirement must be a minimum of 18 feet in length as measured outward from the face of the garage door to the edge of the alleyway to ensure that no vehicles will overhang the alleys.

22. Crosswalks and ADA Curb Ramps. Along the public streets, prior to the issuance of the first RUP on the Property, the Applicant will construct crosswalks as shown on the CDP/FDP, in accordance with VDOT standards. Crosswalks will include ADA-compliant curb ramps. These improvements are subject to VDOT review and approval at site plan.

    On the Property, the Applicant will construct crosswalks as shown on the CDP/FDP. Crosswalks will include ADA-compliant curb ramps.

23. East Pedestrian Access. Prior to the issuance of the first RUP, the applicant will construct an ADA accessible facility located in the southeast corner of the site that connects the 6-foot wide sidewalk along the residential unit labeled #114 on the plan set to the public sidewalk along the Rosehaven Street frontage in order to provide ultimate connectivity to the I-66/Rte 123 trail. To make the connection to the public sidewalk along Rosehaven Street, this improvement is subject to VDOT review and approval.

24. Streetscape. Prior to the issuance of the first RUP, the Applicant will construct the streetscape improvements along the property frontages depicted on the Sheet C-10 CDP/FDP plan including landscape amenity panels and 8 foot wide sidewalks. The applicant will dedicate to the county, at no cost, additional right-of-way necessary to accommodate the ultimate configuration.

25. Arrowhead Drive and Rosehaven Street Restriping. Prior to the issuance of the first RUP, the Applicant will restripe the portions Arrowhead Drive and Rosehaven Street abutting the property as shown on Sheet C-10 of the CDP/FDP. This includes bike lanes (on each side), 11 foot travel lanes, and on-street parking along the south side.

26. Interparcel Connection to the North. Prior to the issuance of the first RUP, the applicant will construct the onsite vehicular interparcel connection as generally shown on the CDP/FDP and will make a good faith effort to coordinate with the adjacent parcel owner(s) to the north (Tax Maps 47-4 ((1)) 1A and 47-3 ((1)) 29B) on its ultimate design and location as well as record any easements required to construct the facility and to provide access between the adjacent properties.

27. Interparcel Access Easement to the East. Prior to site plan approval, the applicant will provide interparcel access easements to the adjacent parcel(s) to the east (Tax Map 47-4 ((1)) 6 and 7) as generally shown on the CDP/FDP as well as construction easements.

28. Electric Vehicle Charging. The Applicant must offer initial purchasers of the units the option, at the purchaser's cost, to install the required electrical panels for electric vehicle charging. For the purposes of this Proffer, "electric vehicle-ready" or "EV-ready" means the provision of a universal space, conduit banks, conduits and access points allowing for the easy installation of a universal electric vehicle charging station in the future, and does not include the installation of transformers, switches, wiring or charging.

    In addition, prior to issuance of the first RUP, two (2) street parking spaces in the common area on

the Property will be installed with at least universal Level 2 electric vehicle ("EV") charging infrastructure. The infrastructure may include credit card devices for charging users. The Applicant will include within site plan and building plan submissions, as applicable, the identification of these parking spaces. In addition, the Applicant will include, within closing documents, disclosure to prospective purchasers the presence of the EV parking spaces in the common area on the Property.

29. Bus Stops. The Applicant will install two ADA compliant bus stops along the Property frontage as depicted in the CDP/FDP prior to issuance of the first RUP. Bus stops will include concrete pads and bench seating.

30. Transportation Demand Management. This Proffer sets forth the programmatic elements of a transportation demand management program that must be implemented by the Applicant, and subsequently, as appropriate, the property owner or Condominium Owners Association (COA), to encourage the use of transit (Metrorail and bus), other high-occupant vehicle commuting modes, walking, biking and teleworking, all in order to reduce automobile trips generated by the residential uses constructed on the Property.

    A. Definitions. For the purposes of this Proffer, "Stabilization" must be deemed to occur one (1) year following issuance of the last initial RUP for the final new building to be constructed on the Subject Property. "Pre-stabilization" must be deemed to occur any time prior to Stabilization.

    B. Transportation Demand Management Plan. The Applicant must be responsible for submitting the Transportation Demand Management Work Plan (the "TDM Work Plan") to FCDOT for approval prior to site plan approval. The proffered elements of the TDM Program as set forth below are more fully described in this plan. It is the intent of this Proffer that the TDM Work Plan will adapt over time to respond to the changing transportation related circumstances of the Subject Property, the surrounding community and the region, as well as to technological and/or other improvements, all with the objective of meeting the trip reduction goals as set forth in these Proffers. Accordingly, modifications, revisions, and supplements to the TDM Work Plan as coordinated with FCDOT can be made without the need for a PCA provided that the TDM Plan continues to reflect the proffered elements of the TDM Program as set forth below.

    C. Transportation Management Association. The Applicant must participate in or otherwise become associated with a larger Transportation Management Association should one be established for this area.

    D. Trip Reduction Goals. The objective of the TDM Plan is to reduce the number of weekday peak hour vehicle trips generated by the residential uses located within the Property through the use of mass transit, ridesharing and other strategies including but not limited to those outlined in the TDM Strategic Plan. In addition, the implementation of enhanced pedestrian and bicycle connections/facilities will provide safe and convenient access to nearby Metrorail and bus facilities thereby encouraging commuting options other than the automobile to residents and visitors to the Property.

        vii. Baseline. The baseline number of weekday peak hour residential vehicle trips for the proposed units within the Property against which the TDM Goals (as defined in subparagraph D.ii) will be measured must be derived upon the number of residential

units site plan approved, constructed and occupied on the Property as part of the proposed development at the time traffic counts are conducted in accordance with subparagraph E.ii, or as qualified below and using the trip generation rates/equations applicable to such residential uses as set forth in the Institute of Transportation Engineers, Trip Generation, 10th Edition for Land Use Code = 220. In the event at Build Out, the Applicant has constructed fewer than residential units as part of the proposed development, then the Baseline Trip generation numbers applicable upon Build Out will be calculated as if the residential units had actually been constructed as reflected in the Traffic Impact Study for the Applicant.

viii. TDM Goal. The TDM strategies will be utilized to reduce the peak hour vehicular trips by a minimum of fifteen percent (15%) for the residential uses.

E. Process of Implementation. The TDM Program must be implemented as follows, provided that modifications, revisions, and supplements to the implementation process as set forth herein as coordinated with FCDOT can be made without requiring a PCA.

i. TDM Program Manager. The applicant must appoint and continuously employ, or cause to be employed, a TDM Program Manager (TPM) for Subject Property/COA. If not previously appointed, the TPM must be appointed by no later than sixty (60) days after the issuance of the first building permit for the first new building to be constructed on the Subject Property. The TPM duties may be part of other duties associated with the appointee. The TPM must notify FCDOT in writing within 10 days of the appointment of the TPM. Thereafter the AG must do the same within ten (10) days of any change in such appointment.

ii. Annual Report and Budget. Every calendar year after the first issuance of RUP, and no later than (January 1), the TPM must submit an Annual Report, based on a report template provided by FCDOT, which may revise the Annual Budget in order to incorporate any new construction on the Subject Property. Any changes to the TDM Plan must be highlighted in this report. The Annual Report and Budget must be reviewed by FCDOT. If FCDOT has not responded with any comments within sixty (60) days after submission, then the Annual Report and Budget will be deemed approved and the program elements will be implemented. If FCDOT responds with comments on the Annual Report and Budget, then the TPM will meet with FCDOT staff within fifteen (15) days of receipt of the County's comments. Thereafter, but in any event, no later than thirty (30) days after the meeting, the TPM must submit such revisions to the program and/or budget as discussed and agreed to with FCDOT and begin implementation of the approved program and fund the approved TDM Budget.

iii. TDM Account. The TPM must establish a separate interest bearing account with a bank or other financial institution qualified to do business in Virginia (the "TDM Account") within 30 days after approval of the TDM Plan and TDM Budget. All interest earned on the principal must remain in the TDM Account and must be used by the TPM for TDM purposes.

iv. TDM Incentive Fund. The "TDM Incentive Fund" is an account into which the building owners, through the TPM, must deposit contributions to fund a multimodal incentive program for initial purchasers/lessees on the Property. Such contributions will be made one time on a building by building basis at the rate of $0.01 per gross square foot of new residential uses to be constructed on the Subject Property and provided prior to the issuance of the first RUP for each individual building. In addition to providing transit incentives, such contributions may also be used for enhancing/providing multimodal facilities within and proximate to the Subject Property.

v. Monitoring. The TPM must verify that the proffered trip reduction goals are being met through the completion of Person Surveys, Vehicular Traffic Counts of residential and/or office uses and/or other such methods as may be reviewed and approved by FCDOT. The results of such Person Surveys and Vehicular Traffic Counts must be provided to FCDOT as part of the Annual Reporting process. Person Surveys and Vehicular Traffic Counts must be conducted for the Subject Property beginning one year following issuance of the final initial RUP for the first new building to be constructed on the Subject Property. Person Surveys must be conducted every three (3) years and Vehicular Traffic Counts must be collected biennially until the results of three consecutive annual traffic counts conducted upon Build Out show that the applicable trip reduction goals for the Subject Property have been met. Any time during which Person Survey response rates do not reach 20%, FCDOT may request additional surveys be conducted the following year. At such time and notwithstanding Paragraph F below, Person Surveys and Vehicular Traffic Counts must thereafter be provided every five (5) years. Notwithstanding the aforementioned, at any time prior to or after Stabilization, FCDOT may suspend such Vehicle Traffic Counts if conditions warrant such.

F. Additional Trip Counts. If an Annual Report indicates that a change has occurred that is significant enough to reasonably call into question whether the applicable vehicle trip reduction goals are continuing to be met, then FCDOT may require the TPM to conduct additional Vehicular Traffic Counts (pursuant to the methodology set forth in the TDM Plan) within 90 days to determine whether in fact such objectives are being met. If any such Vehicular Traffic Counts demonstrate that the applicable vehicle trip reduction goals are not being met, then the TPM must meet with FCDOT to review the TDM strategies in place and to develop modifications to the TDM Plan to address the surplus of trips.

G. Continuing Implementation. The TPM will bear sole responsibility for continuing implementation of the TDM Program and compliance with this Proffer. The TPM must continue to administer the TDM Program in the ordinary course in accordance with this Proffer including submission of Annual Reports.

H. Notice to Owners. All owners of the Subject Property must be advised of the TDM Program set forth in this Proffer. The then current owner must advise all successor owners and/or developers of their funding obligations pursuant to the requirements of this Proffer prior to purchase and the requirements of the TDM Program, including the annual contribution to the TDM Program (as provided herein), must be included in all initial and subsequent purchase documents.

I. Enforcement. If the PM fails to timely submit the Annual Report to FCDOT as required by this Proffer, the County may thereafter issue the PM a notice stating that the PM has violated the terms of this Proffer DC.4.J and providing the PM sixty (60) days after receipt of said notice within which to cure such violation. If after such sixty (60) day period the PM has not submitted the delinquent Annual Report, then, the Applicant and/or U0A/H0A/COA, as applicable, will be subject to a penalty of $50 per day payable to Fairfax County to be used for transit or transportation related improvements in the vicinity of the Property until such time as the report is submitted to FCDOT.

ENVIRONMENTAL

31. Landscape Plan. The CDP/FDP includes a conceptual landscape plan for the Application Property and detail sheets illustrating the plantings and other features to be provided. As part of each site plan submission, the Applicant must submit to Forest Conservation Division (FCON) of LDS for review and approval a detailed landscape plan (the "Landscape Plan), which must be consistent with the quality and quantity of plantings and materials shown on the CDP/FDP. Adjustments to the type and location of vegetation and the design of landscaped areas and streetscape improvements/plantings may be permitted to avoid conflicts with utilities and other site engineering considerations in consultation with the Department of Planning and Department ("DPD"), and as approved by FCON. All landscaping within a public access easement must be installed prior to the issuance of the first RUP on the Application Property, or as determined by FCON for this specific project.

    A. Sustainable Elements. To the extent practicable and consistent with the design of the CDP/FDP, the landscape planting plan and specifications must incorporate sustainable landscape planting techniques.

    B. Native Landscaping. The Landscape Plan must be generally consistent with the quality, quantity and the locations shown on the CDP/FDP and must be non-invasive. The landscaping will be predominantly native species and include a plant selection that includes species that will reduce the need for supplemental watering and the use of chemical fertilizers, herbicides and pesticides. All landscaping provided must be native to the to the mid-Atlantic region to the extent available and feasible, and must be non-invasive (meaning the Applicant must not use any plant species identified in the 2014, or latest version, of the Virginia Invasive Plant Species List published by the Virginia Department of Conservation and Recreation). The Applicant reserves the right, in consultation with and subject to the approval of FCON, to modify the exact species to be used, such as when plant materials are not available or have been deemed by FCON to no longer be appropriate. A limited amount of adaptive species may be allowed, subject to the approval of FCON. Non-invasive seasonal plantings may be permitted.

    C. Tree Space Requirements. For trees counting towards tree cover credit, tree planting spaces proposed in the streetscape and other areas restricted by barriers to root growth must provide a planter open surface area at least 6 x 6 feet. Where minimum planting areas cannot be met and planting spaces at least 8 feet wide cannot be provided, rooting zone width a minimum of 8 feet must be provided beneath paved surfaces using structural cell technology or other solutions acceptable to FCON that provide uncompacted soil within the planting space, with planting sites meeting the following specifications:

i. A minimum of 6 feet open surface width and 36 square feet open surface area.

ii. Rooting area beneath paved surfaces a minimum of 8 feet wide, taking into consideration sloped sides as may be needed to support adjacent compacted soils for roadways and pedestrian walkways. Planting space depth must be 4 feet within four feet of the tree on all sides. Soil depth in areas beyond four feet may be shallower or narrower as long as specified minimum soil volumes are met. Paved surfaces over the specified rooting area must not be dependent upon compacted soil for structural support.

iii. Soil volume for Category III or IV trees (as indicated in Table 12.17 of the Public Facilities Manual) must 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 must be provided. For three trees or more planted in a contiguous area, the soil volume must equal at least 500 cubic feet per tree. A contiguous area must be defined as any area with a soil depth of 3-4 feet, within which lateral root growth is unrestricted.

iv. Soil in planting sites must be as specified in planting notes to be included in site plans reviewed and approved by FCON.

v. The Applicant must contact FCON (703-324-1720) at least 3 business days prior to installation of trees and provide an opportunity for FCON staff to verify conformance with these requirements.

D. HOA Maintenance of Trees on Private Unit Lots. Those trees within individual private unit lots will be maintained by the HOA through a maintenance agreement and maintenance easement as depicted in the CDP/FDP. Trees will be replaced as necessary and maintained in perpetuity.

32. Soil Remediation. Soil in planting areas used to meet canopy coverage credits that contain excessive construction debris and rubble, are compacted or are unsuitable for the long-term survival of landscape plants, may be the subject of remedial action to restore planting areas to satisfy cultural requirements of trees, shrubs and groundcovers specified in the landscape planting plan, with attention to deep soil aeration, the addition of organic matter throughout the soil profile to at least 12 inches, and the addition of organic matter on top of the soil. The Applicant may provide notes and details specifying how the soil will be restored for the establishment and long-term survival of landscape plants for review and approval by FCON.

33. Limits of Clearing and Grading. The Applicant must conform to the limits of clearing and grading generally as shown on the CDP/FDP, as may be modified by final engineering and the tree preservation walk-through. Allowances must be made for encroachments specified in the proffers and for the installation of utilities and/or trails. Utilities and/or trails in areas protected by the limits of clearing and grading must be located in the least disruptive manner necessary as determined by LDS in consultation with the FCON, LDS.

34. Demolition. The demolition of all existing structures and site features within or adjacent to tree preservation areas must be accomplished in the least disruptive manner practical as reviewed and approved by FCON. All tree protection fencing must be in place and verified by a County representative prior to commencement of demolition activities.

35. Stormwater. The Applicant must implement stormwater management techniques to control the quantity and quality of stormwater runoff from the Property in accordance with the Fairfax County Public Facilities Manual, Stormwater Ordinance, and Virginia Department of Environmental Quality (DEQ), as approved by LDS. Stormwater management facilities/Best Management Practices ("BMPs") must be provided as depicted on the CDP/FDP. The Applicant reserves the right to pursue additional or alternative stormwater management measures provided the same are in substantial conformance with the CDP/FDP. However, these alternative measures must not include the purchase of off-site nutrient credit. At the time of site plan the Applicant must demonstrate adequate outfall in accordance with applicable County ordinances. All BMPs must be provided onsite.

    The Applicant will incorporate supplementary on-site water quality strategies including but not limited to manufactured treatment devices such as Jellyfish and Hydodynamic separators and Soil Compost Amendments to treat Landscaped areas of the Property. The final locations of said strategies will be determined at the final site plan.

36. Invasive Plant Species Management. Forested areas containing plant species that are known to be invasive in quantities that threaten the long term health and survival of the existing vegetation present must be the subject of an invasive plant species management plan in order for the area to be awarded full 10-year canopy credit. At the time of site plan submission the applicant must provide a management plan for review and approval by FCON specifying the common and scientific name of invasive species proposed for management, the target area for management efforts, methods of control and disposal of invasive plants, timing of treatments and monitoring, duration of the management program, and potential reforestation as needed.

37. Tree Preservation. The Applicant must submit a Tree Preservation Plan and Narrative with each site plan submission. The Tree Preservation Plan and Narrative must be prepared by a Certified Arborist or a Registered Consulting Arborist and must include elements of the PFM deemed appropriate to the project site as determined by FCON.

38. Tree Preservation Measures. Tree preservation measures will be clearly identified, labeled, and detailed on the Erosion and Sediment Control Plan sheets and Tree Preservation Plan. Tree preservation measures may include, but are not limited to the following: root pruning, crown pruning, mulching, watering, etc. Specifications must be provided on the plan detailing how preservation measures will be implemented. Tree preservation activities must be completed during implementation of Phase 1 of the Erosion and Sediment Control Plan.

39. Tree Preservation Walk-Through. The Applicant must schedule a walk-through meeting with FCON, LDS prior to any site clearing. The Applicant must retain a certified arborist or a Registered Consulting Arborist to flag the limits of clearing and grading prior to the meeting. The Applicant's certified arborist or landscape architect or designated representative must walk the limits of clearing and grading with FCON, LDS, representative to determine where adjustments to the clearing limits could be made to increase the area of tree preservation, and/or where alternative preservation efforts that could save

more trees are more effective. Such agreed upon adjustments must be implemented (no change to the clearing plan will be required).

Dead or dying trees within tree save areas may be removed by hand under the supervision of the project arborist and prior approval from FCON. Any tree so designated may be removed using a chain saw or other method that minimizes disturbance to surrounding live trees and understory vegetation.

40. Project Arborist/Pre-construction Meeting. Prior to the pre-construction meeting the Applicant must have the approved limits of clearing and grading flagged with a continuous line of flagging. The Applicant must retain the services of a Certified Arborist or Registered Consulting Arborist (Project Arborist) to attend the pre-construction meeting to review the limits of clearing and grading with an FCON representative to determine where adjustments to the clearing limits can be made to increase the area of the tree preservation and/or to increase the survivability of trees at the limits of clearing and grading. Such adjustments must be recorded by the Project Arborist and tree protection fencing must be implemented under the Project Arborist's supervision based on these adjustments.

41. Site Monitoring. The Applicant's Project Arborist must be present on-site during implementation of the Phase 1 Erosion and Sediment Control Plan and monitor any construction activities conducted within or adjacent to areas of trees to be preserved. Construction activities include, but may not be limited to clearing, root pruning, tree protection fence installation, vegetation/tree removal, and demolition activities. During implementation of Phase 2 Erosion and Sediment Control Plan, the Project Arborist must visit the site on a regular basis to continue monitoring tree preservation measures and ensure that all activities are conducted as identified in the Tree Preservation Plan and approved by FCON. Written reports must be submitted to FCON and SDID site inspector detailing site visits. A monitoring schedule and Project Arborist reports must be described and detailed in the Tree Preservation Plan.

42. Landscape Planting Pre-installation Meeting. Prior to installation of any plants to meet the requirements of the approved landscape planting plan, the contractor/developer must coordinate a pre-installation meeting on the site with the landscape contractor, FCON staff, and any additional appropriate parties. Any proposed changes to planting locations, tree/shrub planting sizes, and species substitutions shown on the approved plan must be reviewed and must be approved by FCON staff prior to planting. The installation of plants not approved by FCON may require the submission of a revision to the landscape plan or removal and replacement with approved trees/shrubs prior to bond release.

43. Transfer of Tree Preservation Plan Information. As a permittee that will convey ownership of forested areas in common open space to the Homeowners Association, the Applicant must, at the time the COA takes over management of the open space parcels, convey to the COA any long-term tree and forested area management information that was prepared to satisfy tree conservation plan requirements of the subdivision plan. Information must include data collected for the Tree Inventory, updated to note completion of tree preservation activities required by the Tree Preservation Plan approved with the subdivision plan and any additional work performed for preservation and/or maintenance of trees located in common open space.

44. Green Building. In support of energy conservation and green building techniques; the Applicant, in consultation with the Environment Branch of the Department of Planning and Development (DPD), must seek certification for this development from one of the following programs that offers third

party review of "green building" or energy efficient measures for the single family attached dwellings on the Property. The Applicant must have sole discretion to choose the program or programs that will be utilized.

A. Certification in accordance with the EarthCraft House Program as demonstrated through documentation provided to LDS and DPD prior to the issuance of the residential use permit (RUP) for each dwelling unit. If certification is still in process at time of RUP issuance, the applicant must provide documentation from the EarthCraft project manager demonstrating that the project has been registered, completed final inspection, and has met the requirements to attain EarthCraft Certification prior to RUP issuance for each dwelling unit. The applicant must provide documentation to LDS and DPD demonstrating that certification for the Proposed Development has been attained prior to final bond release; or

B. Certification in accordance with the National Green Building Standard (NGBS) using the ENERGY STAR® Qualified Homes path for energy performance, as demonstrated through documentation submitted to LDS and DPD from a home energy rater certified through Home Innovation Research Labs that demonstrates that the dwelling unit has attained the certification prior to the issuance of the RUP for each dwelling; or

C. The Applicant reserves the right to utilize an equivalent program in consultation with and approved by the Environmental Branch of DPD prior to site plan approval.

45. Noise. Refined Acoustical Analysis. A refined acoustical analysis, to include a Building Shell and Barrier analysis, will be submitted concurrent with the first site plan submission to LDS for distribution to the Development Review Branch (DRB) of the Department of Planning and Development (DPD) for review and approval. Mitigation measures appropriate to reduce indoor noise for residential units to no more than DNL 45 dBA and outdoor recreation areas to DNL 65 dBA, consistent with the sound attenuation recommendations in the study must be incorporated into the development and shown on the site and/or building plans. All residential units must be outside of the DNL 75 dBA. The noise contours of DNL 65 dBA and greater affecting residential units must be shown on the site plan and will be identified on the building plans. For those residential units that are projected to be affected by exterior noise levels above 65 dBA, the Applicant will disclose in writing to the prospective purchasers of said units, prior to contract ratification and further disclosed in the COA Documents, that any exterior rooftop and/or rear decks may be impacted by higher noise levels.

CONTRIBUTIONS

46. Recreation Contribution. Prior to the issuance of the first RUP, the Applicant must contribute a lump sum of $893 per resident estimated to be generated by the proposed development to the Fairfax County Park Authority for use at off-site recreational facilities intended to serve the future residents of the Providence District, as determined by the Fairfax County Park Authority in consultation with the Providence District Supervisor.

47. School Contribution. A contribution of $14,956 per projected student for the number of units constructed in each phase must 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 must be made at the time of the first building permit for the units in that phase. Following approval of this Application and prior to the Applicant's payment of the

amount(s) set forth in this Proffer, if Fairfax County should modify the ratio of students per unit or the amount of contribution per student, the Applicant must pay the modified contribution amount for the development to reflect the then-current ratio and/or contribution. Concurrent with the submission to Fairfax County for the first site plan on the Property, the Applicant must notify Fairfax County Public Schools Office of Facilities Planning Services, in writing, that submission has occurred.

48. Traffic Signal Preemptive Devices. Prior to first RUP issued on the Property the Applicant must contribute $10,000 to the Capital Project titled Traffic Light Signals – FRD Proffers in Fund 300-C30070, Public Safety Construction for use in the installation of emergency vehicle preemption equipment on traffic signals within the Providence District as determined by the Fire and Rescue Department. The applicant must have no responsibility for installation or maintenance of the preemptive signal devices.

49. Escalation in Contribution Amounts. All monetary contributions required by these proffers (except School-related proffer), must escalate on a yearly basis from the base year of 2024, 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.

SIGNAGE

50. Signage. Signage for the Property will be provided in accordance with the requirements of the Zoning Ordinance or pursuant to a Special Exception approved by the Board of Supervisors in accordance with the Zoning Ordinance. The Applicant will install signage noting the public accessibility of specific open spaces and trails on the Property, in accordance with Article 7 of the Zoning Ordinance.

51. Wayfinding Signage. The Applicant will be permitted to install wayfinding signage on the Property to provide directions to locations of parks and trails in accordance with the Zoning Ordinance. The location of such signage will be shown on the initial site plan.

AFFORDABLE DWELLINGS

52. Affordable Dwelling Units ("ADUs"). Notwithstanding the calculations shown on the CDP/FDP, the applicant will provide 3 ADUs, that must be provided in accordance with the Zoning Ordinance in effect at the time of the approval of this rezoning application. The ADUs will be evenly geographically distributed throughout the Property.

OTHER

53. Advanced 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.

54. Zoning Administrator Consideration. Notwithstanding the foregoing, upon demonstration that despite diligent efforts or due to factors beyond the Applicant's control proffered improvements such as, but not limited to, transportation, publicly accessible park areas, off site easements, have been delayed (due to, but not limited to, an inability to secure necessary permission for utility relocations, or any necessary easements and/or site plan approval approvals from non-County parties such as

VDOT, MWAA, etc.) beyond the timeframes specified, the Zoning Administrator may agree to a later date for completion of these proffered improvement(s).

55. Successors and Assigns. These Proffers will bind and inure to the benefit of the Applicant and their successors and assigns. Each reference to "Applicant" in this proffer statement must include within its meaning and must be binding upon Applicant's successor(s) in interest and/or developer(s) of the site or any portion of the site.

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

SIGNATURES TO FOLLOW ON NEXT PAGE