County of Fairfax, Virginia
Planning Commission Meeting
September 23, 2026
Planning Commission Action

PCA 77-C-098-06(RZPA-2025-DR-00046) RZ/FDP-2025-DR-00017/PCA 80-C-028- 09 (RZPA-2025- DR-00049) – APB WOODLAND PARK JV LLC
(Dranesville District)

PLANNING COMMISSION RECOMMENDATIONS:
On September 23, 2026, the Planning Commission voted 9-0 (Commissioners Hancock, Sargeant and Wang were absent from the meeting) to recommend to the Board of Supervisors approval of the following applications and adoption of the proposed ordinance amending the Zoning Ordinance and reflecting approval of these applications:

- PCA-77-C-098-06;
- PCA-80-C-028-09;
- RZ-2025-DR-00017 and the associated conceptual development plan, subject to the execution of proffers consistent with those dated September 9, 2026;
- Waiver of subsection 2105.2.B(2) requiring a minimum 200 square foot privacy yard for each townhome unit;
- Modification of subsection 2105.2.C(1)(b)3 to permit greater than 300 square feet of commercial use per dwelling unit, as shown on the CDP/FDP;
- Modification of subsection 5100.2.D(8)(a)1 to permit new residential structures within 200 feet of the Dulles Airport Access Road (DAAR), as shown on the CDP/FDP;
- Waiver of subsection 5107.3.A(3) to permit private streets greater than 600 feet in length;
- Modification of subsection 5108.3.A(2) requiring 10-foot-wide street frontage landscaping along all private and public streets in favor of the streetscapes shown on the CDP/FDP;
- Waiver and modification of subsection 5108.4.A for interior parking lot landscaping for the existing (to remain) parking garages and for interior parking lot landscaping to remain 5-percent for the existing office parcel (to remain), as shown on the CDP/FDP;
- Waiver of subsection 5108.4.B requiring shade structures on top of the existing (to remain) parking garages; and
- Modification of subsection 5108.4.C requiring peripheral parking lot landscaping in favor of the landscaping shown on the CDP/FDP.

In a related action, the Planning Commission voted 9-0 (Commissioners Hancock, Sargeant and Wang were absent from the meeting) to approve FDP-2025-DR-00017.

ATTACHED DOCUMENTS:
Proffers dated September 9, 2026

MJ

PARKLINE AT WOODLAND PARK
PROFFER STATEMENT
RZ-2025-DR-00017

September 9, 2026

Pursuant to Section 15.2-2303 (A) of the Code of Virginia (1950, as amended) and Section 8100.2 of the Zoning Ordinance of Fairfax County (May 10, 2023, as amended) (the "Zoning Ordinance"), the property owner and applicant, for itself and its successors and assigns (the "Applicant"), in this rezoning application from the I-4 to the PDH-20 District proffers that the development of the parcels under consideration and shown on the Fairfax County Tax Map as parcel 16-3 ((1)) 29A and 16-3 ((11)) 6B, 6F, and 6D2 (collectively, the "Property") will be in accordance with the following conditions ("Proffers") if, and only if, RZ 2025-DR-00017 (the "Application") is granted. In the event that this Application is denied, these Proffers will be immediately null and void and of no further force or effect. Upon approval, these Proffers supersede any and all previously approved proffers and development conditions associated with RZ-77-C-098 and RZ-80-C-028, and any subsequent amendments, as they apply to the Property.

GENERAL

1. Conceptual Development Plan/Final Development Plan. The Property will be developed in substantial conformance with the Conceptual Development Plan/Final Development Plan ("CDP/FDP") dated June 19, 2025, and revised through August 7, 2026, prepared by Gordon, and consisting of 88 sheets, as further described below.

2. CDP Elements. Notwithstanding that the Conceptual Development Plan and the Final Development Plan are presented on the same sheets and defined as the CDP/FDP in Proffer 1, it will be understood that the CDP consists of; (i) the maximum square footage of development permitted on the Property as shown on the CDP/FDP and as described under Proffers 5 and 6 below, (ii) the minimum proposed open space; (ii) the general location and arrangement, minimum setbacks, and maximum building height of the buildings on the Property as shown on the CDP/FDP; (iii) the points of access to the Property and accompanying pedestrian and vehicular circulation routes through the Property as shown on the CDP/FDP; and (iv) the general quality and character of the streetscape as shown on the CDP/FDP (collectively, the "CDP Elements"). The Applicant reserves the right to request approval from the Planning Commission of a Final Development Plan Amendment ("FDPA") pursuant to Section 8100.2.E(2) of the Zoning Ordinance for elements other than the CDP Elements for all or a portion of the Property and the CDP/FDP, provided such FDPA is in substantial conformance with these Proffers.

3. Minor Modifications and Minor Variations. Minor modifications to the CDP/FDP and/or Proffers may be permitted by the Zoning Administrator pursuant to Section 8100.5.A(1) of the Zoning Ordinance. Minor variations to the CDP/FDP and/or Proffers may be permitted by approval of the Board of Supervisors with public notice, but without the need for a public hearing or a Conceptual Development Plan Amendment ("CDPA"),

FDPA, or Proffered Condition Amendment ("PCA"), pursuant to Section 8100.5.A(2) of the Zoning Ordinance.

4. Future Applications. Any portion of the Property may be the subject of a CDPA, FDPA, PCA, Rezoning ("RZ"), Special Exception ("SE"), Special Permit ("SP"), Variance or other zoning action without the joinder and/or consent of the owners of the other land areas, provided that such application complies with Section 8100 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.

PROPOSED DEVELOPMENT

5. Existing Development.

A. The existing development on the Property as of the date of the approval of this Application includes the following uses as depicted on the CDP/FDP.

i. Parcel 16-3 ((1)) 29A.

a. An office building consisting of approximately 171,540 square feet of gross floor area of office uses identified as 2121 Cooperative Way on the CDP/FDP (the "2121 Cooperative Way Existing Office Building").

b. An office building consisting of approximately 146,110 square feet of gross floor area of office uses identified as 2201 Cooperative Way on the CDP/FDP (the "2201 Cooperative Way Existing Office Building").

c. A two-story parking garage identified as Ex. 2-story parking garage on the CDP/FDP (the "Parcel 29A Existing 2-story Parking Garage").

d. A three-story parking garage identified as Ex. 3-Story Parking Garage on the CDP/FDP (the "Parcel 29A Existing 3-story Parking Garage").

e. Surface parking lots.

Collectively, the 2121 Cooperative Way Existing Office Building, the 2201 Cooperative Way Existing Office Building, the Parcel 29A Existing 2-story Parking Garage, Parcel 29A Existing 3-story Parking Garage, and the surface parking lots will be referred to herein as the "Parcel 29A Existing Office Development".

ii. Parcels 16-3 ((11)) 6B and 6F.

a. An office building consisting of approximately 239,885 square feet of gross floor area of office and daycare uses identified as 2291 Wood Oak Drive on the CDP/FDP (the "2291 Wood Oak Drive Existing Office Building").

b. A tennis court and playground.

c. Surface parking lots.

Collectively, the 2291 Wood Oak Drive Existing Office Building, the tennis court and playground, and the surface parking lots will be referred to herein as the "Parcels 6B and 6F Existing Office Development".

iii. Parcel 6D2.

a. An office building consisting of approximately 163,900 square feet of gross floor area of office uses identified as 2251 Corporate Park Drive on the CDP/FDP (the "2251 Corporate Park Drive Existing Office Building").

b. A three-story parking garage identified as Ex. 3-Story Parking Garage on the CDP/FDP (the "Parcel 6D2 Existing 3-story Parking Garage").

c. Surface parking lots.

Collectively, the 2251 Corporate Park Drive Existing Office Building, the Parcel 6D2 Existing 3-story Parking Garage, and the surface parking lots will be referred to herein as the "Parcel 6D2 Existing Office Development".

B. Collectively, Parcel 29A Existing Office Development, Parcels 6B and 6F Existing Office Development, and Parcel 6D2 Existing Office Development will be referred to herein as the "Existing Office Development". The Existing Office Development, driveways, sidewalks, trails, landscaping, and stormwater management facilities existing within the Property as of the date of the approval of this Application will collectively be referred to herein as the "Existing Development." The Existing Development is shown on Sheet 6 of the CDP/FDP and may remain in operation in its existing condition, subject to improvements the Applicant may make to the Existing Development as shown on the CDP/FDP and described in these Proffers. The Applicant may make minor modifications to the Existing Development in accordance with Section 8100.5 of the Zoning Ordinance without the need for a PCA, CDPA, or FDPA. Any modifications or improvements to the Existing Development, including but not limited to interior

and exterior improvements (including "re-skinning" the Existing Office Development and/or modifying the screening of the existing loading docks), the securing of site plan approvals, the issuance of building permits, the issuance of non-residential use permits, or any other land development approvals or permits will not trigger any monetary contributions, on-site improvements, or off-site improvements identified in these Proffers unless explicitly stated otherwise and will not require any physical changes to the structures, parking areas, landscaping or stormwater management facilities on the Property unless stated otherwise in these Proffers.

C. In Option 1 as described under Proffer 6, the Parcel 29A Existing Office Development and Parcels 6B and 6F Existing Office Development are proposed to be demolished as part of this Application. In Option 1, the Parcel 6D2 Existing Office Development is proposed to remain as part of this Application (the "Remaining Option 1 Existing Development"). In Option 2 as described under Proffer 6, the 2121 Cooperative Way Existing Office Building, 2201 Cooperative Way Existing Office Building, Parcel 29A Existing 2-story Parking Garage, Parcel 29A surface parking lots, and Parcels 6B and 6F Existing Office Development are proposed to be demolished as part of this Application. In Option 2, the Parcel 29A Existing 3-story Parking Garage and Parcel 6D2 Existing Office Development are proposed to remain as part of this Application (the "Remaining Option 2 Existing Development").

D. The Remaining Option 1 Existing Development and the Remaining Option 2 Existing Development may include all principal uses and secondary uses, as permitted in the PDH-20 District in Table 4101.2 of the Zoning Ordinances. For those uses where there are use standards in the Zoning Ordinance, the Applicant will demonstrate to the satisfaction of the Zoning Administrator how the use standards are met prior to the establishment of the use. If the use standards cannot be met to the Zoning Administrator's satisfaction, then Special Permit or Special Exception approval is required. The Applicant reserves the right to establish any use permitted in the PDH-20 District or permitted in the PDH-20 District by Special Permit or Special Exception without the need for a PCA, CDPA, or FDPA, so long as the proposed changes are deemed to be in substantial conformance with the CDP/FDP as determined by the Zoning Administrator.

6. Proposed Development.

A. Option 1. The development proposed with this Application includes a maximum of 319 townhomes and 110 stacked townhomes (the "Option 1 Proposed Development") as shown on the CDP/FDP. For purposes of these Proffers, the Option 1 Proposed Development does not include the Remaining Option 1 Existing Development.

B. Option 2. The development proposed with this Application includes a maximum of 244 townhomes, 110 stacked townhomes, and a 230-unit multi-family

building (the "Option 2 Proposed Development") as shown on the CDP/FDP. For purposes of these Proffers, the Option 2 Proposed Development does not include the Remaining Option 2 Existing Development.

For the purposes of these Proffers, Option 1 and Option 2 will be referred to herein as the "Proposed Development" and the dwelling units will be referred to herein as the "Residential Units."

7. Temporary Uses.

A. Temporary Construction Site Office and Storage Trailers, and/or Temporary Leasing/Sales Office Trailers may be permitted on the Property subject to the issuance of an administrative permit per Section 4101.2 of the Zoning Ordinance without the need to amend the CDP/FDP or these Proffers.

B. The Applicant, or its designee, is permitted to operate special events on the Property subject to the provisions of Section 4102.8.I of the Zoning Ordinance without the need to amend the CDP/FDP or these Proffers.

8. Site Plan Tabulations. The Applicant will provide a tabulation indicating the status of the Proposed Development with each site plan submission for the Property. Such tabulations will include a listing of the Existing Office Development and Proposed Development, within the Property, along with the gross floor area, uses, unit count, and parking for such buildings, for the purpose of tracking the development of the Property for conformance with the gross floor area, parking, and types of uses permitted under the CDP/FDP and the Proffers. The Applicant will update the tabulations with each subsequent site plan submission for the Property.

9. Architecture.

A. Buildings. The quality and character of the architectural design and building materials for the Proposed Development will be in general conformance with the architectural elevations shown on Sheets 69, 69A, 70C, and 70D of the CDP/FDP. Exterior building materials for the Proposed Development may include, but will not be limited to: brick, masonry/stone, aluminum, steel, glass, cementitious paneling and siding, aluminum or vinyl siding, stucco, metal panels, composite insulated panels, and aluminum/vinyl windows, provided that final architectural details, roofs, and accents may include other materials. The Applicant reserves the right to adjust or modify the architectural design, including, but not limited to, the building materials, articulation, balconies, and fenestration, as part of final architectural design and engineering without requiring approval of a CDPA, FDPA, or PCA, provided the quality and character of the architectural design and building materials remain in general conformance with that shown on the CDP/FDP, as determined by the Zoning Administrator.

i. Articulation. At the time of building plan submission, subject to review and approval by DPD/UCS, the Applicant will incorporate architectural elements, such as variation in materials or façade treatment, to provide building articulation and visual interest for units adjacent to the public realm. Such articulation will be consistent with the overall design character, as generally shown on Sheets 69, 69A, 70C, and 70D of the CDP/FDP.

B. Bird-Friendly Design Elements. In an effort to reduce bird injury and death due to inflight collisions with buildings, the Applicant will design the new multi-family building to (i) avoid use of mirrored or highly reflective glass, (ii) use fritting, frosting, or other patterns on large, uninterrupted expanses of exposed glass located above the ground floor, and (iii) use downward-directed lighting on building exteriors. Specific bird-friendly designs will be noted on building plans for the multi-family building for which such measures are proposed, as applicable. Additional bird-friendly design elements may be included such as the use of color, texture, opacity, louvers, screens, or ultraviolet materials on the exterior of windows that are visible to birds, curbing of excessive or unnecessary night-time illumination of commercial buildings, recessed balconies and roof setbacks, and breaking up of glass swaths. Upon the issuance of a building permit for the multi-family building, the provisions of this Proffer will be deemed satisfied.

C. Universal Design.

i. At the time of initial purchase for Residential Units that are for-sale and construction has not yet started; the Applicant will make available upon request to each purchaser the following Universal Design options at no additional cost:

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

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

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

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

ii. At the time of initial purchase for Residential Units that are for-sale and construction has not yet started, the Applicant will 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 the following:

a. 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.

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

c. For units that are 20 feet wide or greater, 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.

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

e. Fold-away "stair master" type chairs to allow those with limited mobility access to all floors of their homes.

f. Lever door handles and faucets instead of knobs.

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

10. Building Height. Building heights for the Proposed Development will not exceed the maximum building heights shown on Sheets 02 and 03 of the CDP/FDP. Building heights will be measured in accordance with the provisions of the Zoning Ordinance and will be exclusive of those structures that are excluded from the maximum building height regulations as set forth in Section 5100.2.C of the Zoning Ordinance. Notwithstanding the foregoing, however, nothing will preclude the Applicant from constructing the Proposed Development to lesser building heights than those which are represented on the CDP/FDP, provided the configuration of the building footprints and the quality and character of the architectural design and building materials referenced in Proffer 9A remain in substantial conformance with those shown on the CDP/FDP.

11. Declarations and Owners' Associations. The Applicant may cause the recordation of one or more declarations creating any necessary Umbrella Owners Association ("UOA"), Homeowners Association ("HOA"), Condominium Owners Association ("COA") or Commercial Association ("CA") for the Property as follows:

A. Umbrella Owners' Association. At any time, the Applicant may record a declaration and/or establish a UOA for the Property to address the general maintenance and other obligations (including stormwater management and transportation demand management) of the owner(s) (and their successors and assigns), including the fulfillment of these Proffers. If recorded or established, the declaration and/or UOA documents will separately identify those maintenance or proffer obligations that will or are expected to fall principally on owners or

residents of the Residential Units and such obligations will be disclosed to the owners/residents in accordance with the terms of this Proffer.

B. Homeowner and Condominium Owners' Association. In the event any of the Residential Units are held for-sale, the Applicant may cause an HOA/COA to be formed for any applicable building containing for-sale Residential Units. If a declaration is recorded and/or a UOA is established for the Property, the HOA/COA will be a member of the declaration and/or UOA.

C. Commercial Association. The Applicant may cause a CA to be formed for the Office Uses. In the event any Residential Units are leased as rental residential units without being held for-sale, the Applicant may cause a CA to be formed for any such Residential Units. If a declaration is recorded and/or a UOA is established for the Property, each CA will be a member of the declaration and/or UOA.

D. Disclosures. The declaration establishing any HOA/COA/CA on the Property (including budgets provided in any offering or sale materials) will specify the proffer and maintenance conditions and obligations set forth in these Proffers. Purchasers will be advised in writing of these proffer conditions and obligations prior to entering into a contract of sale.

E. UOA Transportation Demand Management ("TDM") Obligations. All residents, tenants, owners, employers and employees living, working, operating a business or owning property within the Property will be advised of the applicable TDM obligations described in Proffers 32 and 33. All HOA/COA/CA members will be informed of any funding obligations for the TDM program prior to entering into a contract of sale, and all such obligations will be included in the HOA/COA/CA documents.

F. Additional Associations. In addition to the UOA/HOA/COA/CAs described above, the Applicant may join any existing associations, record any additional declarations, and/or establish any additional associations, such as, but not limited to, a master condominium owners association, and/or condominium owners associations for any of the individual uses within the Proposed Development, as may be deemed necessary by the Applicant.

LIGHTING

12. Lighting. All on-site outdoor lighting provided with the Proposed Development will comply with the Outdoor Lighting Standards of Section 5109 of the Zoning Ordinance, as may be amended. All proposed buildings mounted security lighting on the Property will utilize full cut-off fixtures. Pedestrian scale lighting will be provided in the public realm as shown on Sheets 8, 11, and 59 of the CDP/FDP.

PARKING

13. Zoning Ordinance Parking Requirements. Parking will be provided in accordance with the parking requirements of Section 6100 of the Fairfax County Zoning Ordinance, as determined by the Department of Land Development Services ("LDS"), for the uses within the Proposed Development or in accordance with a parking reduction as may be approved by the Director of LDS under Section 6100.6(B) and (C) of the Zoning Ordinance or approved by the Board of Supervisors under Section 6100.6 of the Zoning Ordinance. In the event that a parking reduction is not approved or is approved and not implemented by the Applicant: (a) the number of parking spaces serving the Proposed Development may be less than shown on the CDP/FDP provided the number of parking spaces comply with the minimum requirements of Section 6100 of the Zoning Ordinance in effect as of the date of these Proffers or as such parking requirements under Article 6 of the Zoning Ordinance may be reduced by the Board of Supervisors in the future or in accordance with a future or amended parking reduction as may be approved by the Director of LDS or the Board of Supervisors, and (b) the Applicant will have the right to provide additional parking beyond the minimum number of parking spaces required under Article 6 of the Zoning Ordinance. In the event the Fairfax County Board of Supervisors modifies the provisions of Article 6 to reduce the parking requirements for the uses within the Proposed Development, the Applicant may elect to implement the lesser of the two parking requirements, and any such election will be deemed in substantial conformance with these Proffers and the CDP/FDP.

14. On-Street Parking Spaces. On-street parking may be provided on the private streets as shown on the CDP/FDP and as may be adjusted at the time of site plan approval. On-street parking spaces along any private streets that otherwise are not required to satisfy the parking requirements may be used as temporary or short-term parking, car-sharing parking, valet parking, and/or similar uses.

15. Electric Vehicle Charging Facilities. For purposes of this Proffer, "electric vehicle-ready" or "EV-ready" means the provision of space, conduit banks, conduits and access points allowing for the easy installation of electric vehicle charging stations in the future, space for potential future installation of increased transformer capacity, and space within the electrical room to accommodate future electric capacity, and does not include the installation of transformers, switches, wiring or charging.

    A. Townhouse and Stacked Townhouse Units.

        i. Electric Vehicle Charging. The Applicant will install the required electrical panels for Level 2 electric vehicle charging within the garage of each residential unit to support EV-ready charging infrastructure. Further, the Applicant will provide the initial purchaser of each residential unit an option for the installation of electric vehicle charging facilities, at the purchaser's expense.

B. Multi-Family Building.

i. Electric Vehicle Charging Station. In the event the Applicant implements the Option 2 Proposed Development, the Parcel 29A Existing 3-story Parking Garage serving the multi-family building will be retrofitted to provide fully wired and functional Level 2 electric vehicle ("EV") charging stations serving a minimum of two percent (2%) of the parking spaces. Such EV charging stations will be installed and available for use in the parking structure prior to the issuance of the first RUP for the multi-family building.

ii. Electric Vehicle Ready Infrastructure. In the event the Applicant implements the Option 2 Proposed Development, the Parcel 29A Existing 3-story Parking Garage serving the multi-family building will be retrofitted to support the future installation of Level 2 electric vehicle ("EV") charging infrastructure for a minimum of five percent (5%) of the spaces within such structure. The Applicant will include within site plan and building plan submissions, as applicable, the identification of spaces within the parking structure that will be EV-ready, as well as information demonstrating the following, to the satisfaction of the Public Facilities & Development Review Branch ("PFDRB") of the Department of Planning & Development ("DPD").

1) That conduits with pull strings and access points will be installed sufficient to support the future installation of an EV charging station at each of the EV-ready spaces;

2) That electric load estimates prepared for the building will account for EV-ready spaces. Estimates can calculate a cumulative load, where EV-ready load is added to building service load, or, alternately, the building permit plans can demonstrate that building service load can accommodate EV-ready loads for the EV-ready spaces identified above; and

3) That the electrical room , or similar infrastructure, will be sized to support future electrical capacity expansions for a Level 2 EV charging station for each identified space within the Parcel 29A Existing 3-story Parking Garage, including empty panel space for EV charging that could ultimately be connected with pull string conduits to the parking.

4) In addition, unless and until all EV-ready spaces will have EV charging stations installed, the Applicant will include, within closing and leasing documents, disclosure to prospective purchasers/renters the presence of EV-ready parking spaces on the property.

16. Bicycle Parking. The Applicant will provide bicycle parking meeting the minimum quantity requirements in Section 6102 of the Zoning Ordinance to include short-term spaces near the multi-family building entrances as well as secure long-term spaces. The final location and type of bicycle parking spaces will be determined at site plan in consultation with the FCDOT Bicycle Coordinator or their designee and in accordance with the Fairfax County Bicycle Parking Guidelines (Endorsed June 2024), as amended. The bicycle storage facilities designated on the site plan for the multi-family building will be installed prior to the issuance of the first RUP for the building.

LANDSCAPE

17. Landscape Plan. The CDP/FDP includes a conceptual landscape plan for the Property and detail sheets illustrating the trees and other features to be provided with the Proposed Development, including open space, streetscapes, and parks. As part of each site plan submission, the Applicant must submit to FCON for review and approval a detailed tree plan (the "Landscape Plan"), which must be consistent with the quality and quantity of plantings and materials shown on the CDP/FDP and the landscape typologies as shown on Sheet 60B of the CDP/FDP. The conceptual landscape plan is conceptual in nature and the tree species and planting locations may be modified by the Applicant as part of final engineering and building design, provided that such modifications provide a similar quality and quantity of landscape plantings and materials as shown on the conceptual landscape plan. Any elements of the conceptual landscape plan that are located within VDOT right-of-way are subject to the approval of VDOT.

A. Native Landscaping. The Applicant will use trees that are adaptive and predominately native. The Applicant will not use any plant species identified on the 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 the Forest Conservation Branch ("FCON") of LDS, 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.

B. Sustainable Landscape Techniques. The Conceptual Landscape Plan will incorporate sustainable landscape planting techniques designed to reduce maintenance requirements and contribute to a cleaner and healthier environment with improved air quality, stormwater management, and resource conservation capabilities that can be provided by trees and other desirable vegetation, which may include, among other things:

i. Reduce turf areas to a maximum of seventy-five percent (75%) of the open space area associated within the Proposed Development.

ii. Plant trees that provide additional environmental benefits per Chapter 12 of the Public Facilities Manual ("PFM").

iii. Group plantings together in contiguous mulched beds to build communities of vegetation and a layered canopy and root zone.

C. Planting Quality. Each Landscape Plan will be consistent with the quality and quantity of trees and materials shown on the conceptual Landscape Plan, as may be modified by the Applicant as described above and may include the use of additional shade trees and other plant materials as determined by the Applicant. As part of final engineering and site design, the Applicant may adjust the type and location of vegetation and the design of the plantings and improvements within the open spaces, streetscapes, and parks as approved by the Zoning Administrator and FCON, provided such adjustments otherwise are in substantial conformance with the CDP/FDP.

D. Soil Remediation. Soil in all planting areas and under adjacent walkways must be the subject of remedial action to restore planting areas to satisfy the 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 18-24 inches, and the addition of organic matter on top of the soil. Planting areas not used for walking or outdoor activities should be densely planted with native perennials to increase their habitat values and to avoid foot traffic and its attendant re-compaction of the amended soils. The Applicant will provide notes and details specifying how the soil will be restored for the establishment and long-term survival of landscape plants for review by FCON.

E. Tree Pre-Installation Meeting. Prior to the installation of trees to meet the requirements of the approved Landscape Plan and these Proffers, the Applicant will coordinate a pre-installation meeting on site with the landscape contractor and FCON to review the landscape requirements of the approved Landscape Plan. Any proposed changes to the location of planting, size of trees, and any proposed substitutions of species specified on the approved Landscape Plan will be reviewed at this time and must be approved by FCON prior to planting. The installation of trees not specified on the approved Landscape Plan and not previously approved by FCON may require the submission of a revision to the approved Landscape Plan or removal and replacement with the approved trees prior to bond release.

18. Streetscape. The Applicant will install streetscape throughout the Property as conceptually shown in the CDP/FDP and in accordance with the conditions described in these Proffers. Streetscape elements will include: a landscape amenity panel located immediately behind the face of curb; a clear pedestrian sidewalk adjacent to the landscape amenity panel; and a building zone between the pedestrian sidewalk and the face of the building that is designed to allow access to the building and/or additional landscaping adjacent to residential uses. See Proffers 21 through 25 for streetscape dimensions. Streetscapes may be adjusted at the time of site plan approval in consultation with the Urban Centers Section ("UCS") of DPD and FCON provided the quality of the streetscape is consistent with that shown on the CDP/FDP. If requested by FCDOT and/or VDOT, the Applicant will enter into a maintenance agreement with FCDOT and/or VDOT, as applicable, for the

maintenance, by the Applicant, of any streetscape elements required under this Proffer 18 that are located within VDOT right-of-way. If determined at the time of site plan review, that street tree locations will conflict with sight distance requirements, the Applicant will make necessary adjustments to alleviate sight distance concerns. Any elements of the streetscape that are located within VDOT right-of-way are subject to the approval of VDOT. The Applicant may adjust the streetscape elements at the time of site plan as approved by the Zoning Administrator and FCON without the need for a CDPA, FDPA, or PCA, provided the quality of the streetscape and minimum sidewalks are consistent with that shown on the Typical Street Sections as shown on Sheets 15 and 16 of the CDP/FDP, and such adjustments otherwise are in substantial conformance with the CDP/FDP.

A. Street Trees. Tree planting sites are set forth on the Landscape Plan, subject to revisions as may be approved at the time of site plan review by FCON in accordance with these Proffers. The Applicant will retain the services of a certified landscape architect, certified arborist or Registered Consulting Arborist to monitor the design and inspect the planting of the street trees and will notify FCON in writing or by electronic mail no later than three business days prior to tree pit construction to allow for County inspection. In the event the Applicant needs to provide plantings within public utility easements, the Applicant will be responsible for replacement of the proposed landscaping if it is removed by the public utility company for maintenance.

B. Sight Distance Considerations. Sight distance requirements have been adhered to on the CDP/FDP and avoid conflicts with street tree locations and other potential impediments to sight distance. If determined at the time of site plan review that street tree locations conflict with sight distance requirements, the Applicant will make necessary adjustments to alleviate sight distance concerns.

C. Utility Locations. Utilities, including, but not limited to water, electric, transformer boxes, gas, cable, telephone, sanitary sewer, and storm sewer lines will, to the maximum extent feasible, be installed in the street network and/or placed in underground locations that do not conflict with above-ground elements of the open spaces, streetscapes, and/or parks shown on the CDP/FDP as determined by FCDOT and FCON. The Applicant will be permitted to relocate, remove, or modify elements of the open spaces, streetscapes, and/or parks to avoid conflicts with utilities without the need for a CDPA, FDPA, or PCA, provided any such modifications: (i) are made in consultation with, and subject to the approval of, the Zoning Administrator, (ii) with the intent to provide the elements of the open spaces, streetscapes, and/or parks shown on the CDP/FDP to the extent possible given the utility needs, and (iii) the overall tree canopy and the quality of the open spaces, streetscapes, and/or parks shown on the CDP/FDP is not reduced. Gas meter locations are subject to Washington Gas requirements. The locations of the gas meters will be coordinated with Washington Gas at the time of site plan.

D. Maintenance. The Applicant, or any successor associations or equivalent once established, will maintain and replace in kind all pedestrian realm elements identified on the CDP/FDP regardless of whether such pedestrian realm elements are located within areas to be dedicated as public right-of-way or on private land with public access easements. The pedestrian realm includes all areas between the back of curb and the back of the building zone whether located within the public right-of-way or on private land with public access easements. The Applicant will enter into the appropriate agreement, in a form approved by the Office of the County Attorney, with the County and/or VDOT (or other public entity, as needed) to permit the Applicant to perform such maintenance within public right-of-way.

19. Fire Marshal Coordination. The Applicant will coordinate with the Fire Marshal regarding the site design and layout of the Proposed Development and the Fire Management Plan shown on Sheet 17 of the CDP/FDP. Notwithstanding such coordination, however, if it is determined during site plan review that elements of the open spaces, streetscapes, and/or parks conflict with subsequent comments from the Fire Marshal, the Applicant will first make efforts to obtain the Fire Marshal's approval by making minor adjustments to such elements. If the Fire Marshal does not approve such adjustments, the Applicant will be permitted to relocate, remove, or modify such conflicting elements in response to the Fire Marshal's comments without the need for a CDPA, FDPA, or PCA, provided any such modifications: (i) are made in consultation with, and subject to the approval of, the Zoning Administrator and FCON, (ii) with the intent to provide the open spaces, streetscapes, and/or parks shown on the CDP/FDP to the extent possible given the Fire Marshal's comments, and (iii) the overall tree canopy shown on the CDP/FDP is not reduced.

STORMWATER MANAGEMENT

20. Stormwater Management.

A. Stormwater Management Measures. As part of each site plan approval for the Proposed Development, the Applicant will provide a tabulation that demonstrates that the overall Proposed Development will meet applicable Virginia stormwater regulations, the Fairfax County Stormwater Management Ordinance, and PFM requirements for stormwater quantity and stormwater quality in effect at the time of the approval of this Application. The Applicant will provide stormwater quantity and stormwater quality control by retrofitting the existing wet pond WP0198, identified as Pond A on site plan 5518-SP-006-3 (the "wet pond"). The wet pond must be designed to control the quantity and quality of stormwater runoff from the Property in accordance with the CDP/FDP, understanding there may be modifications at the time of final engineering with possible alternative SWM/BMP practices as contemplated in the CDP/FDP. Retrofit measures in the wet pond (such as the forebay, aquatic bench, and safety bench) will be provided to meet the PFM requirements and State detention requirements. No off-site nutrient credits are permitted.

B. Stormwater Management Goals. Using a series of stormwater structural and/or runoff reduction practices, upon completion of the Proposed Development, the Applicant will install and maintain a stormwater management system that is designed to meet either of the following goals (i) a peak flow rate reduction for the two-year, 24-hour storm that meets or exceeds a twenty percent (20%) reduction over existing conditions, or (ii) a peak flow reduction to meet the energy balance method to reduce the peak runoff from the Property, at a minimum, to that of good forested condition.

C. Stormwater Management Enhancements. In furtherance of the Comprehensive Plan guidance regarding the capture and treatment of stormwater runoff for development in the Reston Transit Station Areas, the Applicant proposes to implement two (2) Low Impact Development ("LID") practices per phase. The LID practice may include, but will not be limited to, tree box filters, urban bio-retention tree pits, bioretention facilities, and any other LID controls allowed by applicable codes and regulations. The specific stormwater management facilities will be identified at the time of each site plan phase and approved by LDS.

D. Restrictive Planting Easement.

i. Off-Site Easement. Prior to site plan approval for the Proposed Development, the Applicant will request that the owner of the property identified on the Fairfax County Tax Map as 16-3 ((1)) 29C1 (the "Adjacent Property") grant to the County a restrictive planting easement on the Adjacent Property, in a form acceptable to the County Attorney, in connection with improvements to the existing stormwater management pond shared by the Property and the Adjacent Property, to the extent required in accordance with Sections 6-1305.4 and 6-1305.5 of the PFM, as determined by the Director of LDS.

ii. On-Site Easement. Prior to site plan approval for the Proposed Development, the Applicant will grant a restrictive planting easement on the Property, in a form acceptable to the County Attorney, in connection with improvements to the existing stormwater management pond on the Property, to the extent required in accordance with Sections 6-1305.4 and 6-1305.5 of the PFM, as determined by the Director of LDS.

E. Maintenance Responsibility. Prior to the initial site plan approval for the Proposed Development, the Applicant will execute an agreement with the County in a form satisfactory to the County Attorney (the "SWM Agreement") providing for the perpetual maintenance of all stormwater management facilities that are part of the Proposed Development ("SWM Facilities"). The SWM Agreement will require the Applicant (or its successor UOA/HOA/COA/CA) to perform regular routine maintenance of the SWM Facilities in accordance with the maintenance specifications provided in the approved site plan, and to provide a maintenance

report annually to the Fairfax County Maintenance and Stormwater Management Division of DPWES, provided DPWES requests such a maintenance report. The SWM Agreement also will 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.

F. Landscape Typology. Landscaping around the stormwater management pond will be provided in accordance with the design intent of the Pond Edge Landscape Typology shown on Sheet 60B of the CDP/FDP.

TRANSPORTATION IMPROVEMENTS

21. Wood Oak Drive Improvements.

A. Construction of Wood Oak Drive Improvements. Subject to VDOT approval, the Applicant will construct improvements to Wood Oak Drive as shown on Sheets 9 and 15 of the CDP/FDP prior to the issuance of the first RUP for the Proposed Development in Phase A as shown on Sheet 13 of the CDP/FDP. Such improvements will consist of a road diet on the northbound side of Wood Oak Drive across the frontage of the Property, the removal of the cul-de-sac, and restriping, such that northbound Wood Oak Drive will consist of an 8-foot median with 6-inch curb and 1-foot lane striping, one 11-foot travel lane, 2-foot road striping, and 4-foot bike lane as shown on Sheets 9 and 15 of the CDP/FDP. The Applicant will construct the improvements in accordance with VDOT standards.

B. Wood Oak Drive Streetscape Elements. Subject to the provision of all necessary approvals from VDOT and/or Fairfax County, the Applicant will install the streetscape elements along the west side of Wood Oak Drive as shown on Sheets 9 and 15 of the CDP/FDP prior to the issuance of the first RUP for Phase A. The streetscape elements will consist of an 8-foot landscape amenity panel, a 6-foot sidewalk, and a minimum 6-foot building zone along the eastern side of Wood Oak Drive as shown on Sheets 9 and 15 of the CDP/FDP.

C. Wood Oak Drive Vacation/Abandonment. Prior to site plan approval, the Applicant will submit a request to FCDOT for the vacation/abandonment of certain portions of the existing fee simple dedicated right-of-way associated with Wood Oak Drive as shown on the CDP/FDP. The Applicant will not be permitted to obtain final site plan approval for the Proposed Development prior to the approval of such abandonment/vacation by the Board of Supervisors and/or VDOT, as applicable.

22. Woodland View Drive Improvements.

A. Woodland View Drive Right-of-Way Dedication.

i. Between Wood Oak Drive and Parcel 6D2. As part of the first site plan approval for the Proposed Development in Phase A, as shown on Sheet 13 of the CDP/FDP, the Applicant will dedicate the right-of-way shown as "PR. PUBLIC RIGHT-OF-WAY DEDICATION" on Sheet 9 of the CDP/FDP in fee simple to the Board of Supervisors for public street purposes.

ii. West of Wood Oak Drive (Formally Cooperative Way). As part of the first site plan approval for the Proposed Development in Phase B, as shown on Sheet 13 of the CDP/FDP, the Applicant will dedicate the right-of-way shown as "PR. PUBLIC RIGHT-OF-WAY DEDICATION" on Sheet 10 of the CDP/FDP in fee simple to the Board of Supervisors for public street purposes.

B. Woodland View Drive Cul-De-Sac Right-of-Way Dedication. As part of the first site plan approval for the Proposed Development in Phase A, the Applicant will dedicate the right-of-way for the cul-du-sac shown as "PR. TEMPORARY PUBLIC RIGHT-OF-WAY" on Sheets 9 and 12A of the CDP/FDP in fee simple to the Board of Supervisors for public street purposes. At the time Woodland View Drive is extended to the east by others, and the cul-de-sac is removed, the right-of-way dedication for the cul-de-sac will be vacated without the need for a PCA, CDPA and/or FDPA.

C. Woodland View Drive Reservation for Future Dedication. As part of the first site plan approval for the Proposed Development in Phase A, the Applicant will reserve for future dedication to the Board of Supervisors right-of-way shown as "ROW TO BE DEDICATED AT TIME OF FUTURE WOODLAND VIEW DRIVE EXTENSION" on Sheets 9 or 12A of the CDP/FDP (the "Reservation Area"). The Applicant will dedicate the right-of-way associated with either the Option 1 Future Woodland View Drive Extension or the Option 2 Future Woodland View Drive Extension, whichever alignment is pursued by the County, in fee simple to the Board of Supervisors within 90 days of a request from the County. If, prior to dedication, it is determined that stormwater management facilities, electrical vaults, dry utilities, or similar facilities would prevent VDOT from accepting a portion of the Reservation Area into the State maintenance system, the reservation affecting that portion of the Reservation Area may be vacated. In such event, the Applicant will provide a maintenance agreement and public access easement for the affected area in a form acceptable to the Office of the County Attorney. A PCA, CDPA, and/or FDPA will not be required for such vacation.

D. Construction of Woodland View Drive Improvements. The Applicant will construct improvements to Woodland View Drive as follows:

i. Between Wood Oak Drive and Parcel 6D2. Prior to the issuance of the first RUP for the Proposed Development in Phase A, as shown on Sheet 13 of the CDP/FDP, and subject to VDOT approval, the Applicant will construct

the portion of Woodland View Drive between Wood Oak Drive and Parcel 6D2 as shown on Sheet 9 of the CDP/FDP. Such improvements will consist of 11-foot travel lanes, 5-foot bike lanes, 8-foot parking lanes, 8-foot landscape amenity panels, 6-foot sidewalks, and a minimum 6-foot building zone, as shown on Sheet 15 of the CDP/FDP. The Applicant will construct the improvements in accordance with VDOT standards. Subject to approval from VDOT, the Applicant will pursue VDOT acceptance of Woodland View Drive as a public street. The Applicant, and subsequently, as appropriate, the property owner or UOA/HOA/COA/CA will maintain Woodland View Drive up to and until the time such portion of Woodland View Drive is accepted by VDOT as a public street.

ii. West of Wood Oak Drive (Formally Cooperative Way). Prior to the issuance of the first RUP for the Proposed Development in Phase B, and subject to VDOT approval, the Applicant will construct the portion of Woodland View Drive west of Wood Oak Drive as shown on Sheet 10 of the CDP/FDP. Such improvements will consist of an 11-foot travel lane with sharrow, 7-foot landscape amenity panel, 6-foot sidewalk, and a minimum 6-foot building zone on the northern side of Woodland View Drive, as shown on Sheet 15 of the CDP/FDP. The Applicant will construct the improvements in accordance with VDOT standards. Subject to approval from VDOT, the Applicant will pursue VDOT acceptance of Woodland View Drive as a public street. The Applicant, and subsequently, as appropriate, the property owner or UOA/HOA/COA/CA will maintain Woodland View Drive up to and until the time such portion of Woodland View Drive is accepted by VDOT as a public street.

E. Crosswalks Across Woodland View Drive. Subject to the provision of all necessary approvals from VDOT and/or Fairfax County, which the Applicant will request as part of the first site plan for each phase, the Applicant will, prior to the issuance of the first RUP for the Proposed Development in accordance with the Phasing Plan on Sheet 13 of the CDP/FDP, install marked crosswalks along public and private street intersections as generally shown on the CDP/FDP.

23. Sunrise Valley Drive. The Applicant will remove the existing 4-foot-wide sidewalk and construct a 10-foot wide Shared Use Path as shown on Sheet 9 of the CDP/FDP, in accordance with the Phasing Plan on Sheet 13 of the CDP/FDP, prior to the issuance of the first RUP for Phase A. The Applicant will construct the improvements in accordance with VDOT standards and will comply with the design standards and requirements of the Americans with Disabilities Act ("ADA"), as applicable. A public access easement, in a form acceptable to Office of the County Attorney, will be recorded over the Shared Use Path at the time of site plan approval. The Applicant will provide signage identifying the Shared Use Path as publicly accessible.

24. Private Street Improvements. The Applicant will construct the Private Streets as shown on Sheets 8, 11, and 16 of the CDP/FDP in accordance with the Phasing Plan on Sheet 13 of

the CDP/FDP. Such improvements will consist of 10-foot travel lanes, 8-foot landscape amenity panels, and 6-foot sidewalks, as shown on Sheet 16 of the CDP/FDP. The Private Streets will be constructed of materials and depth of pavement consistent with that required by the PFM. The Private Streets located within the VEPCO Easement provide road and parking lot installations that can withstand loadings of Dominion equipment, in accordance with applicable Dominion guidelines. A public access easement and an emergency access easement in a form acceptable to Office of the County Attorney will be recorded over the Private Streets and associated sidewalk at the time of site plan approval.

25. Townhome and Stacked Townhome Private Alleys. The Applicant will construct Townhome and Stacked Townhome Private Alleys (the "Private Alleys") as shown on Sheets 8, 11, and 16 of the CDP/FDP, in accordance with the Phasing Plan on Sheet 13 of the CDP/FDP. Such improvements will consist of 12-foot travel lanes curb to curb as shown on Sheet 16 of the CDP/FDP. The Private Alleys will be constructed of materials and depth of pavement consistent with that required by the PFM. A public access easement and an emergency access easement in a form acceptable to Office of the County Attorney will be recorded over the Private Alleys at the time of site plan approval.

26. Private Street Crosswalks. Subject to FCDOT approval, the Applicant will construct marked crosswalks at the Private Street intersections, as shown on Sheets 8 and 11 of the CDP/FDP, in accordance with the Phasing Plan on Sheet 13 of the CDP/FDP.

27. Curb Ramps. The Applicant will install CG-12 curb ramps at each pedestrian street crossing in-line with the direction of pedestrian traffic within the Property and along the Property's frontages in accordance with PFM or VDOT standards, as applicable, and as generally located on Sheets 9 and 10 of the CDP/FDP. Any CG-12 curb ramps located within the right-of-way or reservation for future right-of-way dedication are subject to the approval of VDOT.

28. Trail Along Dulles Toll Road. The Applicant will install an eight (8)-foot-wide paved trail along the Dulles Toll Road, as shown on Sheets 8 through 12 of the CDP/FDP, in accordance with the Phasing Plan on Sheet 13. The trail segments will be open for public use prior to the issuance of the first RUP for the respective phase of development.

29. Inter-parcel Access Easements. As part of the first site plan approval for the Proposed Development in Phase A as shown on Sheet 13 of the CDP/FDP, the Applicant will grant inter-parcel access easements to Private Street E or Private Alley G, to the owner of the property identified on the Fairfax County Tax Map as 16-3 ((11)) 6C and 6E for a connection.

30. Bus Stop/Shelter. Prior to the issuance of the first RUP, the Applicant will construct an ADA-compliant bus stop/shelter at the location of the existing bus stop along the frontage of Sunrise Valley Drive in the general locations as shown on Sheet 9 of the CDP/FDP. As part of the first site plan for the Proposed Development, the Applicant will coordinate with FCDOT (and with VDOT if the bus stop/shelter is to be located

within public right-of-way) to identify the final location of the bus stop/shelter as part of the approval of the site plan. Any adjustments to the location of the bus stop/shelter made by the Applicant in consultation with FCDOT and VDOT will not require approval of a PCA, CDPA, or FDPA. At its sole discretion, FCDOT may request that the Applicant provide a cash contribution in lieu of constructing the bus stop/shelter to be used for the improvement of transit facilities within the Dranesville District. The cash contribution will not exceed $32,764.00.

31. Reston Road Fund. The Applicant will contribute, based on the number of Residential Units constructed on the Property, to road improvements as set forth in the Reston Road Fund Plan endorsed by the Board of Supervisors on February 28, 2017, and as amended. The contribution will be paid prior to the issuance of the first RUP for each multi-family residential building (based on the actual number of residential units in such building) or each townhome or stacked townhome dwelling unit. The Applicant may have the right to receive and deduct credits against the contributions that would otherwise be due to the Reston Road Fund in accordance with the Reston Road Fund Guidelines established by the Board of Supervisors.

TRANSPORTATION DEMAND MANAGEMENT

32. Transportation Demand Management Goal. The Applicant will establish a non-transit-oriented development transportation demand management ("TDM") program (the "TDM Program") in accordance with the Fairfax County Transportation Demand Management Program Guidelines, dated July 1, 2026, for the Residential Uses on the Property with a reduction goal of twenty-five percent (25%).

33. Transportation Demand Management Program. Prior to issuance of the first RUP for the Proposed Development, the applicant must complete the following:

A. Appoint a TDM program manager.

B. Submit a TDM Plan.

C. Establish and Fund the TDM Account.

A. Establish and Fund the Incentive Fund.

i. At a rate of $0.02 per gross square foot of new office uses and multi-family residential uses

B. Establish and Fund the Remedy Fund

i. At a rate of $0.20 per gross square foot of new office uses and $0.10 per gross square foot of new multi-family residential uses

RECREATIONAL FACILITIES

34. Public Recreational Amenities/Facilities. The Applicant will provide approximately 2.88 acres of public outdoor open spaces and recreational amenities/facilities in Option 1 and approximately 2.68 acres of public outdoor open spaces and recreational amenities/facilities in Option 2 within the Property as follows:

A. Park A. The Applicant will install park improvements in the location identified as "Park A" and as depicted on Sheet 39 of the CDP/FDP. Park A will be approximately 12,780 square feet in size and include features for passive recreation that will include, but are not limited to, a lawn panel, paths, special paving, public art, landscape, bench seating, movable furniture, dog waste station, trash receptacle, lighting, and amenities as conceptually shown on Sheet 39 of the CDP/FDP. The Applicant may adjust the type and location of vegetation, the design of the open spaces, and the features/amenities comprising Park A as approved by the Zoning Administrator in consultation with the Fairfax County Park Authority ("FCPA"), provided the general character and quality of Park A remains consistent with Sheet 39 of the CDP/FDP. The Applicant will install Park A prior to the issuance of the first RUP for the adjacent townhomes in Park A in Phase B as shown on the Phasing Plans on Sheet 13.

B. Park B. The Applicant will install park improvements in the location identified as "Park B" and as depicted on Sheet 40 of the CDP/FDP. Park B will be approximately 7,118 square feet in size and include features for passive recreation that will include, but are not limited to, a lawn panel, a path, special paving, alley screening, bench seating, movable furnishings, landscape, and trash receptacle, lighting, and amenities as conceptually shown on Sheet 40 of the CDP/FDP. The Applicant may adjust the type and location of vegetation, the design of the open spaces, and the features/amenities comprising Park B as approved by the Zoning Administrator in consultation with the FCPA, provided the general character and quality of Park B remains consistent with Sheet 40 of the CDP/FDP. The Applicant will install Park B prior to the issuance of the first RUP for the adjacent townhomes to Park B in Phase B as shown on the Phasing Plans on Sheet 13.

C. Park C. The Applicant will install park improvements in the location identified as "Park C" and as depicted on Sheet 41 of the CDP/FDP. Park C will be approximately 30,636 square feet in size and include features for active and passive recreation that will include, but are not limited to, a central event lawn, paths, special paving, connection to the perimeter trail and Park D, shade structure, landscape, seating areas, patio, tot lot, playground, pond overlook, pubic art, meadow/pollinator planning, bike racks, trash receptacle, lighting, and amenities as conceptually shown on Sheet 41 of the CDP/FDP. The Applicant may adjust the type and location of vegetation, the design of the open spaces, and the features/amenities comprising Park C as approved by the

Zoning Administrator in consultation with the FCPA, provided the general character and quality of Park C remains consistent with Sheet 41 of the CDP/FDP. The Applicant will install Park C prior to the issuance of the first RUP for Phase D as shown on the Phasing Plans on Sheet 13.

D. Park D. The Applicant will install park improvements in the location identified as "Park D" and as depicted on Sheet 42 of the CDP/FDP. Park D will be approximately 11,858 square feet in size and include features for active and passive recreation that will include, but are not limited to, a pond overlook, sport court, activity lawn, connection to perimeter trail, landscape, bench seating, movable furnishing, dog waste station, trash receptacle, lighting, and amenities as conceptually shown on Sheet 42 of the CDP/FDP. The Applicant may adjust the type and location of vegetation, the design of the open spaces, and the features/amenities comprising Park D as approved by the Zoning Administrator in consultation with the FCPA, provided the general character and quality of Park D remains consistent with Sheet 42 of the CDP/FDP. The Applicant will install Park D prior to the issuance of the first RUP for Phase C as shown on the Phasing Plans on Sheet 13.

E. Park E. The Applicant will install park improvements in the location identified as "Park E" and as depicted on Sheet 43 of the CDP/FDP. Park E will be approximately 10,630 square feet in size and include features for active and passive recreation that will include, but are not limited to, a lawn panel, public art, paths, special paving, connection to perimeter trail, landscape, bench seating, dog waste station, trash receptacle, lighting, and amenities as conceptually shown on Sheet 43 of the CDP/FDP. The Applicant may adjust the type and location of vegetation, the design of the open spaces, and the features/amenities comprising Park E as approved by the Zoning Administrator in consultation with the FCPA, provided the general character and quality of Park E remains consistent with Sheet 43 of the CDP/FDP. The Applicant will install Park E prior to the issuance of the first RUP for Phase C as shown on the Phasing Plans on Sheet 13.

F. Park F. The Applicant will install park improvements in the location identified as "Park F" and as depicted on Sheet 44 of the CDP/FDP. Park F will be approximately 11,668 square feet in size and include features for passive recreation that will include, but are not limited to, a lawn panel, landscape, bench seating, fitness stations, sport court/pickle ball, trash receptacle, lighting, and amenities as conceptually shown on Sheet 44 of the CDP/FDP. Park F may be developed in either of the configurations shown on Sheets 9 or 12A of the CDP/FDP; however, both layouts will provide the same amenities and programming. The Applicant may adjust the type and location of vegetation, the design of the open spaces, and the features/amenities comprising Park F as approved by the Zoning Administrator in consultation with the FCPA, provided the general character and quality of Park F remains consistent with Sheet 44 of the CDP/FDP. The Applicant will install Park F

prior to the issuance of the first RUP for Phase C as shown on the Phasing Plans on Sheet 13.

G. Park G. The Applicant will install park improvements in the location identified as "Park G" and as depicted on Sheet 45 of the CDP/FDP. Park G will be approximately 10,868 square feet in size and include features for active and passive recreation that will include, but are not limited to, a lawn panel, bench seating, landscape, sport court/bocce ball, picnic area or fitness area, bike racks, paths, special paving, and amenities as conceptually shown on Sheet 45 of the CDP/FDP. Park G may be developed in either of the configurations shown on Sheets 9 or 12A of the CDP/FDP; however, both layouts will provide the same amenities and programming. The Applicant may adjust the type and location of vegetation, the design of the open spaces, and the features/amenities comprising Park G, as approved by the Zoning Administrator in consultation with the FCPA, provided the general character and quality of Park G remains consistent with Sheet 45 of the CDP/FDP. The Applicant will install Park G prior to the issuance of the first RUP for Phase A as shown on the Phasing Plans on Sheet 13.

H. Park H. The Applicant will install park improvements in the location identified as "Park H" and as depicted on Sheet 46 of the CDP/FDP. Park H will be approximately 6,480 square feet in size and include features for active and passive recreation that will include, but are not limited to, bench seating, dog play area, dog relief area, landscape, trash receptacle, lighting, and amenities as conceptually shown on Sheet 46 of the CDP/FDP. The Applicant may adjust the type and location of vegetation, the design of the open spaces, and the features/amenities comprising Park H as approved by the Zoning Administrator in consultation with the FCPA, provided the general character and quality of Park H remains consistent with Sheet 46 of the CDP/FDP. The Applicant will install Park H prior to the issuance of the first RUP for Phase A as shown on the Phasing Plans on Sheet 13.

i. Dog Park. The dog play area in Park H (the "Dog Park") will include surfacing that is made of decomposed granite (preferred), gravel, or synthetic turf; fencing that includes a double-entry gate; covered trash cans and dog waste bag dispensers; a water source for maintenance purposes (with hose) and a dog/human water fountain; and benches inside the fence. The Dog Park will be maintained and operated as follows:

a. Annually inspect water sources and repair as needed.

b. Empty the covered trash receptacles two times per week.

c. Check dog waste bag stations two times per week and replenish as needed.

I. Park J. The Applicant will install park improvements in the location identified as "Park J" and as depicted on Sheet 48 of the CDP/FDP. Park J will be approximately 9,382 square feet in size and include features for passive recreation that will include, but are not limited to, bench seating, a lawn panel, tot lot, bike racks, special paving, landscape, lighting, and amenities as conceptually shown on Sheet 48 of the CDP/FDP. The Applicant may adjust the type and location of vegetation, the design of the open spaces, and the features/amenities comprising Park J as approved by the Zoning Administrator in consultation with the FCPA, provided the general character and quality of Park J remains consistent with Sheet 48 of the CDP/FDP. The Applicant will install Park J prior to the issuance of the first RUP for Phase C as shown on the Phasing Plans on Sheet 13.

J. Park K. The Applicant will install park improvements in the location identified as "Park K" and as depicted on Sheet 49 of the CDP/FDP. Park K will be approximately 10,058 square feet in size and include features for passive recreation that will include, but are not limited to, a lawn panel, bench seating, landscape, lunch/picnic area, movable furnishings, trash receptacle, lighting, and amenities as conceptually shown on Sheet 49 of the CDP/FDP. The Applicant may adjust the type and location of vegetation, the design of the open spaces, and the features/amenities comprising Park K as approved by the Zoning Administrator in consultation with the FCPA, provided the general character and quality of Park K remains consistent with Sheet 49 of the CDP/FDP. The Applicant will install Park K prior to the issuance of the first RUP for the first phase of the Proposed Development as shown on the Phasing Plans on Sheet 13.

K. Park L. The Applicant will install park improvements in the location identified as "Park L" and as depicted on Sheet 50 of the CDP/FDP. Park L will be approximately 3,803 square feet in size and include features for passive recreation that will include, but are not limited to, a lawn panel, landscape, lunch/picnic area, movable furnishing, trash receptacle, lighting, and amenities as conceptually shown on Sheet 50 of the CDP/FDP. The Applicant may adjust the type and location of vegetation, the design of the open spaces, and the features/amenities comprising Park L as approved by the Zoning Administrator in consultation with the FCPA, provided the general character and quality of Park L remains consistent with Sheet 50 of the CDP/FDP. The Applicant will install Park L prior to the issuance of the first RUP for the first phase of the Proposed Development as shown on the Phasing Plans on Sheet 13.

L. Park M. The Applicant will install park improvements in the location identified as "Park M" and as depicted on Sheet 65 of the CDP/FDP. Park M will be approximately 8,231 square feet in size and include features for passive recreation that will include, but are not limited to, a lawn panel, landscape, bench seating, paths, connection to perimeter trail and Park D, trash receptacle, lighting, and amenities as conceptually shown on Sheet 65 of the CDP/FDP. The Applicant may adjust the type and location of vegetation, the design of the open

spaces, and the features/amenities comprising Park M as approved by the Zoning Administrator in consultation with the FCPA, provided the general character and quality of Park M remains consistent with Sheet 65 of the CDP/FDP. The Applicant will install Park M prior to the issuance of the first RUP for Phase D in Option 2 only as shown on the Phasing Plans on Sheet 13.

M. Park N. The Applicant will install park improvements in the location identified as "Park N" and as depicted on Sheet 66 of the CDP/FDP. Park N will be approximately 13,651 square feet in size and include features for passive recreation that will include, but are not limited to, a lawn panel, landscape, bench seating, picnic area, trash receptacle, lighting, and amenities as conceptually shown on Sheet 66 of the CDP/FDP. The Applicant may adjust the type and location of vegetation, the design of the open spaces, and the features/amenities comprising Park N as approved by the Zoning Administrator in consultation with the FCPA, provided the general character and quality of Park N remains consistent with Sheet 66 of the CDP/FDP. The Applicant will install Park N prior to the issuance of the first RUP for Phase D in Option 2 only as shown on the Phasing Plans on Sheet 13.

N. Public Access. As part of site plan approval for the Proposed Development, the Applicant will grant to the Board of Supervisors public access easements on the urban parks as generally shown on Sheet 38 and 64 of the CDP/FDP, in a form acceptable to the County Attorney, for Parks A through H and Parks J through N (collectively, the "Public Recreational Amenities") that will, at a minimum, be open to the general public from 6:00 AM to 10:00 PM, provided that the public access easements will reserve to the Applicant the right to: (i) establish reasonable rules and regulations governing the use of the Public Recreational Amenities, (ii) temporarily limit access to the Public Recreation Amenities for reasonable periods of time for purposes of construction and/or maintenance, and (iii) temporarily limit access to the Public Recreational Amenities as may be necessary to host programmed events for residents of the Proposed Development and/or the local community.

O. Wayfinding and Identification Signage. The Applicant will provide wayfinding and identification signage at a minimum rate of one sign per proffered urban park, consistent with FCPA POPs signage guidelines, subject to review and approval by FCPA at the time of site plan review.

35. Private Recreational Amenities/Facilities. Pursuant to Section 2105.5.B(4) of the Zoning Ordinance, the Applicant will provide on-site recreational facilities for the future residents of the Property and will expend a minimum of $2,400.00 per non-ADU residential unit on such recreational facilities. For such on-site recreational facilities, the Applicant will provide an executed security package with the County in accordance with Section 8100.2.E(4) of the Zoning Ordinance. For any contributions to be made in lieu of providing on-site recreational facilities, the Applicant will make such contributions to the

FCPA on a per unit basis prior to the issuance the RUP for each such residential unit in accordance with Section 8100.2.E(4) of the Zoning Ordinance.

36. Athletic Field Contribution. To address the Comprehensive Plan's recommendations regarding the provision of public facilities and athletic fields in the Transit Station Areas, the Applicant will contribute $1.72 per square foot of gross floor area of net new development constructed as part of the Proposed Development to the FCPA for the provision of parks and recreation facilities serving Reston. This contribution will be calculated prior to approval of each site plan on the Property. When a contribution is required for a particular building under this Proffer, the Applicant will make the contribution prior to the issuance of the first RUP for such building. The Applicant will not be required to make any athletic field contributions for the Existing Office Development.

PUBLIC SCHOOLS CONTRIBUTION

37. Fairfax County Public Schools Contribution.

A. Per the Residential Development Criteria Implementation Motion adopted by the Board of Supervisors on January 7, 2003, the Applicant will contribute $14,956.00 per new student generated by the Proposed Development to the Fairfax County Board of Supervisors for transfer to the Fairfax County School Board to be utilized for capital improvements to Fairfax County public schools to address impacts on the school division resulting from the Proposed Development.

i. Townhome and Stacked Townhome Units: Prior to site plan approval for the single-family attached dwelling units, the Applicant will contribute funds based on a student yield of .254, .072 and .141 for elementary, middle and high school, respectively. Such contributions will be based on the actual number of units to be constructed as shown on the site plan, so the total amount of the contributions may vary. 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 single-family attached unit or the amount of contribution per student, the Applicant will pay the modified contribution amount for that phase of development to reflect the then-current ratio and/or contribution.

ii. Multi-Family Units: Prior to site plan approval for the multi-family dwelling units, the Applicant will contribute funds based on a student yield of .061, .019, and .028 for elementary, middle and high school, respectively. Such contributions will be based on the actual number of units to be constructed as shown on the site plan, so the total amount of the contributions may vary. 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 multi-family unit or the amount of contribution per student, the Applicant will pay the

modified contribution amount for that phase of development to reflect the then-current ratio and/or contribution.

B. Prior to the commencement of construction for the Proposed Development, the Applicant will notify the Fairfax County Public Schools Office of Facilities Planning Services of the intended construction and anticipated completion date for the Proposed Development on the Property.

AFFORDABLE HOUSING

38. Affordable Dwelling Units. If required by the provisions of Section 5101 of the Zoning Ordinance in effect as of the approval date of this Application (the "ADU Ordinance"), the Applicant will provide Affordable Dwelling Units ("ADUs") pursuant to the ADU Ordinance and the Administrative Regulations Concerning the Sale and Rental of Affordable Dwelling Units, as amended, unless modified by the ADU Advisory Board, and to the satisfaction of the Department of Housing and Community Development.

39. Workforce Dwelling Units. In addition to any ADUs required pursuant to Proffer 38, the Applicant will provide for-sale and/or rental housing units with the Proposed Development to be sold/rented as Workforce Dwelling Units ("WDUs") in accordance with the Board of Supervisors' Workforce Dwelling Unit Policy Guidelines adopted on adopted on September 10, 2024 (the "Policy Guidelines"), as administered through the Board of Supervisor's Countywide and Tysons Urban Center Workforce Dwelling Unit Administrative Policy Guidelines adopted on March 18, 2025 (the "Administrative Guidelines"). In accordance with the Fairfax County Comprehensive Plan, Reston Transit Station Area Recommendations, a minimum of 12 percent (12%) of the total number of residential units constructed as part of the Proposed Development are to be sold/rented as WDUs. Such WDUs will be in addition to any requirement to provide ADUs in accordance with the ADU Ordinance in effect as of the approval date of this Application, provided the total number of required ADUs and WDUs will not be required to exceed 12 percent (12%) of the total number of residential units constructed as part of the Proposed Development. When the required number of WDUs results in a fractional unit less than 0.5, the number will be rounded down to the next whole number. When the required number of WDUs results in a fractional unit equal to or greater than 0.5, the number will be rounded up to the next whole number. The Applicant reserves the right to enter into a separate binding written agreement with the Department of Housing and Community Development as to the terms and conditions of the administration of the WDUs following approval of this Application without the need for a PCA. Such an agreement will be on terms mutually acceptable to both the Applicant and Fairfax County and may occur after the approval of this Application. Neither the Board of Supervisors nor the Applicant will be obligated to execute such an agreement. If such an agreement is executed by all applicable parties, then the WDUs will be administered solely in accordance with such an agreement and the provisions of this proffer will become null and void.

A. Income Tiers for For-Sale WDUs. To the extent the Applicant offers the residential units as for-sale dwelling units, the Applicant will provide for-sale WDUs in the

Proposed Development distributed evenly among three (3) income tiers of up to seventy percent (70%) of Area Median Income ("AMI"), eighty percent (80%) of AMI, and one hundred percent (100%) of AMI.

B. Income Tiers for Rental WDUs. To the extent the Applicants offers the residential units as rental dwelling units, the Applicant will provide rental WDUs in the Proposed Development distributed among three (3) income tiers with fifty percent (50%) of the WDUs offered to households whose income is up of up to eighty percent (80%) of AMI, twenty five percent (25%) of the WDUs offered to households whose income is up of up seventy percent (70%) of AMI, and twenty five percent (25%) of the WDUs offered to households whose income is up to sixty percent (60%) of AMI.

C. Integration of WDUs. The Applicant will integrate and disperse any required WDUs throughout the development in accordance with Section 1 of the Policy Guidelines, so as to avoid the concentration of WDUs on any one floor or in any one building or area of the Property.

PUBLIC ART

40. Public Art. The Applicant will contribute to public art in the Reston community as part of the Proposed Development by providing public art within the Property, generally as shown on the CDP/FDP. The Applicant will provide public art within the applicable urban park, as identified in Proffer 34, prior to the issuance of the first RUP for the applicable phase associated with such urban park, as shown on the Phasing Plans on Sheet 13.

GREEN BUILDING

41. Green Building for the Residential Units. In order to promote energy conservation and green building techniques for the residential units, the Applicant will select one of the following programs to be implemented for the townhomes, stacked townhomes, and multi-family residential building and will inform the Environmental Branch of DPD which program the Applicant has chosen as part of the first site plan submission for the townhomes and multi-family building.

A. LEED for Homes. The Applicant will include, as part of the site plan submission and building plan submission, a list of specific credits within the most current version of the U.S. Green Building Council's Leadership in Energy and Environmental Design—Homes. A LEED-accredited professional (LEED-AP) who is also a professional engineer or licensed architect 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 building plan approval, the Applicant will post a "green building escrow," in the form of cash or a letter of credit from a financial institute acceptable to LDS as defined in the Public Facilities Manual, in the amount of (80% of the square footage of the building multiplied by $2). This escrow will be in addition to and separate from other bond requirements and will be released upon demonstration of attainment of certification, by the U.S. Green Building Council, under the most current version of the U.S. Green Building Council's (USGBC) Leadership in Energy and Environmental Design for Homes (LEED® for Homes) rating system. The provision to the Environmental Branch of DPD of documentation from the U.S. Green Building Council that each building has attained LEED certification will be sufficient to satisfy this commitment. If the Applicant fails to provide documentation to the Environmental Branch of DPD demonstrating attainment of LEED certification within one year of issuance of the final RUP for the building, the escrow will be released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives.

Prior to building plan approval, the Applicant will designate DPZEDRB@fairfaxcounty.gov as a team member in the USGBC's LEED Online system. This team member will have privileges to review the project status and monitor the progress of all documents submitted by the project team, but will not be assigned responsibility for any LEED credits and will not be provided with the authority to modify any documentation or paperwork.

If the Applicant provides to the Environmental Branch of DPD, within one year of issuance of the final RUP for the building, documentation demonstrating that LEED certification for the building has not been attained but that the building has been determined by the U.S. Green Building Council to fall within three points of attainment of LEED 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.

If the Applicant fails to provide, within one year of issuance of the final RUP for the building, documentation to the Environmental Branch of DPD demonstrating attainment of LEED certification or demonstrating that the building has fallen short of certification by three points or more, the entirety of the escrow for that building will be released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives. If the Applicant provides documentation from the USGBC demonstrating, to the satisfaction of the Environmental Branch of DPD, that USGBC 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 proffered time frame will be extended until such time as evidence is obtained, and no release of escrowed funds will be made to the Applicant or to the County during the extension.

B. LEED-NC. The applicant will include, as part of the site plan submission and building plan submission, a list of specific credits within the most current version of the U.S. Green Building Council's Leadership in Energy and Environmental Design— New Construction (LEED®-NC) rating system, or other LEED rating system determined to be applicable to the building(s) by the U.S. Green Building Council (USGBC), that the Applicant anticipates attaining. A LEED-accredited professional (LEED-AP) who is also a professional engineer or licensed architect 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.

In addition, prior to site plan approval, the Applicant will designate the DPZEDRB@fairfaxcounty.gov as a team member in the USGBC's LEED Online system. This team member will have privileges to review the project status and monitor the progress of all documents submitted by the project team but will not be assigned responsibility for any LEED credits and will not be provided with the authority to modify any documentation or paperwork.

Prior to the building plan approval, the Applicant will submit documentation, to the Environmental Branch of DPD and to LDS, regarding the U.S. Green Building Council'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 certification. Prior to release of the bond for the project, the Applicant will provide documentation to the Environmental Review Branch of DPD and to LDS demonstrating the status of attainment of LEED Certified or a higher level of certification from the U.S. Green Building Council for the building.

As an alternative to the actions outlined in the above paragraphs, or if the U.S. Green Building Council review of design-oriented credits indicates that the project is not anticipated to attain a sufficient number of design-related credits to support attainment of LEED Silver certification, the Applicant will post, a "green building escrow," in the form of cash or a letter of credit from a financial institution acceptable to LDS as defined in the Public Facilities Manual, in the amount of $2/square foot of GFA for the building. This escrow will be in addition to and separate from other bond requirements and will be released upon demonstration of attainment of LEED Silver certification or higher level of certification, by the U.S. Green Building Council, under the most current version of the LEED-NC rating system or other LEED rating system determined, by the U.S. Green Building Council. The provision to the Environmental Branch of DPD and to LDS of documentation from the U.S. Green Building Council that the building has attained LEED Silver certification will be sufficient to satisfy this commitment. At the time LEED Silver certification is demonstrated to the Environmental Branch of DPD, the escrowed funds and/or letter(s) of credit will be released to the Applicant.

If prior to bond extension, reduction or final bond release for the building site, whichever occurs first, the Applicant provides to the Environmental Branch of DPD documentation demonstrating that LEED certification for the building has not been attained but that the building has been determined by the USGBC to fall within three (3) points of attainment of LEED certification, 50% of the green building 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 certification is still in progress at the time of application for the bond extension or reduction, the time frame for the provision of the documentation described above will be automatically extended to the time of the next bond extension or reduction. However, the documentation must be provided prior to the final bond release for the building site.

If prior to the bond extension, reduction or final bond release for the building site, whichever occurs first, the Applicant fails to provide documentation to the Environmental Branch of DPD demonstrating attainment of LEED certification or demonstrating that the building has fallen short of LEED certification by three (3) points or more, the entirety of the escrow for that building will be released to Fairfax County and will be posted to a fund within the County budget supporting implementation of County environmental initiatives. If the certification is still in progress at the time of application for bond extension or reduction, the time frame for the provision of the documentation described above will be automatically extended to the time of the next bond extension or reduction. However, the documentation must be provided prior to the final bond release for the building site.

If the Applicant provides documentation from the USGBC demonstrating, to the satisfaction of the Environmental Branch of DPD, that USGBC 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 may be extended as determined appropriate by the Zoning Administrator, and no release of escrowed funds will be made to the Applicant or to the County during the extension.

C. National Green Building Standard ("NGBS") Certification. If the Applicant selects NGBS, then the Applicant will provide certification in accordance with the most current version of NGBS, 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.

D. EarthCraft. If the Applicant selects EarthCraft House or Multi-Family Program, then the Applicant will provide documentation to the Environmental Branch of DPD demonstrating certification for the applicable residential units under the

EarthCraft Program prior to the issuance of the RUP for each such residential unit for which certification is sought. If certification is still in process at the 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 residential unit. The Applicant must provide documentation to Environmental Branch of DPD demonstrating that certification for the Proposed Development has been attained prior to final bond release.

E. The Applicant may utilize an equivalent alternative program selected in consultation with and approved by the Environmental Branch of DPD prior to the site plan approval.

NOISE ATTENUATION

42. Noise Attenuation. The Applicant has completed an acoustical analysis (the "Noise Study") for the Proposed Development and has submitted the Noise Study to the Environmental Branch of DPD, which has reviewed the Noise Study. The Applicant will incorporate construction measures consistent with those found in the Noise Study, to ensure that interior noise in Residential Units will not be in excess of DNL 45 dBA and outdoor active recreation areas will not exceed DNL 65 dBA. If mitigation measures are required, then site and building plans for each building/unit that is subject to noise mitigation must depict the final noise contours as determined by the noise study; measures that will be incorporated must be included on site and/or building plans.

A. Refined Acoustical Analysis. A refined acoustical analysis (the "Refined Noise Study"), to include a Building Shell and Barrier analysis, will be submitted concurrent with the first site plan submission to LDS for review and approval and distribution to the Public Facilities and Development Review Branch ("PFDRB") of 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. All residential units will 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.

B. Notification of Exterior Noise Levels. The Applicant will notify potential tenants or purchasers of individual Residential Units with balconies, either in the lease or sales contract, that exterior noise levels may exceed 65 dBA, which is the policy established by the County for outdoor active recreation in residential areas impacted by high noise levels. The Applicant will not provide balconies for any individual Residential Units that will be affected by noise levels exceeding 75 dBA as determined by the Refined Noise Study.

C. Noise Wall. The character and quality of the noise wall will be in substantial conformance with the noise wall shown on Sheet 59A of the CDP/FDP. The final design, location, and materials will be provided at the time of site plan submission as determined by the Refined Noise Study.

SANITARY SEWER

43. Sanitary Sewer. The Applicant has submitted an initial sanitary sewer capacity analysis. The Applicant will submit a final, site-specific sanitary sewer analysis outlining sanitary sewer capacity with the site plan submission. Should sanitary sewer upgrades be required to serve the additional flow generated by the Proposed Development, the Applicant will complete, submit, and bond the required sanitary sewer improvements at the time of construction plan submission (which may be included on the site plan, a separate public improvement plan, or other applicable plan). Any required improvements must be constructed and obtain field approval from Fairfax County prior to the issuance of the first RUP for the Property. To the extent sanitary sewer improvements are constructed by the Applicant, the Applicant will be eligible for reimbursement in accordance with the Department of Public Works and Environmental Services "Statement of Policy Regarding Sewage Disposal," as amended.

MISCELLANEOUS PROFFERS

44. Phase II Dulles Rail Tax District Buyout. At least sixty (60) days prior to recording for-sale residential condominium documents for any portion of the Property located within the Phase II Dulles Rail Transportation Improvement District (the "Phase II District"), the Applicant will provide written notice to the Director of the Real Estate Division of the Fairfax County Department of Tax Administration advising that the Applicant intends to record condominium documents for that portion of the Property and requesting a lump sum payment amount that represents the then-present value of the future special improvement taxes that would have been payable to the Phase II District attributable to that portion of the Property under its current I-4 zoning classification. Such an amount will be determined in accordance with a formula approved by the Board of Supervisors. The Applicant will pay Fairfax County such sum prior to recording the condominium documents for that portion of the Property. Any special improvement taxes paid in the year the Application is approved will be credited toward the on-time payment on a pro-rated basis.

45. Telecommunications Equipment and Mechanical Units. The Applicant may place telecommunications equipment, mechanical units, and appurtenant facilities on the rooftop of any buildings within the Proposed Development. Any such facilities must comply with the applicable requirements of the Zoning Ordinance and be screened and/or set back sufficiently from the perimeter of the roof such that they generally are not visible when viewed from the property line at street level. Other screening measures may be used such as screening such facilities with architectural features and/or landscaping compatible with the building architecture, screening with rooftop amenities, incorporating such facilities as part of the architecture of the buildings,

utilizing compatible colors, or telecommunications screening material and flush-mounted antennas. The Applicant also may integrate telecommunications equipment architecturally into building facades where necessary to ensure on-street and/or open space coverage.

46. Garage Use Restrictions. Any conversion or use of the single-family attached garages that precludes the parking of vehicles and the storage of trash and recycling containers within such garages is prohibited. Owners of the single-family attached dwelling units will be required to store trash and recycling containers inside their garages, except on collection days. The Applicant will record a covenant setting forth these restrictions among the land records of Fairfax County in a form approved by the County Attorney, which may be part of any recorded UOA/HOA/COA/CAs declaration, prior to the sale of any single-family attached dwelling units and will run to the benefit of the UOA/HOA/COA/CAs and the Board of Supervisors. These restrictions will be included in the marketing materials for the initial sales of the single-family attached units and disclosed in the UOA/HOA/COA/CAs documents. Prospective purchasers will be advised of these restrictions, including the dimensions of the garage, in writing, prior to entering into a contract of sale for any single-family attached dwelling unit.

47. Advance Density Credit. The Applicant reserves density credit as may be permitted by the provisions of Section 5100.2.E of the Zoning Ordinance for all eligible dedications described herein or as may be required by Fairfax County or VDOT.

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

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

50. Annual Escalation Clause. For all proffers in this document specifying monetary contributions, except for Proffers 31 and 37, the contribution and/or budget amount will escalate or de-escalate, as applicable, on a yearly basis from the base year of 2026 and change effective each January 1 thereafter, as permitted by Section 15.2-2303.3 of the Code of Virginia, as amended.

51. Zoning Administrator Extensions. Notwithstanding the foregoing commitments in these Proffers, upon demonstration by the Applicant that, despite diligent efforts by the Applicant or due to factors beyond the Applicant's control, any improvements and/or contributions required under these Proffers have been delayed or will be delayed beyond the time frames specified for the completion of such improvements and/or contributions, the Zoning Administrator may extend the timeframes for completion to a later date as determined by the Zoning Administrator.

52. Phased Occupancy. Notwithstanding the foregoing commitments in these Proffers, nothing will preclude the Applicant from obtaining a temporary certificate of occupancy and/or phased occupancy under the applicable provisions of the Virginia Construction Code, provided that such portion or portions of a building or structure may be occupied safely prior to full completion of the building or structure without endangering life or public safety and subject to the approval of the Zoning Administrator to extend or defer the timeframes for completion of any improvements and/or contributions required under these Proffers triggered by the RUP for the building or structure for which the Applicant seeks a temporary certificate of occupancy and/or phased occupancy.

53. Salt Management. Salt for the multi-family residential building should only be applied during freezing inclement weather and only to paved surfaces to the extent needed for safety. When no longer needed, excess or leftover salt will be removed for reuse or disposed of properly. Residual salt will not be swept or shoveled into planted landscape areas, the wet pond and/or any bioretention area, as applicable. When not in use, salt should be stored in a covered area to protect it from precipitation.

54. Traffic Signal Preemption. Prior to approval of the first site plan for the Proposed Development, the Applicant will contribute $20,000 to the Capital Project entitled "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 Hunter Mill District, as determined by the Fire and Rescue Department. The Applicant will have no responsibility for the installation or maintenance of the preemption equipment.

[Signature pages follow]