County of Fairfax, Virginia
Planning Commission Meeting
November 4, 2026
Planning Commission Action

PCA-2006-SU-007-03/CDPA-2006-SU-007/FDPA-2006-SU-007-05 (RZPA-2023-SU-00093) – PULTE HOME COMPANY, LLC AND POTOMAC LAND GROUP III, LLC
(Sully District)

PLANNING COMMISSION RECOMMENDATIONS:

On November 4, 2026, the Planning Commission voted 10-0 (Commissioners Clarke and Landgraf were absent from the meeting) to recommend to the Board of Supervisors approval of the following:

- PCA-2006-SU-007-03 and CDPA-2006-SU-007, subject to the execution of proffer conditions dated October 16, 2026;

- Adoption of the proposed ordinance amending the Zoning Ordinance reflecting approval of these applications; and

- Modification of the trail requirement for Wall Road in Zoning Ordinance Section 8100.7.E(2) in favor of the retention of the existing Wall Road trail shown on the CDPA/FDPA.

In a related action, the Planning Commission voted 10-0 (Commissioners Clarke and Landgraf were absent from the meeting) to approve FDPA-2006-SU-007-05, subject to the Board's approval of the concurrent PCA/CDPA applications.

ATTACHED DOCUMENTS:
Proffer Conditions dated October 16, 2026

CD

DRAFT PROFFERS

PULTE HOME COMPANY, LLC
POTOMAC LAND GROUP III, LLC

PCA 2006-SU-007-03

October 16, 2026

Pursuant to Section 15.2-2303(A) of the Code of Virginia, 1950, as amended, and subsection 8100.2.D of the Zoning Ordinance of Fairfax County 1978, as amended and effective as of May 10, 2023 (hereinafter referred to as the "Zoning Ordinance"), Pulte Home Company, LLC and Potomac Land Group III, LLC, for and on behalf of the owners, itself, and its successors and/or assigns (hereinafter collectively referred to as the "Applicants"), in PCA 2006-SU-007-03 filed on property identified as Fairfax County 2026 tax map 24-4 ((1)) 6C1 (hereinafter referred to as the "Application Property") hereby proffers the following, provided that the Fairfax County Board of Supervisors (the "Board") approves a proffered condition amendment on the Application Property. Upon approval of the proffered condition amendment, these proffers will replace and supersede all previous proffers approved on the Application Property. In the event this application is denied by the Board, these proffers and conditions will immediately be null and void.

DEVELOPMENT PLAN

1. Development Plan. Subject to the provisions of subsection 8100.2.E.(1) and (2) of the Zoning Ordinance, the Application Property will be developed in substantial conformance with the Conceptual Development Plan Amendment/Final Development Plan Amendment, prepared by Urban, Ltd. dated October 10, 2023 as revised through October 16, 2026 (the "CDPA/FDPA"), and as further modified by these proffers. The Conceptual Development Plan Amendment (CDPA) elements are limited to: the points of access and accompanying pedestrian and vehicular circulation routes through the Application Property; the general quality and character of streetscape; the minimum amount of open space and general quality, character, and location of urban parks; the general location and arrangement of buildings; maximum building heights; the maximum number and type of dwelling units; and the building setbacks from the property lines. The remaining elements are Final Development Plan Amendment (FDPA) elements.

3. Minor Modifications. Minor modifications to the CDPA/FDPA may be permitted as determined by the Fairfax County Zoning Administrator (the "Zoning Administrator") in accordance with subsection 8100.5.A.(1) of the Zoning Ordinance.

4. Minor Variations. Minor variations to these proffered conditions and the CDPA/FDPA may be approved in accordance with the provisions of subsection 8100.5.A.(2) of the Zoning Ordinance.

5. Fire Marshal Evaluation. Changes to the CDPA/FDPA may be permitted in response to the review of site plans by the Fire Marshal as necessary to allow for required emergency

vehicle access, without requiring approval of a Proffer Conditions Amendment (PCA) or an amendment to the CDPA/FDPA provided such modifications are approved by the Zoning Administrator in consultation with other applicable agencies as determined by the Zoning Administrator and are in substantial conformance with the CDPA/FDPA and these proffers.

6. VDOT Evaluation. Changes to the CDPA/FDPA may be permitted in response to the review of site plans by the Virginia Department of Transportation (VDOT) as necessary without requiring approval of a PCA or an amendment to the CDPA/FDPA provided such modifications are approved by the Zoning Administrator in consultation with other applicable agencies as determined by the Zoning Administrator and are in substantial conformance with the CDPA/FDPA and these proffers.

DEVELOPMENT PROGRAM

7. Development Program. The Application Property will be developed with three multifamily residential buildings containing a combined total of up to 240,000 gross square feet and up to 108 multifamily dwelling units and up to 31,460 gross square feet of commercial uses (the "Development Program") as shown on the CDPA/FDPA. The commercial uses may include, but are not limited to, public uses, offices, general retail sales, restaurants, carryout restaurants, personal services, massage therapy establishments, business services, financial institutions, indoor commercial recreation, pet grooming establishments, veterinary hospitals, health and exercise facilities, and convenience stores.

8. Intensity/Density Credit. All intensity/density attributable to land area dedicated from the Application Property as designated on the CDPA/FDPA and/or conveyed at no cost to the Board or any other public entity pursuant to these proffers, or as may be required at site plan, will be subject to the provisions of subsection 5100.2.E.(5)(c) of the Zoning Ordinance and is hereby reserved to the Application Property.

9. Phasing. The construction of the Development Program described in these proffers is intended to occur in two phases as shown on Sheet 05 of the CDPA/FDPA. However, the Applicant will not commence construction of the third residential building shown as Building C on the CDPA/FDPA until development permits are issued for the commercial use. The Applicant within its sole discretion may submit one or more site plans for the Development Program.

10. Retaining Walls. The Applicant reserves the right to install retaining walls with a maximum height of three feet on the Application Property, subject to the approval of Land Development Services (LDS) without the need for a PCA or an amendment to the CDPA/FDPA if determined necessary at the time of site plan.

BUILDING DESIGN

11. Architecture. The architectural design of the Development Program will be generally consistent with the conceptual elevations and renderings depicted on Sheets 32 through

35 of the CDPA/FDPA, and will be generally consistent in style on all sides of the buildings. The elevations may be refined as a result of final design and engineering so long as the character and quality of the building remains in substantial conformance with that shown on the CDPA/FDPA.

12. Commercial Uses. The commercial buildings will feature a minimum finished floor-to-ceiling height of 12 feet. The facades of the commercial buildings will incorporate architectural elements such as, but not limited to, canopies, overhangs, exterior doors, storefront glazing, signage, and murals. Additional features such as outdoor seating, special paving, landscaping, or lighting will be incorporated in the commercial portion of the Application Property.

13. Bird-Friendly Design. In an effort to reduce bird injury and death due to inflight collisions with buildings, the Applicant will design each residential 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 each building for which such measures are proposed, as applicable. Additional bird-friendly design elements may be used such as, but not limited to, 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 each residential building, the provisions of this proffer will be deemed satisfied as to such building.

14. Parking Garage. The Applicant will treat any exposed above-grade parking structures with architectural facade treatments and/or landscaping features as generally shown on the CDPA/FDPA. Façade treatments must incorporate elements of the building architecture and materials so that the garage is visually integrated into the building design. The final design of the garage treatment must be provided at time of building plan submission.

15. Loading/Trash Areas. The Applicant will screen the loading and trash areas associated with the commercial uses with landscaping as shown on Sheet 25 of the CDPA/FDPA. The Applicant will appoint an employee of the building management of the commercial uses to oversee loading operations. It will be that employee's responsibility to minimize loading conflicts and keep the loading and trash areas clean.

16. Rooftop Equipment. Rooftop mechanical equipment must be screened from view from the ground level of the adjacent streets.

17. Telecommunications Equipment. Telecommunications equipment may be placed on the rooftops and façades of the Development Program on the Application Property without a need for a PCA or an amendment to the CDPA/FDPA. Any such facilities will comply with the applicable requirements of the Zoning Ordinance, will not be included in calculations of maximum building height depicted on the CDPA/FDPA, and be screened and/or setback sufficiently from the perimeter of the roof and penthouse such that they

are not visible from the surrounding streets at street level. Other screening measures may be used such as, but not limited to, facilities that are part of the architecture of the buildings, utilizing compatible colors, or employing telecommunication screening material and flush mounted antennas. Telecommunication equipment may also be architecturally integrated onto façades of the building where necessary.

SUSTAINABLE DESIGN

18. Green Building – Residential Buildings. The Applicant will seek certification of the multifamily buildings in accordance with one of the following programs as selected by the Applicant within its sole discretion and must notify the Environmental Branch of the Department of Planning and Development (DPD) of the program selected at time of site plan.

    a. National Green Building Standard (NGBS). Certification in accordance with the most current version of National Green Building Standard (NGBS) using either the ENERGY STAR® Qualified Homes path for energy performance, or another approved energy performance path, as demonstrated through documentation submitted the Environmental Branch of DPD and LDS 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 Residential Use Permit (RUP) for each dwelling unit. To use an energy path other than ENERGY STAR, the Applicant must provide both the above referenced certification documentation and additional documentation demonstrating equivalent or greater energy performance to the ENERGY STAR standard prior to the issuance of the RUP for each dwelling unit.

    b. EarthCraft Multifamily. The Applicant will seek certification of each multifamily building in accordance with the EarthCraft Multifamily Program as demonstrated through documentation provided to the Environmental Branch of DPD and LDS prior to the issuance of the RUP for each dwelling unit. If certification is in process at time of RUP issuance, the Applicant must provide documentation from the EarthCraft project manager demonstrating that the project has been registered, completed final inspection, and has met the requirements to attain EarthCraft certification prior to RUP issuance for each dwelling unit. The Applicant must provide documentation to the Environmental Branch of DPD and LDS demonstrating that certification for the building has been attained prior to final bond release.

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

19. Green Building – Commercial Uses. The Applicant will seek certification of the commercial buildings in accordance with one of the following programs as selected by the Applicant within its sole discretion and must notify the Environmental Branch of the DPD of the program selected at time of site plan.

a. EarthCraft Light Commercial. Prior to issuance of the building permit for each commercial building, the Applicant will provide documentation from the assigned EarthCraft Light Commercial (ECLC) project manager to the Environmental Branch of DPD and LDS demonstrating that the commercial building had completed the ECLC design and planning review and the ECLC pre-construction meeting, and is meeting all requirements to obtain ECLC certification. Prior to the issuance of the Non-RUP for each commercial building, the Applicant will provide documentation from the assigned ECLC project manager to the Environmental Branch of DPD and LDS demonstrating that the project has met all requirements pertaining to the ECLC final site visit and has applied for the ECLC certification.

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

20. Electric Vehicle (EV) Charging.

a. Multifamily Buildings. Concurrent with the first site plan submission, the Applicant will designate a minimum of 10 percent of the parking spaces within each multifamily building's parking garage to be equipped with charging stations. Charging stations will be universal, Level 2 or equivalent EV charging connections that are fully wired and functional prior to the issuance of the first RUP for each multifamily building. The Applicant reserves the right to install additional charging stations and/or conduits within its discretion at the time of site plan.

b. Commercial Uses. Concurrent with the first site plan submission, the Applicant must designate a minimum of two percent of the required parking spaces associated with the commercial uses to be equipped with universal, Level 2 or equivalent EV charging connections, which must be fully wired and functional prior to the issuance of the first Non-RUP. The Applicant reserves the right to install additional charging stations and/or conduits within its discretion at the time of site plan.

ENVIRONMENTAL

21. Noise Attenuation. The Applicant must incorporate mitigation measures consistent with those found in the Discovery Square South Transportation Noise Impact Analysis Report No. 260630 prepared by Phoenix Noise & Vibration, LLC to ensure that interior noise in residential dwelling units will not be in excess of DNL 45 dBA and designated urban parks will not exceed DNL 65 dBA. If mitigation measures are required, then the recommended measures will be incorporated into the associated site and building plan for each unit that requires noise mitigation.

a. Refined Acoustical Analysis. A refined acoustical analysis, to include a Building Shell and Barrier analysis, will be submitted concurrent with the site plan to LDS

for review and approval, and distributed to the Public Facilities and Development Review Branch (PFDRB) of DPD for review and approval. Mitigation measures appropriate to reduce indoor noise for residential dwelling units to no more than DNL 45 dBA and designated urban parks to no more than DNL 65 dBA, consistent with the sound attenuation recommendations in the refined analysis, will be incorporated into the project. 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. The Applicant will notify potential tenants or purchasers of individual residential units with balconies, either in their leases or sales contracts, as applicable, if exterior noise levels may exceed DNL 65 dBA. Balconies will not be constructed in areas where the noise level is projected to exceed DNL 65 dBA unless notification is provided to prospective and future residents.

22. Outdoor Lighting. All outdoor lighting on-site must comply with the lighting standards set forth in Section 5109 of the Zoning Ordinance. All parking and building mounted security lighting on the Application Property must utilize full cut-off fixtures and LED lighting must be used for all streetlights.

23. Salt Management. Salt must be stored in a covered area and only applied to paved surfaces during freezing inclement weather. The company that maintains common open space will be directed not to sweep or shovel salt into landscape areas or stormwater management facilities and to properly dispose of the salt.

TREE PRESERVATION

24. Tree Inventory and Condition Analysis. The Applicant must submit a Tree Inventory and Condition Analysis as part of the first and all subsequent site plan submissions. The Tree Inventory and Condition Analysis must be prepared by a ISA Certified Arborist or Registered Consulting Arborist and must include elements of Public Facilities Manual (PFM) section 12-0307 deemed appropriate to the Application Property as determined by Forest Conservation Branch (FCON).

25. Tree Preservation Plan and Narrative. The Applicant must submit a Tree Preservation Plan and Narrative as part of the first and all subsequent site plan submissions. The Tree Preservation Plan and Narrative must be prepared by an ISA Certified Arborist or Registered Consulting Arborist and must include elements of PFM section 12-0309 deemed appropriate to the Application Property as determined by FCON.

26. Invasive Plant Species Management. All portions of the Application Property containing plant species that are listed as invasive on the Virginia Department of Conservation and Recreation's Invasive Plant Species List will be subject to an invasive plant species management plan. At the time of site plan submission, the Applicant will provide a management narrative for review and approval by FCON specifying the common and scientific name of invasive species proposed for management; the target area for and

within any tree preservation areas located inside of the clearing limits for management efforts; methods of control and disposal of invasive plants; timing of treatments and monitoring; duration of the management program; and potential replanting along the limits of clearing as may be needed. Areas containing invasive species in quantities that threaten long-term vegetative health must be managed in order to receive 10-year tree canopy credit. The Applicant must monitor the managed areas for a period of five years from substantial completion of the Development Program.

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

28. Tree Protection Fencing. The Applicant must provide appropriate tree protection devices, based on site conditions and proposed construction activities as reviewed and approved by FCON. Tree protection fences must consist of four-foot-high welded wire attached to six-foot steel posts driven 18 inches into the ground and spaced no further than 10 feet apart; or the installation of super silt fences.

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

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

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

Site Development and Inspections Division (SDID) site inspector detailing site visits. A monitoring schedule and Project Arborist reports must be described and detailed in the Tree Preservation Plan and Narrative. This proffer will only apply if the approved Tree Preservation Plan identifies trees to be preserved within or adjacent to the limits of disturbance.

LANDSCAPING

32. Landscape Plan. The CDPA/FDPA includes a landscape plan for the Application Property and detail sheets illustrating the plantings and other features to be provided. As part of each site plan submission, the Applicant will submit to the FCON for review and approval a detailed landscape plan (the "Landscape Plan"), which will be consistent with the quality and quantity of plantings and materials shown on the CDPA/FDPA. The Applicant will incorporate understory plantings in non-turf areas on the Landscape Plan at the time of site plan submission in consultation with FCON. Adjustments to the type and location of vegetation and the design of landscaped areas and streetscape improvements/plantings may be permitted in consultation with DPD, and as approved by FCON. All landscaping will be installed prior to the issuance of the first RUP or Non-RUP for each development phase of the Application Property, or as determined by FCON for this specific project, but no later than bond release.

33. Native Species. Landscaping will be non-invasive, predominately native species, and include plant species that will reduce the need for supplemental watering and the use of chemical fertilizers, herbicides, and pesticides. All landscaping provided will be native to the mid-Atlantic region to the extent available and feasible, and must be non-invasive (meaning the Applicant must not use any plant species identified in the 2014, or latest version, of the Virginia Invasive Plant Species List published by the Virginia Department of Conservation and Recreation). The Applicant reserves the right, in consultation with and approval by FCON, to modify the exact species to be used, such as when plant materials are not available or have been deemed by FCON to no longer be appropriate. All temporary and permanent stabilization for erosion and sediment control will exclude any non-native invasive species. All seed mixes provided with the site plan, including seed mixes uses for temporary and permanent stabilization, will be native to Northern Virginia to the maximum extent possible.

34. Certified Arborist. An ISA Certified Arborist or Registered Consulting Arborist must participate in the design of the Landscape Plan.

35. Pre-installation Meeting. Prior to the installation of any plants or landscaping in accordance with the approved landscape plan, the Applicant or the landscape contractor must schedule an on-site pre-installation meeting with the landscape contractor, a Virginia licensed Landscape Architect ("Landscape Architect"), FCON, SDID Site Inspections, and any additional appropriate parties. Any proposed changes to the approved landscape plan regarding planting locations, tree/shrub planting sizes and/or species substitutions will be reviewed and approved by FCON staff prior to planting. While the location of proposed trees may be modified, the quantity of trees will remain as shown on the CDPA/FDPA. The installation of plants not approved by FCON may

require the submission of a revision to the landscape plan or removal and replacement with approved trees or shrubs prior to bond release.

36. Soil Remediation. Soil in planting areas that contain construction debris and rubble, are compacted, or are unsuitable for the establishment and long-term survival of landscape plants, must be the subject of remedial action to restore planting areas to satisfy cultural requirements of trees, shrubs and groundcovers specified in the landscape plan shown on the CDPA/FDPA. The Applicant must provide notes and details on the Landscape Plan specifying how the soil will be restored for the establishment and long-term survival of landscape plants for review and approval by FCON.

37. Tree Planting Installation. The Landscape Architect must conduct periodic on-site inspections during critical phases of landscape installation, including soil preparation and remediation, plant delivery and storage, plant preparation and planting, and irrigation installation, as applicable, to verify conformance with the approved Landscape Plan. The Landscape Architect must also attend the final bond release inspection with FCON to verify plant material quantities and quality. An inspection report documenting observations must be submitted to SDID and FCON. The inspection and reporting schedule, identifying the critical phases requiring on-site observation by the Landscape Architect, and the method of reporting must be included on the Landscape Plan at the time of final site plan submission for review and approval by FCON.

38. Phased Landscaping. If the Development Program is phased, the Applicant must provide 10-year tree canopy calculations with each site plan identifying the canopy required and provided for the applicable phase. Trees planted with an earlier phase may be used to satisfy the canopy requirements of a subsequent phase, subject to FCON approval, provided the canopy credit is not counted more than once. Each subsequent site plan must identify measures to protect or replace previously planted trees affected by construction activities, which the Applicant must implement as approved by FCON. Trees used to satisfy the canopy requirements for each phase must be evaluated as part of that phase's bond release inspection.

PARKS AND RECREATION

39. Park Authority Contribution.

a. Residential Buildings. Prior to the issuance of the first RUP for each multifamily building on the Application Property, the Applicant will contribute a sum equivalent to $893.00 per new resident generated by that multifamily building to Fairfax County Park Authority (FCPA). Said contribution will be calculated using the actual number of multifamily units constructed. The contribution must be used for off-site park and recreation improvements in the service area of the Application Property, as determined by FCPA in consultation with the Sully District Supervisor.

b. Commercial Uses. Prior to the issuance of the first Non-RUP for each commercial building on the Application Property, the Applicant will contribute a

sum equivalent to $0.27 per square foot generated by that commercial building to FCPA. Said contribution will be calculated using the actual square footage of that commercial building constructed. The contribution must be used for off-site park and recreation improvements in the service area of the Application Property, as determined by FCPA in consultation with the Sully District Supervisor.

40. On-Site Recreation Facilities. Pursuant to subsection 2105.5.B.(4)(b) of the Zoning Ordinance, the Applicant will provide amenity areas and facilities designed to meet the on-site recreational needs of the future residents of the Application Property. The specific design of these areas may be adjusted at the time of site plan submission in consultation with FCPA, provided the quality and character of the amenity areas and facilities are generally consistent with those shown on the CDPA/FDPA. The Applicant will expend a minimum of $2,400.00 per market rate residential dwelling unit toward said recreational facilities. Said expenditure will be based on the actual number of residential dwelling units constructed on the Application Property. If all funds are not expended on the Application Property, the Applicant will contribute the balance to FCPA for use at parks in the vicinity of the Application Property in consultation with the Sully District Supervisor. The installation of outdoor recreation areas will be phased with construction.

41. Publicly Accessible Recreational Facilities. As identified on the CDPA/FDPA, the Applicant will provide the outdoor open spaces and recreation facilities described below. Said outdoor facilities will be located within a public access easement in a form approved by the County Attorney, and recorded among the land use records of Fairfax County at time of site plan for each phase of development. The Applicant reserves the right to set reasonable rules, regulations, and hours of operation for use of said outdoor recreation areas.

    a. Discovery Green. The Applicant will install improvements in the location identified as "Discovery Green" that is approximately 9,000 square feet as depicted on Sheets 25 and 30 of the CDPA/FDPA. Discovery Green will include features for active and passive recreation that may include, but are not limited to, a play sculpture, hardscape/pavers, landscape areas, sidewalks, lawn areas, benches/seating areas and similar features and amenities as conceptually shown on Sheets 25 and 30 of the CDPA/FDPA. The Applicant may adjust the type and location of vegetation, the design of the open space, and the features/amenities comprising Discovery Green subject to final design in consultation with FCPA and FCON, provided the general character and quality of remains consistent with Sheets 25 and 30 of the CDPA/FDPA. The Applicant will install Discovery Green prior to the issuance of the first RUP for Building A of the Development Program.

    b. Community Square. The Applicant will install improvements in the location identified as "Community Square" that is approximately 6,000 square feet as depicted on Sheets 25 and 30 of the CDPA/FDPA. The Community Square will include features for active and passive recreation that may include, but are not limited to, shade structures, hardscape/pavers, landscape areas, benches/seating

areas and similar features and amenities as conceptually shown on Sheets 25 and 30 of the CDPA/FDPA. The Applicant may adjust the type and location of vegetation, the design of the open space, and the features/amenities comprising the Community Square subject to final design in consultation with FCPA and FCON, provided the general character and quality remains consistent with Sheets 25 and 30 of the CDPA/FDPA. The Applicant will install the Community Square prior to the issuance of the first Non-RUP for Building E of the Development Program.

TRANSPORTATION IMPROVEMENTS

42. Road Dedication. Subject to VDOT and FCDOT approval, the Applicant will dedicate, at no cost and convey in fee simple with no liens to the Board, right-of-way measuring approximately 2,525 square feet along the Application Property's Centreville Road frontage as shown on Sheet 04A of the CDPA/FDPA. Dedication must be made at time of the first site plan approval for the Application Property, or upon written demand of either Fairfax County or VDOT, whichever occurs first.

43. Public Access Easement. The Applicant will provide a public access easement over all streets, sidewalks, and trails located in each phase on the Application Property prior to the issuance of the first RUP or Non-RUP for that phase of development.

44. Road Improvements. The transportation improvements provided for in this proffer will be constructed in one or more phases together with all required/applicable pavement transitions, as further qualified in these proffers and/or as determined at the time of site plan. For purposes of this proffer, the term "construct" will mean that the committed improvement is substantially complete and available for public use whether or not such improvement has been accepted by VDOT for maintenance. The Applicant reserves the right, within its sole discretion, to combine construction of any of the transportation improvements described in these proffers into a single public improvement. In such event, all remaining improvements (other than roadway frontage) must be constructed in accordance with the construction of each phase without the need for a PCA or an amendment to the CDPA/FDPA. All public street improvements must be designed and constructed in accordance with the VDOT Road Design Manual, as amended, and are subject to VDOT approval.

    a. Centreville Road. Subject to VDOT approval, the Applicant will install a 10 foot wide asphalt trail within the public right-of-way along the Application Property's Centreville Road frontage as shown on the CDPA/FDPA. Said improvements must be constructed prior to the issuance of the first Non-RUP for the Application Property. The Applicant will maintain the trail unless VDOT accepts it for maintenance.

    b. Air and Space Museum Parkway. The Applicant will install a 10 foot wide asphalt trail along the Air and Space Museum Parkway frontage on the Application Property as shown on the CDPA/FDPA. The Applicant will maintain the trail. Notwithstanding what is shown on the CDPA/FDPA, the location and

alignment of the trail may be refined at the time of site plan in response to final grading and design. Said improvements must be constructed prior to the issuance of the first RUP for Building B on the Application Property.

c. Atlantis Street. Subject to approval from the Discovery Square Home Owners Association, the Applicant will install a 10 foot wide asphalt trail along the Application Property's Atlantis Street frontage as shown on Sheet 08 of the CDPA/FDPA. If the Discovery Square Homeowners Association denies the proposed streetscape improvements on Fairfax County Tax Map Parcel 24-4 ((7)) F, the Applicant will install the "Alternative Trail Option" depicted on Sheet 36 of the CDPA/FDPA. The Applicant will maintain the "Alternative Trail Option" on the Application Property. Notwithstanding what is shown on the CDPA/FDPA, the location and alignment of the "Alternative Trail Option" may be refined at the time of site plan in response to final grading and design. Either of the said improvements may be constructed in phases. The segment of trail west of the existing roundabout must be constructed prior to the issuance of the first RUP for Building A and the segment of trail east of the roundabout must be constructed prior to the issuance of the first Non-RUP for the Application Property.

d. Off-Site Crosswalks. At time of each site plan, the Applicant will upgrade the existing off-site crosswalks as shown on Sheet 06 of the CDPA/FDPA.

i. Prior to the issuance of the first RUP for Building A on the Application Property, the Applicant will upgrade the existing crosswalk to a high-visibility crosswalk at the intersection of Air and Space Museum Parkway and Atlantis Street.

ii. Prior to the issuance of the first RUP for Building B on the Application Property, the Applicant will upgrade the existing crosswalks to high-visibility crosswalks at the intersection of Air and Space Museum Parkway and Wall Road.

iii. Prior to the issuance of the first Non-RUP on the Application Property, the Applicant will upgrade the crosswalks shown on the CDPA/FDPA to high-visibility crosswalks at the intersection of Centreville Road and Wall Road.

iv. Prior to the issuance of the first Non-RUP for the Application Property, the Applicant will upgrade the existing crosswalks to high-visibility crosswalks at the intersection of Centreville Road and Atlantis Street.

v. Prior to the issuance of the first Non-RUP for the Application Property, the Applicant will install high-visibility crosswalks on Atlantis Street as shown on the CDPA/FDPA, subject to approval from the Discovery Square Homeowners Association.

Notwithstanding what is shown on the CDPA/FDPA, the exact location of the crosswalks will be determined in consultation with FCDOT and are subject to VDOT approval and, if applicable, the Discovery Square Homeowners Association. The Applicant will not be responsible for improvements not shown on the CDPA/FDPA such as existing pedestrian curb ramps, pedestrian or vehicular traffic signal equipment, or pavement markings.

45. Bus Stop. Prior to the issuance of the first RUP for Building C or first Non-RUP on the Application Property, the Applicant will construct a bus pad, seating, and trash receptacle on Centreville Road as depicted on Sheet 08 of the CDPA/FDPA. The location of the bus stop will be determined at time of site plan in consultation with FCDOT. Improvements will be in accordance with VDOT standards. If easements cannot be acquired, or if FCDOT determines at time of the first site plan that improvements are not desired at this location, the Applicant will provide a cash contribution of $32,000.00, in lieu of constructing the improvement, to be used for the improvement of transit facilities in Westfields.

PEDESTRIAN CIRCULATION

46. Pedestrian Circulation. Pedestrian connectivity must be provided throughout the Application Property consistent with the Pedestrian Circulation plan shown on Sheet 10 of the CDPA/FDPA.

47. On-Site Crosswalks. The Applicant will install crosswalks on-site as shown on Sheet 10 of the CDPA/FDPA. Notwithstanding what is shown on the CDPA/FDPA, the exact location and type of the crosswalks will be determined in consultation with FCDOT at time of site plan approval for the Application Property.

BICYCLE FACILITIES

48. Bicycle Storage. At the time of site plan submission for each multifamily residential building, the Applicant must provide bicycle storage in accordance with the Zoning Ordinance. The final location, quantity, and type of bicycle racks will be determined in consultation with the Fairfax County Bicycle Coordinator or his/her designee prior to building plan approval for each residential building. The bicycle storage must be installed prior to the issuance of the first RUP for that multifamily building.

49. Bicycle Racks. The Applicant must provide exterior bicycle racks in accordance with the Zoning Ordinance and proximate to the public parks and commercial buildings. The final location, quantity, and type of bicycle racks will be determined in consultation with the Fairfax County Bicycle Coordinator or his/her designee prior to site plan approval for Phase II of the Development Program shown on Sheet 08 of the CDPA/FDPA.

AFFORDABLE HOUSING

50. Affordable Dwelling Units (ADUs). Unless otherwise deemed exempt, the Applicant will provide ADUs pursuant to the ADU Ordinance and the Administrative Regulations

Concerning the Sale and Rental of ADUs, as amended, unless modified by the ADU Advisory Board.

51. Workforce Dwelling Units (WDUs). In addition to any ADUs that may be required, the Applicant will provide WDUs so that a minimum of eight percent of the total number of rental units constructed, or 12 percent of the total number of for-sale units constructed, are either ADUs or WDUs on the Application Property in accordance with the ADU Ordinance and/or the Guidelines for Provision of Workforce Dwelling Units, in Appendix 1 in the Housing Element of the Comprehensive Plan's Policy Plan and the Area Plans, as amended, as well as the Board's Workforce Dwelling Unit Administrative Policy Guidelines adopted on March 18, 2025. For the WDUs:

a. Rental Income Tiers. The Applicant will provide approximately one-fourth (1/4) of the rental WDUs at 60 percent of the Washington Metropolitan region's Average Median Income ("AMI") income tier; one-fourth (1/4) of the WDUs at 70 percent of the AMI income tier; and one-half (1/2) of the WDUs at 80 percent of the AMI income tier. The number of rental WDUs will be distributed among the three income tiers to the extent possible based on the actual number of dwelling units constructed for each multifamily building on the Application Property with the Applicant determining the final allocation in coordination with the Department of Housing and Community Development (DHCD).

b. For-sale Income Tiers. The Applicant will provide approximately one-third (1/3) of the for-sale WDUs at 70 percent of the AMI income tier; one-third (1/3) of the WDUs at 80 percent of the AMI income tier; and one-third (1/3) of the WDUs at 100 percent of the AMI income tier. The number of for-sale WDUs will be distributed among the three income tiers to the extent possible based on the actual number of dwelling units constructed for each multifamily building on the Application Property with the Applicant determining the final allocation in coordination with DHCD.

52. WDU Agreement. The Applicant reserves the right to enter into a separate binding written agreement with the appropriate Fairfax County agency as to the terms and conditions of the administration of the WDUs following approval of this Application (the "WDU Agreement"). Such an agreement will be on terms mutually acceptable to both the Applicant and Fairfax County and may only become effective after the approval of this Application. Neither the Board nor Fairfax County will be obligated to execute such an agreement. If the WDU Agreement is executed by all applicable parties, then the WDUs will be administered solely in accordance with the WDU Agreement and the provisions of this proffer, as it applies to WDUs, will become null and void.

STORMWATER MANAGEMENT

53. Stormwater Management. Subject to the approval of LDS, the Applicant must implement a Stormwater Management (SWM) and Best Management Practices (BMP) plan to control the quantity and quality of stormwater runoff from the Application Property. The Applicant must provide stormwater management facilities as shown on the CDPA/FDPA

with each submitted site plan. The Applicant must meet or exceed the minimum state and Fairfax County requirements for stormwater quantity and quality, unless otherwise waived or modified. Where soil conditions permit, the Applicant may incorporate Low Impact Development (LID) facilities, to include, but not limited to, permeable pavement, a filterra system, or equivalent measures without the necessity of a PCA or a CDPA/FDPA. The SWM plan will comply with the applicable stormwater management recommendations of the Dulles Suburban Center performance standards in the Fairfax County Comprehensive Plan, 2026 Edition. The Applicant will not purchase off-site nutrient credits to meet the stormwater management requirements.

a. Stormwater Modifications. The Applicant reserves the right to reconfigure the location and types of stormwater management measures shown on the CDPA/FDPA or pursue additional stormwater management measures without the necessity of a PCA or CDPA/FDPA provided the same are in substantial conformance with the CDPA/FDPA as allowed by the Public Facilities Manual and Chapter 124 of the Fairfax County Code.

b. New Regulations. Should new stormwater management regulations be issued affecting the Application Property, the Applicant will have the right to accommodate necessary changes to its SWM/BMP facility designs without the requirement of a PCA, an amendment to the CDPA/FDPA, or gain approval of any administrative modifications to the CDPA/FDPA or proffers, provided the facility designs substantially conform with the CDPA/FDPA.

PUBLIC SCHOOLS

54. Schools Contribution. Prior to the issuance of the first RUP for each multifamily building, the Applicant must contribute the amount of $14,956.00 per new student projected to be generated by the multifamily units to the Board for the construction of capital improvements to the Fairfax County public schools to which the students generated by the residential units are scheduled to attend. The contribution must be based on the actual number of new dwelling units constructed on the Application Property. Following approval of this application and prior to the Applicant's payment of the amount(s) set forth in this proffer, if Fairfax County should modify the ratio of students per unit or the amount of contribution per student, the Applicant must pay the modified contribution amount to reflect the then and current ratio and/or contribution. This proffer will not be subject to the provisions of Proffer 64.

55. Notification. The Applicant must notify the Fairfax County Public Schools Office of Facilities Planning Services when a site plan has been filed with Fairfax County.

SIGNAGE

56. Signage. Signs for the Application Property must be provided in accordance with the requirements of Article 7 of the Zoning Ordinance or pursuant to a special exception approved by the Board.

57. Park Identification Signage. The Applicant will install one privately owned public space (POPS) identification sign for each public park area identified on Sheet 25 of the CDPA/FDPA. The Applicant must select the materials, dimensions, content, and location of the signs in accordance with the policies of the FCPA and the Zoning Ordinance.

SANITARY SEWER

58. Sanitary Sewer Improvements. The Applicant will submit a site-specific sanitary sewer analysis outlining sanitary sewer capacity with each site plan submission. Should sanitary sewer upgrades be required to serve the additional flow generated by the Development Program, the Applicant will complete, submit, and bond a Public Improvement (PI) plan. Any required improvements must be constructed and accepted by Fairfax County prior to the issuance of the first RUP or Non-RUP for the Application 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.

CONSTRUCTION

59. Construction Management Plan. Prior to site plan approval for each phase of the Development Program, the Applicant will prepare a construction management plan ("Construction Management Plan") which may include, but not limited to, a point of contact; construction hours; parking management; and construction mitigation measures. Prior to the commencement of construction activities on the Application Property ("Commencement of Construction"), the Applicant will request a pre-construction meeting with the Discovery Square Homeowners Association to discuss the Construction Management Plan.

60. Point of Contact. The Applicant will designate a point of contact for all construction-related matters for each phase of the Development Program. The contact information for the designated individual will be provided to a representative of the Discovery Square Homeowners Association and the Sully District Supervisor's office prior to the Commencement of Construction.

61. Construction Hours. Outdoor construction activities on the Application Property will only occur between the hours of 7:00 a.m. and 9:00 p.m., Monday through Thursday, and between the hours of 9:00 a.m. and 9:00 p.m. on Fridays, Saturdays and the day before a Federal holiday.

ASSOCIATIONS

62. Condominium Association. A condominium association (CA) must be established for the multifamily units.

63. Reciprocal Easement and Maintenance Agreement. In addition to the CA, the Applicant must record a Reciprocal Easement and Maintenance Agreement for shared use and maintenance of common facilities and amenities (the "REA"), which will run with the land comprising the Application Property. Maintenance obligations for shared facilities will be assigned in the REA to the CA and the owner of the commercial uses, as applicable. Maintenance obligations to be performed exclusively by the CA or the commercial property owner must be included in the governing documents of the CA or the REA, as applicable. The Applicant must notify all prospective purchasers of a multifamily unit, in writing and prior to entry into a contract of sale, of the maintenance responsibilities and restrictions of the CA and the REA, respectively.

MISCELLANEOUS

64. Escalation. All monetary contributions, except for the contribution associated with Public Schools, will escalate on a yearly basis from the base year of 2027 and change effective each January 1 thereafter, based on the Consumer Price Index as published by the Bureau of Labor Statistics, the U.S. Department of Labor for the Washington-Baltimore, MD-VA-DC-WV Consolidated Metropolitan Statistical Area (the "CPI"), as permitted by Va. Code Ann. Section 15.2-2303.3.

65. Route 28 Tax District Buyout. In accordance with Section 15.2-4608(C) of the Code of Virginia (set out at 2002 Va. Acts ch. 770), the Applicant must prepay in full the taxes that would have been attributable to the residential portion of the Application Property under its current zoning classification (that is, the special improvements taxes estimated by the County to be lost as a result of the change in zoning classification requested in this application). Such amount must be determined in accordance with the formula and provisions adopted by the Board for optional residential development within the Route 28 Tax District pursuant to Section 15.2-4608 of the Code of Virginia. The Applicant must make such payment to Fairfax County in full within 60 days after the Board approves the application using immediately available funds, and the effective date of the ordinance approving this rezoning will be deferred until such payment in full is made. The Applicant recognizes that failure to provide payment to the County in the full amount determined by the adopted formula within 60 days of the Board's approval of this application will mean that the rezoning will not become effective and that both the ordinance rezoning the Application Property and the Board's rezoning decision must be void in accordance with Section 15.2-4608(C) of the Code of Virginia.

66. Due Diligence. Notwithstanding the foregoing, upon demonstration that despite diligent efforts or due to factors beyond an Applicant's control, such as, but not limited to, construction schedules, availability of financing, availability of materials, weather delays, timing of planting, and duration of approval process on market conditions, proffered improvements have been delayed beyond the timeframes specified, the Zoning Administrator may agree to a later date for completion of such improvements without the necessity of a PCA or an amendment to the CDPA/FDPA.

67. Severability/Future Applications. Any portion of the Application Property may be the subject of a rezoning, special exception, special permit, variance, FDPA, PCA, or other

zoning action without the joinder and/or consent of the applicant/owner(s) of the remaining land area provided that such application compiles with the Zoning Ordinance. Previously approved proffered conditions or development conditions applicable to a particular portion of the Application Property that is not the subject of such an application will remain in full force and effect.

68. 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 the Applicant's successor(s) in interest and/or the owners from time to time of any portion of the Application Property during the period of their ownership. Once portions of the Application Property are sold or otherwise transferred, the associated proffers become the obligation of the purchaser or other transferee and will no longer be binding on the seller or other transferor.

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

SIGNATURES BEGIN ON THE NEXT PAGE

CO-APPLICANT / CONTRACT PURCHASER OF
TAX MAP 24-4 ((1)) 6C1 PT.
FROM POTOMAC LAND GROUP III, LLC

PULTE HOME COMPANY, LLC

_____
By: David C. DeMarco
Its: Division Vice President of Land Acquisition

[SIGNATURES CONTINUED ON THE NEXT PAGE]

CO-APPLICANT / CONTRACT PURCHASER OF
TAX MAP 24-4 ((1)) 6C1 FROM TITLE OWNER

POTOMAC LAND GROUP III, LLC

_____
By: Bradford S. Kline
Its: Manager

[SIGNATURES CONTINUED ON THE NEXT PAGE]

TITLE OWNER OF
TAX MAP 24-4 ((1)) 6C1

LPC Commercial/Residential LLC

By: LPC Northeast L.L.C., its manager

By: _____
Name: Bari Harbordt
Title: Senior Vice President

[SIGNATURES END]