



Craig S. Gerhart
County Executive


COUNTY OF PRINCE WILLIAM
OFFICE OF EXECUTIVE MANAGEMENT
1 County Complex Court, Prince William, Virginia 22192-9201
(703) 792-6600 Metro 631-1703 FAX: (703) 792-7484

10-A

BOARD OF COUNTY SUPERVISORS
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May 13, 2008

TO: Board of County Supervisors

FROM: Stephen K. Griffin 
Planning Office

THRU: Craig S. Gerhart
County Executive

RE: Update on Two Week Deferral of Appeal #APP2008-00017, New Bristow
Village - Brentsville District

The appeal of the zoning administrator's determination by Centex Homes, the developer of the New Bristow Village project, was presented to you at last week's meeting on May 6, 2008. At that time, the appeal was deferred to May 20, 2008 (two weeks) to allow staff time to work with the appellant on resolving an issue related to payment of the proffered transportation monetary contributions associated with the project. Staff received documentation from the appellant today relating to the calculations of such monetary contributions. Following review of these calculations, the zoning administrator will render a proffer determination regarding proffer compliance of the proffered transportation monetary contributions.

It is our opinion that the issue relating to payment/calculation of the proffered transportation monetary contributions has no relevance to the pending appeal. Furthermore, because the requested documentation on how the proffer payments were calculated by the appellant has just been submitted, the zoning administrator has not had the opportunity to review and render a proffer determination regarding whether the developer has satisfied their proffered transportation monetary contributions obligation. For that reason, any discussion of the proffer payment issue as part of any appeal application is premature at this time.

Should you have any questions, please feel free to contact me.

Attachment: Appeal Staff Report (Appeal #APP2008-00017)

SKG/lfb:bocsmemo1



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<http://www.pwcgov.org>

BOARD OF COUNTY SUPERVISORS

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April 11, 2008

TO: Board of County Supervisors

FROM: Stephen K. Griffin 
Director of Planning

THRU: Craig S. Gerhart
County Executive

RE: Deny Appeal #APP2008-00017 and Uphold Zoning Administrator's
Determination dated February 27, 2008 - New Bristow Village –
Brentsville Magisterial District

I. Background in chronological order is as follows:

- A. Appeal of Zoning Administrator Determination – On March 19, 2002, the Board of County Supervisors approved Rezoning #PLN2001-00157, which rezoned the subject property to the PMR, Planned Mixed Residential, zoning district. The current owner of the property is the appellant of the subject appeal (Exhibit A), disputing the zoning administrator's determination that the two "secondary use lots," identified as 11671 Iron Brigade Unit Avenue (GPIN #7594-59-1346) and 11979 Bristow Village Boulevard (GPIN #7594-37-4766) must be developed for permitted non-residential uses (Exhibit B). The appeal was timely filed on March 28, 2008 within the required 30 day appeal period.

- B. Development of New Bristow Village – The New Bristow Village project is a mixed use development that was approved for a maximum of 420 single family dwelling (SFD) units, 98 single family attached (SFA) units, two secondary use lots, and a maximum of 175,000 square feet of commercial/office development. The project consists of approximately 340 acres located at the southeast corner of the intersection of Nokesville Road (Route 28) and Linton Hall Road/Bristow Road. To date, the 98 single family attached residential units and 371 of the single family detached residential units have been built, with a maximum of 147 single-family detached residential units left to be constructed.

II. Current Situation is as follows:

- A. Request for Proffer Determination – The appellant’s attorney submitted a proffer determination request on February 13, 2008 (Exhibit C) requesting a determination that the two secondary use lots are permitted to be developed with two residential units.
- B. County Action – Following research of the applicable rezoning documents, the zoning administrator rendered a proffer determination that concluded that the two secondary use lots must be developed for permitted non-residential uses in accordance with the proffer documents associated with the approved rezoning and Section 32-306.11 of the Zoning Ordinance, which outlines permitted secondary uses within residential areas of the PMR zoning district (Exhibit B).
- C. Staff Analysis:

The appellant presents the following five arguments in the application for appeal (Attachment A) in support of their position:

- Appellant Argument: The two secondary use lots may be used as residential lots in accordance with the Proffer Statement.

*Proffered Condition #1.1. of Rezoning #PLN2001-00157 states:
“Residential development on the Property shall not exceed a maximum of 520 dwelling units among which there shall be a maximum of 420 single family detached units, 98 single family attached units, and two secondary use lots in the locations generally depicted on the MZP and the Illustrative Plan...”*

Staff Response: Review of the proffer documents and rezoning background information reveals that two secondary use lots were intended to be developed with buildings that architecturally look like residential units, but function with non-residential uses. This intent is confirmed by the illustrative development plan which designates them as “office/commercial (secondary use lots),” and Page 17 of the design guidelines, which mandate their use as non-residential within a residential style of architecture (more detail contained in subsequent pages of this staff report). In addition, the New Bristow Village development received approval of various waivers and modifications as part of the proffered conditions. The relevant waiver is outlined in proffered Condition #15.1.4.

Proffered Condition #15.1.4. of Rezoning #PLN2001-00157 states:
“The landscape buffer area required between housing types in a planned development district pursuant to Section 250.31 of the Zoning Ordinance and Section 802.11 of the Design and Construction Standards Manual shall be waived as shown on the Illustrative Plan, for the lots identified on the MZP as potential office/nonresidential lots. The non-residential buildings constructed on the lots shall be residential in appearance, in keeping with the architectural themes established within the community. Parking areas shall be screened with a wooden fence and a ten (10) foot wide landscape strip where adjacent to the residential property lines.”

This proffered condition clearly indicates that the use of the two subject lots was envisioned to be non-residential and includes language regulating the parking lot areas for such non-residential use of the properties. The proffer statement, master zoning plan (MZP), illustrative development plan, and Page 17 of the design guidelines are included as Exhibit D.

These facts are further acknowledged when reading the relevant deed for the two parcels submitted by the appellant, which reads “...said parcels were approved by the Prince William Board of County Supervisors as secondary use parcels available for possible out sale and development of commercial uses...” (Exhibit A). Because this deed was initiated following the appellant’s erroneous transfer of the parcels to the homeowners’ association, it would appear that the appellant was aware that such parcels were for non-residential use, as stated in subject deed. Furthermore, the approved site plan did not count the secondary use lots as residential lots (which were numerically numbered lots), but reflected them as alphabetically numbered (i.e.; E and I) and provided a note on the approved site plan that states that “*the secondary use lot as required by the proffers and design guidelines, to be retained by fee owner until that time the secondary use has been completed and conveyance to the Home Owners Association for this development will accrue*”.

In addition, the appellant claims that because the County accepted transportation monetary contributions for all 520 residential units (which include the two secondary use lots), the County accepted that they would be developed for residential uses.

Proffered Condition #13.2. of Rezoning #PLN2001-00157 states:
“...the Applicant shall contribute to the Board the sum of \$3,440.00 per single family residential unit and \$3,110.00 per single family attached residential unit, constructed for general transportation purposes. Payment of such condition shall be made prior to the issuance of occupancy permits for each such unit.”

However, our records indicate that the appellant has paid \$1,487,496.00 to date towards the transportation monetary contributions for the residential units. Without factoring in the approved escalation clause, full payment of all of the residential units totals \$1,749,580.00 (420 SFDs x \$3,440 = \$1,444,800.00 + 98 SFAs x \$3,110 = \$304,780.00). The difference between the owed amount and the paid amount is \$262,084.00. Therefore, the transportation monetary contributions have not been paid for approximately 76 of the residential units, and such monetary contribution would not be charged for the two secondary use lots. Because the two secondary use lots are to be developed with non-residential uses, site plan approval will be required prior to such development of the lots. When the required site plans are submitted for the two secondary use lots, no transportation monetary contributions or other residential level of service contributions will be assessed due the required non-residential use of the parcels.

- Appellant Argument: The two secondary use lots may be used as residential lots in accordance with the master zoning plan (MZP).

Staff Response: The MZP identifies the two secondary use lots with a round dot with the description as “potential office/non-residential use,” which further confirms that the use of the two secondary use lots are for non-residential use (Exhibit D). The determination letter identified both lots as being located in Land Bay B in error. In fact, one of the two lots is actually located within Land Bay C, which does not permit residential development at all. This fact reinforces the intent that the parcels were not intended for residential development.

- Appellant Argument: The reference on the illustrative development plan does not require the two secondary use lots to be developed as non-residential uses.

Staff Response: Staff’s position is that the illustrative development plan clearly depicts the exact locations of the two secondary use lots and identifies them specifically for non-residential use by labeling them as “office/commercial (secondary use lot) accordingly (Exhibit D).

- Appellant Argument: The design guidelines do not require the two secondary use lots to be developed for non-residential uses.

Page 17 of the New Bristow Village development design guidelines (Exhibit D) makes reference to the two secondary use lots as follows: "Other non-residential uses will include a community recreation center and two corner lots facing the village greens that will be sized for commercial use within a residential style of architecture."

Staff Response: This is reflective of another proffered document associated with this rezoning approval that indicates that the two secondary use lots that are the referenced corner lots facing the village greens as reflected on the illustrative development plan, are to be developed with non-residential uses.

- Appellant Argument: Section 32-306.11 of the Zoning Ordinance, which outlines permitted "secondary uses" within residential areas, does not govern the use of "secondary use lots".

Staff Response: Section 32-306.11 of the Zoning Ordinance outlines permitted secondary uses within residential areas of the PMR zoning district (Exhibit E). The regulations state that neighborhood commercial and office uses shall be permitted as secondary uses at locations designated on the PMR master zoning plan and further outlines the specific zoning ordinance sections that list the permitted non-residential uses.

The appellant's attorney has advised staff that the purpose of proceeding with this appeal is because the current market is not conducive to developing the two subject lots with non-residential uses. Staff contends that changing market conditions have no relevance when interpreting proffered conditions. To conclude, staff continues to interpret that the intent of the two secondary use lots, at the time of the subject rezoning, was for non-residential uses, pursuant to the proffer documents and zoning ordinance regulations.

III. Issues in order of importance are:

1. Timing – What are the timing issues related to this appeal?
2. Fiscal Impact – What are the fiscal impacts associated with this appeal?
3. Service Level/Policy Issues – Does this appeal present any service level/policy issues?

4. Legal – What are the legal issues associated with the subject appeal?

IV. Alternatives in order of feasibility are:

- A. Deny Appeal #APP2008-00017 and uphold the zoning administrator's determination dated February 27, 2008 that the two secondary use lots must be developed for permitted non-residential uses.
 1. Timing – The subject appeal is being processed in accordance with the state code requirements.
 2. Fiscal Impact – none identified.
 3. Service Level/Policy Issue – none identified.
 4. Legal – none identified.
- B. Approve Appeal #APP2008-00017 and overturn the zoning administrator's determination, dated February 27, 2008.
 1. Timing – The subject appeal is being processed in accordance with state code requirements.
 2. Fiscal Impact – none identified.
 3. Service Level/Policy Issue – none identified.
 4. Legal – none identified.

- V. Recommendation** is that the Board of County Supervisors deny the appeal and uphold the zoning administrator's determination dated February 27, 2008.

Staff: Lisa Fink-Butler, 703-792-6839

Exhibit A: Appellant's Application for Appeal

Exhibit B: Zoning Administrator Determination Letter

Exhibit C: Appellant's Request for Proffer Determination

Exhibit D: New Bristow Village Proffer Statement, MZP, Illustrative Development Plan and Page 17 of the Design Guidelines

Exhibit E: Excerpt from Zoning Ordinance – Section 32-306.11

MOTION:

**May 6, 2008
Regular Meeting
Res. No. 08-**

SECOND:

RE: DENY APPEAL #APP2008-00017 AND UPHOLD THE ZONING ADMINISTRATOR'S DETERMINATION DATED FEBRUARY 27, 2008 – BRENTSVILLE MAGISTERIAL DISTRICT

ACTION:

WHEREAS the zoning administrator rendered a determination on February 27, 2008 that the two secondary use lots must be developed for permitted non-residential uses as intended by the proffered documents of Rezoning #PLN2001-00157, related to Parcel E (Section 1) and Parcel I (Section 2) of Phase 1 of the New Bristow Village development, identified as GPIN #7594-37-4766 and GPIN #7594-59-1346 respectively; and

WHEREAS, in accordance with Title 15.2-2301 of the Code of Virginia, any zoning applicant or other person who is aggrieved by a decision of the zoning administrator made pursuant to the provisions of Title 15.2-2299 of the Code of Virginia may petition the governing body for review of the decision of the zoning administrator; and

WHEREAS, the applicant has petitioned the Board of County Supervisors within the required 30 day period from the date of the decision for which review is sought to reverse the zoning administrator's decision, in accordance with VA. Code 15.2-2301; and

WHEREAS, the Board of County Supervisors has reviewed the proffered documents established in Rezoning #PLN2001-00157;

NOW, THEREFORE BE IT RESOLVED, that the Prince William Board of County Supervisors does hereby uphold the zoning administrator's determination of February 27, 2008 that the two secondary use lots must be developed for permitted non-residential uses in accordance with the proffered documents of Rezoning #PLN2001-00157.

Votes:

Ayes:

Nays:

Absent from Vote:

Absent from Meeting:

For Information:

Planning Director

CERTIFIED COPY _____

Clerk to the Board



WALSH COLUCCI
LUBELEY EMRICH
& WALSH PC

Jennifer L. Epler
(703) 680-4664 Ext. 160
jepler@pw.thelandlawyers.com
Fax: (703) 680-6067

March 28, 2008

Via Hand Delivery

Nick Evers
Zoning Administrator
Prince William County Planning Office
5 County Complex Court
Prince William, VA 22192

Re: Appeal of Proffer Interpretation on Behalf of Centex Homes

Dear Mr. Evers:

Enclosed please find an appeal to the Board of Supervisors of your adverse proffer interpretation dated February 27, 2008, filed on behalf of Centex Homes. Included in the appeal materials is the required statement of justification, with exhibits attached, a copy of the deed for the property involved in the request, and a check in the amount of \$476.00 for the filing fee (which was sent to the Clerk of the Board of County Supervisors).

We have requested that this matter be scheduled for the first available Board hearing. Please contact me or John Foote to discuss this matter further.

Sincerely yours,

WALSH, COLUCCI, LUBELEY, EMRICH &
WALSH, P.C.

Jennifer L. Epler

Enclosures: As stated

cc: The Hon. Wally Covington
Ross Horton, Esq.
Phillip Campbell
Steve Fritz, Centex Homes
Jeff Edelman, Centex Homes

PRINCE WILLIAM CO., VA
COUNTY EXECUTIVE OFFICE

08 MAR 28 PM 4:12

RECEIVED

PHONE 703 680 4664 | FAX 703 680 6067 | WWW.THELANDLAWYERS.COM
GLEN PARK | 4310 PRINCE WILLIAM PARKWAY, SUITE 300 | PRINCE WILLIAM, VA 22192-5199

ARLINGTON OFFICE 703 528 4700 | LOUDOUN OFFICE 703 737 3633



COUNTY OF PRINCE WILLIAM
 1 County Complex Court
 Prince William, Virginia 22191-9201
 (703) 792-6830 Metro 631-1703, Ext. 6830
 FAX (703) 792-4758

CASE NUMBER APP7008-00017
Assigned To: LFB
Control No: _____
Due Date: _____
Extension Date: _____

BOARD OF ZONING APPEALS

APPLICATION FOR AN APPEAL

(please print)

APPLICANT INFORMATION	Centex Homes, c/o Walsh, Colucci, Lubeley, Emrich & Walsh, P.C. Attention: John Foote	
	name	
	4310 Prince William Parkway, Suite 300	
	mailing address	(703) 680-4664
	Prince William, Virginia 22192	day-time phone
OWNER INFORMATION X SAME AS APPLICANT	Centex Homes	
	name	
	3684 Centerview Drive, Suite 100	
	mailing address	(703) 679-1811
	Chantilly, Virginia 20151	day-time phone
PROPERTY INFORMATION	New Bristow Village Subdivision: 11671 Iron Brigade Unit Avenue and 11979 Bristow Village Blvd	
	property address	
	7594-59-1346 and 7594-37-4766	Approx. .88 acres
	G.P.I.N. (geographic parcel identification number)	size (in acres or sq. ft.)
	PMR	Brentsville
	zoning of property	magisterial district
SUBJECT OF APPEAL	This is an application to the Board of County Supervisors for an appeal from the following determination by the Zoning Administrator: Proffer Interpretation dated February 27, 2008, pertaining to secondary use lots for New Bristow Village.	
JUSTIFICATION FOR AN APPEAL	(statement by applicant - use additional pages if necessary)	
	See attached Statement of Justification and Exhibits.	

I hereby certify that the information provided on this application and the accompanying drawing of the property is accurate, true and correct to the best of my knowledge and belief.

Jeffrey E. Plu
signature of applicant

3/28/2008
date

2008022358
receipt#

4-4-08
date

JUSTIFICATION STATEMENT
Appeal of Zoning Administrator's Proffer Interpretation
New Bristow Village (Secondary Use Lots)
GPINs: 7594-59-1346 and 7594-37-4766

From Written Proffer Interpretation Dated February 27, 2008

I. Background.

The Applicant, Centex Homes (hereinafter, "Centex") is the developer of the property subject to the above-referenced written proffer interpretation letter (the "Determination") issued by Mr. Nick Evers, Zoning Administrator of Prince William County ("Zoning Administrator").

New Bristow Village ("New Bristow") is zoned PMR, Planned Mixed Residential, pursuant to REZ#2001-00157 ("Rezoning"). New Bristow was authorized to develop a maximum of 520 mixed dwellings, a maximum of 175,000 square feet of office and commercial space, and agreed to dedicate 127 acres as a Heritage Park.

To date, 518 of the residential units have been developed. There are two "secondary use lots" that have yet to be developed and Centex seeks a determination that these two secondary use lots may be used as special purpose residential lots in accordance with the Rezoning.

The essence of the Determination is that the two secondary use lots must be developed only for permitted non-residential uses. The Zoning Administrator has concluded that the Illustrative Development Plan, the Master Zoning Plan and the Design Guidelines (all as hereinafter defined) associated with the Rezoning reflect that both secondary use lots are to be used for such commercial uses.

For the reasons outlined below, the Applicant respectfully requests that the above-referenced interpretation of the Zoning Administrator be overruled and/or dismissed.

II. Analysis.

It is Centex's contention that properly read, the Rezoning authorized the two secondary use lots to be developed as residential units that include home business operations, as specifically allowed by the Proffer Statement (hereinafter defined). This would recognize the fact that the proffers permit two more residences than have yet been built, but further recognize that those residences must also serve a limited commercial purpose (the "secondary use"). This is all in accordance with the Proffer Statement.

(A) The two secondary use lots may be used as residential lots in accordance with the Proffer Statement.

The two secondary use lots may be used as residential lots in accordance with the proffer statement associated with the Rezoning, last revised March 15, 2002, attached as Exhibit A (“Proffer Statement”). Section 1.1 of the Proffer Statement provides that

residential development on the Property shall not exceed a maximum of 520 dwelling units among which there shall be a maximum of 420 single family detached units, 98 single family attached units, and two secondary use lots in the locations generally depicted on the MZP and Illustrative Plan.

The two secondary use lots are thus expressly included in the maximum residential development allowed on the Property. The only way that Centex may obtain the authorized number of dwelling units is to include the two “secondary use lots” as dwellings. It is therefore apparent that the Applicant and the County anticipated the two secondary use lots would be developed as residential units.

The Proffer Statement also provides for monetary contributions to be paid per residential single family detached dwelling unit and per residential single family attached dwelling unit. The Applicant has paid the monetary contributions for transportation on all 520 residential units (which include the two secondary use lots). Centex has paid for, and the County has accepted, monetary contributions on the two secondary use lots as residential units.

The Proffer Statement also limits the commercial/office development on the Property. Section 1.2 of the Proffer Statement provides “commercial/office development shall not exceed a maximum of 175,000 square feet, and shall be constructed in the locations generally depicted on the MZP and the Illustrative Plan.” The entire 175,000 square feet of the commercial/office has been planned to be constructed in areas detailed on the MZP and Illustrative Plan for commercial uses, and those areas do not include construction of the two secondary use lots. Such commercial/office development is different from a commercial/office secondary use.

Therefore, the Proffer Statement not only suggests, but requires the two secondary use lots to be developed as residential units.

(B) The two secondary use lots may be used as residential lots in accordance with the Master Zoning Plan.

Further evidence that the two secondary use lots may be used as residential lots is found in the Master Zoning Plan associated with the Rezoning entitled “Master Zoning Plan, New Bristow Village” dated December 28, 2001, as revised through January 24, 2002, attached as Exhibit B (“MZP”). The MZP provides for the development of 520 dwelling units and 175,000 square feet of commercial/office. In order to achieve the

maximum allowable 520 dwelling units, the two secondary use lots would have to be developed as residential.

Master Zoning Plans for planned districts frequently create several land bays, wherein each land bay is authorized specific land use classifications or designations. The permitted uses and associated regulations and development standards are based on the specific land use designation. The MZP here provides a land bay tabulation that identifies the proposed land bays and associated gross area, land use designations, proposed unit types/use and number of units/square footage. The MZP details that Landbay B is to have a gross area of 188 acres, the land use designation is PMR-Low, and the proposed unit type/use is single-family attached and single-family detached with the number of units set at 520. Once again, this supports Centex's contention that the two secondary use lots were intended to be used as residential units. The Zoning Determination further supports the fact that the two secondary use lots are in Landbay B.

The legend attached to the MZP identifies that a "green dot" means "potential office/non residential use". There are two green dots on the MZP in the approximate location of the two secondary use lots and Centex concurs that these green dots reference the secondary use lots. Thus, the term "potential" is not absolute with respect to their use. For reasons set out below, we believe that there is a commercial requirement, but it is not that this "potential" be realized as a purely commercial use.

Section 32-280.02 of the Zoning Ordinance provides that

a Master Zoning Plan demonstrates how the proposal provides a planned cohesive development and achieves the purpose of planned development by ensuring efficient use of property, efficient traffic circulation, and preservation of open space and sensitive environmental and historic features. The Master Zoning Plan guides the progress of a planned development district by identifying designations where compatible uses are proposed."

The MZP does all of this for this Rezoning. By classifying the two secondary use lots as potential office/non residential use, the two secondary use lots are shown to be compatible as residential units with a commercial/office component, hence allowing residential units that include home business operations.

(C) The reference on the Illustrative Development Plan does not require the two secondary use lots to be developed as non-residential uses.

The Zoning Administrator contends that the Illustrative Development Plan entitled "New Bristow Village" dated November 30, 2001, last revised January 23, 2002 ("Illustrative Development Plan") identifies the location of the two secondary lots and details them as "Office/Commercial (Secondary Use Lot)". While true, this is not determinative of how the two secondary use lots are to be developed, for the reasons set out above.

(D) The Design Guidelines do not require the two secondary use lots to be developed for non-residential uses.

The Zoning Administrator contends that the Design Guidelines require the two secondary use lots to be used as non-residential uses. He quotes Page 17 of the Design Guidelines that says “other non-residential uses will include a community recreation center and two corner lots facing the village greens that will be sized for commercial use within a residential style of architecture.”

Centex contends that the Proffer Statement trumps any subsidiary or subordinate document such as the Design Guidelines, if there is a conflict, and particularly when the Proffer Statement is as clear as it is here. However, this paragraph of the Design Guidelines actually supports Centex’s view that the two secondary use lots include a non-residential component. The intent and purpose of the development of the two secondary use lots was the development of unique residential units with a potential office/commercial component. The Proffer Statement plainly states that a maximum of 520 dwelling units were anticipated, and this Proffer Statement defines the development potential of the Property.

(E) Section 32-306.11 of the Zoning Ordinance which outlines permitted “secondary uses” within residential areas does not govern the use of “secondary use lots”.

There is no definition for “secondary use lot” in the Zoning Ordinance or in the Proffer Statement itself. Part 100 of the Zoning Ordinance does define “secondary use” generally as “a use permitted only in conjunction with a principal use permitted in the same zoning district. Except where specifically exempted, secondary uses cumulatively cannot exceed twenty-five (25) percent of the gross floor area of the related principal use and shall be located within and serve the same development as the principal use.” The definition of secondary use further supports the fact that a commercial component may be allowed as secondary to the principal use of a residential unit.

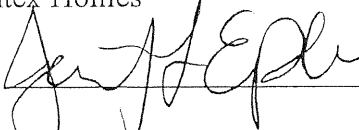
Section 32-306.11 of the Zoning Ordinance also discusses secondary uses in residential areas in the PMR zoning district. Section 32-306.11(1) provides that neighborhood commercial and office uses shall be permitted as secondary uses at locations designated on the PMR Master Zoning Plan. It appears that the intent of this section was to allow commercial and office uses as a secondary use (not a principal use, which would require a principal commercial building) when specified on the MZP, hence the “potential office/non residential use” category. This is consistent with the Rezoning here.

Centex contends that the effect of the Rezoning was to permit it to market two additional residential uses in which home businesses are permitted without further authorization, as unique single-family / home business uses, in which the commercial use is necessary for, but secondary to, the principal residential use of the lots.

III. Request.

In light of the foregoing, Centex respectfully requests that the above-referenced determination be overruled and that the Board hold that that the purpose of the MZP, Illustrative Plan and Design Guidelines was to allow flexibility to include an office/commercial component within the secondary use lots as residential units, as stated above.

Respectfully Submitted,
Centex Homes

By: 

Attorneys for the Applicant
Walsh, Colucci, Lubeley, Emrich & Walsh, PC



Instr: 200612280179047 Pg: 1 OF 5
Prince William County, VA
12/28/2006 1:00:31PM
David C Mabie, Clerk

GPINs 7594-49-2124
7594-48-0144
7594-59-1346
7594-37-4766
New Bristow Village

Prepared by & return to:
Walsh, Colucci, Lubeley, Emrich & Walsh, P C
Glen Park I
3310 Prince William Parkway, Suite 300
Woodbridge, VA 22192

EXEMPT FROM RECORDATION
TAX PURSUANT TO VA CODE
§58 1-811(D)

DEED OF GIFT

THIS DEED OF GIFT is dated this 20th day of December, 2006, by CENTEX HOMES, a Nevada general partnership, party of the first part (hereinafter referred to as "Centex"); and NEW BRISTOW VILLAGE HOMEOWNERS ASSOCIATION, INC. a Virginia non-stock corporation, party of the second part (hereinafter referred to as "HOA"), both to be indexed as GRANTOR and GRANTEE.

WITNESSETH:

WHEREAS, Centex is the owner of certain tracts of land identified as Parcel F2, Phase 1, Section 2, New Bristow Village, and Parcel A3, Phase 1, Section 1, New Bristow Village, as said parcels are duly platted, dedicated and recorded among the land records of Prince William County, Virginia, by deed recorded as Instrument #200505050072771 and corresponding plat recorded as Instrument #200505050072772 and deed recorded as Instrument #200505050072755 and corresponding plat recorded as Instrument #200505050072756, respectively, and being portions of the same property conveyed to Centex by deeds recorded as Instruments #200307080123021, #200307110125250, #200307070122294 and #200307070122293 among the said land records of Prince William County, Virginia.

WHEREAS, the HOA is the owner of certain tracts of land identified as Parcel E, Phase 1, Section 1, New Bristow Village, and Parcel I, Phase 1, Section 2, New Bristow Village, as said parcels are duly platted, dedicated and recorded among the land records of Prince William County, Virginia, by

deed recorded as Instrument #200406300110599 and corresponding plat recorded as Instrument #200406300110600 and deed recorded as Instrument #200407080115252 and corresponding plat recorded as Instrument #200407080115253, respectively, and being portions of the same property conveyed to the HOA by deed recorded a Instrument #200603290050356 among the said land records of Prince William County, Virginia (hereinafter sometimes referred to as "the HOA Property").

WHEREAS, the HOA Property was erroneously conveyed to the HOA as common area parcels when said parcels were approved by the Prince William Board of County Supervisors as secondary use parcels available for possible out sale and development of commercial uses, and it is the intent of the HOA and Centex to correct this error by the conveyance of said parcels back to Centex.

NOW, THEREFORE, THIS DEED WITNESSETH: That for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Centex does hereby grant, bargain, give and convey unto the HOA in fee simple, with Special Warranty of Title, those certain tracts or parcels of land located in the County of Prince William, Virginia, more particularly described as follows:

PARCEL "A-3, PHASE 1, SECTION 1, NEW BRISTOW VILLAGE, as the same is duly dedicated, platted, and recorded by a Deed recorded as Instrument #200505050072755 and corresponding plat recorded as Instrument #200505050072756; AND BEING a portion of the same property conveyed to Centex by deeds recorded as Instruments #200307080123021, #200307110125250, #200307070122294 and #200307070122293 among the land records of Prince William County, Virginia.

And

PARCEL "F-2", PHASE 1, SECTION 2, NEW BRISTOW VILLAGE, as the same is duly dedicated, platted, and recorded by a Deed recorded as Instrument #200505050072771 and corresponding plat recorded as Instrument #200505050072772 among the land records of Prince William County, Virginia; AND BEING a portion of the same property conveyed to Centex by deed recorded as Instrument



#200307080123021 among the land records of Prince William County, Virginia.

This conveyance is made subject to all conditions, restrictive covenants, agreements, rights of ways and easements of record which legally affect the title to said property.

THIS DEED FURTHER WITNESSETH: That for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the HOA does hereby grant, bargain, give and convey unto Centex in fee simple, with Special Warranty of Title, those certain tracts or parcels of land located in the County of Prince William, Virginia, more particularly described as follows:

PARCEL "E", PHASE 1, SECTION 1, NEW BRISTOW VILLAGE, as the same are duly dedicated, platted, and recorded by a Deed recorded as Instrument #200406300110599 and corresponding plat recorded as Instrument #200406300110600 among the land records of Prince William County, Virginia; AND BEING a portion of the same property conveyed to the HOA by deed recorded as Instrument #200603290050356 among the land records of Prince William County, Virginia

And

PARCEL "I", PHASE 1, SECTION 2, NEW BRISTOW VILLAGE, as the same is duly dedicated, platted, and recorded by a Deed recorded as Instrument #200407080115252 and corresponding plat recorded as Instrument #200407080115253 among the land records of Prince William County, Virginia; AND BEING a portion of the same property conveyed to the HOA by deed recorded as Instrument #200603290050356 among the land records of Prince William County, Virginia

This conveyance is made subject to all conditions, restrictive covenants, agreements, rights of ways and easements of record which legally affect the title to said property.

(SIGNATURES AND NOTARIES ON THE FOLLOWING PAGES)

WITNESS the following signatures and seals:

CENTEX HOMES, a Nevada General Partnership

By: Centex Real Estate Corporation, a Nevada Corporation, its managing general partner

By: [Signature]
Robert K. Davis
Division President

STATE OF Virginia
COUNTY/CITY OF Fairfax, to-wit:

The foregoing instrument was acknowledged before me in my aforesaid jurisdiction by Robert K. Davis as Division President (title) of Centex Real Estate Corporation, a Nevada Corporation, managing general partner of Centex Homes, a Nevada general partnership, this 20th day of December, 2006.

My commission expires: January 31, 2007
[Signature]
Notary Public

(SIGNATURE AND NOTARY CONTINUE ON THE FOLLOWING PAGE)

NEW BRISTOW VILLAGE HOMEOWNERS
ASSOCIATION, INC.

BY: [Signature]

TITLE: PRESIDENT / Director

STATE OF Virginia
COUNTY/CITY OF Fairfax, to-wit:

The foregoing instrument was acknowledged before me in my aforesaid jurisdiction by David A. Kellen (name) as President & Director (title) of the New Bristow Village Homeowners Association, Inc. a Virginia non-stock corporation, this 20th day of December, 2006.

My commission expires: January 31, 2007

[Signature]
Notary Public

EXHIBIT A

Proffer Statement, last revised March 15, 2002

RECEIVED

MAR 18 2002

PROFFER STATEMENT

Planning Office
Prince William County, Va.

REZONING: #2001-0157; A-1 to PMR

PROPERTY: 341 acres; Geographic Parcel Identification Numbers (G.P.I.N.)
7594-67-0446; 7594-37-4018; 7594-48-6006; 7594-59-3420; 7594-
68-3079; 7594-78-2737; 9595-50-9014; Brentsville Magisterial
District, Prince William County, Virginia ("the Property")

RECORD OWNERS: Milton C. & Lillian M. Rollins,
Empire Enterprises Inc.,
Albert M. & Claire V. Rollins, Trustees

APPLICANT: Centex Homes, a Nevada General Partnership (Contract Purchaser)

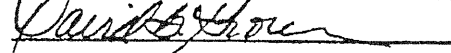
PROJECT NAME: New Bristow Village

ORIGINAL DATE
OF PROFFERS: October 5, 2001

REVISION DATA: December 28, 2001
January 8, 2002
January 30, 2002
February 5, 2002
February 15, 2002
March 12, 2002
March 15, 2002

APPROVED

PROFFER/DEVELOPMENT PLAN



Signed

4-11-02

Date

OFFICE OF PLANNING

The undersigned hereby proffers that the use and development of the subject property ("Property"), as described above, shall be in strict conformance with the following conditions, which shall supersede all other proffers that may have been made prior hereto. In the event the above referenced rezoning is not granted as applied for by the applicant ("Applicant"), these proffers shall be deemed withdrawn and shall be null and void. Further, these proffers are contingent upon final rezoning of the Property with "final rezoning" defined as that rezoning which is in effect on the day following the last day upon which the Prince William County Board of County Supervisors (the "Board") decision granting the rezoning may be contested in the appropriate court. If the Board's decision is contested, and the Applicant elects not to submit development plans until such contest is resolved, the term rezoning shall include the day following entry of a final court order affirming the decision of the Board which has not been appealed, or, if appealed, the day following which the decision has been affirmed on appeal. If this application is denied by the Board, but in the event an appeal is for any reason thereafter remanded to the Board for reconsideration by a court of competent jurisdiction, then these proffers shall be deemed withdrawn unless the Applicant shall affirmatively readopt all or any portion hereof, in a writing specifically for that purpose. The headings of the proffers set forth below have been prepared for convenience or reference only and shall not control or affect the meaning or be taken as an interpretation of any provision of the proffers. The improvements

PROFFER STATEMENT

REZ: #2001-0157

New Bristow Village

Page 2

proffered herein shall be provided at the time of development of that portion of the Property adjacent to or including the improvement or other proffered requirement, unless otherwise specified herein. The term "Applicant" as referenced herein shall include within its meaning all future owners and successors in interest. When used in these proffers, the "Master Zoning Plan" shall refer to the plan entitled "Master Zoning Plan, New Bristow Village" dated December 28, 2001 (the "MZP"), as revised through January 24, 2002, and the Illustrative Development Plan shall refer to the Plan so named dated November 30, 2001, and revised through January 23, 2002.

1. LAND USE:

1.1. Residential development on the Property shall not exceed a maximum of 520 dwelling units among which there shall be a maximum of 420 single family detached units, 98 single family attached units, and two secondary use lots in the locations generally depicted on the MZP and Illustrative Plan.

1.2. Commercial/office development shall not exceed a maximum of 175,000 square feet, and shall be constructed in the locations generally depicted on the MZP and the Illustrative Plan. Uses permitted within the commercial area shall be those uses permitted within the B-1 District, except that the following uses shall not be conducted on the site:

- Pawn or Thrift Shop
- Commercial Kennel
- Crematory
- Heliport
- Helistop
- Marina
- Mobile Home or Office Sales
- Motorcycle Sales
- Motor Vehicle Impound Yard
- Motor Vehicle Sales, Rental or Lease (limited)

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David B. Brown

Signed

4-11-02

Date

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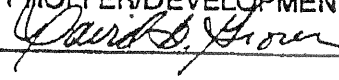
PROFFER STATEMENT

REZ: #2001-0157

New Bristow Village

Page 3

- Motor Vehicle Sales, Rental or Lease (recreational)
- Motor Vehicle Towing
- Racetrack (equestrian or motorized vehicles)
- Shooting Range (indoor)
- Self Storage Center
- Shopping Center D
- Stadium or Arena
- Taxi or Limousine Operations Service Facility
- Travel Trailers and Camp Park
- Truck stop with Related Facilities
- Drive Through Facilities or convenience stores located on a freestanding pad site; provided that drive-through banking facilities will be permitted upon issuance of required permits.

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PROFFER/DEVELOPMENT PLAN

4-11-02
Date
OFFICE OF PLANNING

- 1.3. The layout of lots and the development of commercial areas shall be substantially in accordance with the Illustrative Plan, but shall be subject to reasonable adjustments at final engineering and subdivision.
- 1.4. Commercial structures built along the principal street and facing onto the village green in the commercial area shall consist of two or three story structures. Single story structures may be constructed on pad sites adjacent to Chapel Springs Road.
- 1.5. The Applicant shall construct (a) a community/recreation center including swimming pool as depicted on the Illustrative Plan, and office/non-residential uses, in the areas identified on the MZP for such uses, and (b) the main street, as shown on the MZP, between the community/recreation center to the full intersection immediately adjacent to Chapel Springs Road, including construction of said intersection, and the internal road from State Route 28 including the commercial entrance, to its intersection with the aforesaid main street, prior to the issuance of the 200th residential dwelling unit building permit for the Property, all as shown conceptually on the Illustrative Plan and MZP.

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David A. How
Signed

4-11-02

Date

OFFICE OF PLANNING

2. CONDITIONS PRECEDENT TO THE ISSUANCE OF PERMITS AND PLAN APPROVALS:

- 2.1. The Property shall be developed as one single and unified development in accordance with these Proffers, and no development of the Property may occur if a developer/owner does not own the land to be dedicated hereunder for Heritage/Open Space, except as expressly provided herein.
- 2.2. No conveyance of the Heritage/Open Space Park Area to the Civil War Preservation Trust may be made unless the Applicant provides the County with written certification in accordance with Paragraph 2.6 that Albert M. and Claire V. Rollins, Trustees, Milton C. and Lillian M. Rollins, and Empire Enterprises, Inc., have been paid the fair market value of Prince William County GPIN Numbers 7594-67-0446, 7594-78-2737, 7594-59-3420, 7594-68-3079, 7594-37-4018 and 7594-48-6006, but not less than the price offered by Centex Homes to Albert and Claire Rollins, Milton C. and Lillian M. Rollins, and Empire Enterprises, Inc., in those certain Real Estate Sales Contracts with an effective date of November 2, 2000, and October 20, 2000, respectively, at the time that any request for conveyance of any portion of their property to the Civil War Preservation Trust is made.
- 2.3. No building, grading or site development permits shall be approved for development of any portion of the Subject Property without the express written consent of the owners of interests in the Subject Property, which consent may be withheld for any reason, if there is more than one such owner at the time application is made therefor, and any of those owners is one of the Record Owners identified in paragraph 2.2, above, or a successor, heir, or assign thereof who or which acquired its interest by operation of law or conveyance for non-monetary consideration, as distinguished from a purchaser for fair market value, nor shall it include any of the aforesaid Record Owners after closing on a contract to purchase their properties ("Purchaser for Value"). For the purposes of this proffer, "owner" shall not include any lien holder or the possessor of any security interest in the Property. A Purchaser for Value shall not have any of the rights provided by this paragraph. Nothing contained in this paragraph shall be deemed to require the consent of the Applicant or its heirs, successors or assigns, following its closing on any contract to purchase from a Record Owner referenced in Paragraph 2.2.
- 2.4. No rezoning or amendment to these proffers may be applied for by the Applicant or any owner of the Subject Property or the successors or assigns of any owner of an interest in the Subject Property, if there is more than one such owner at the time application is made therefor, and any of those owners is one of the Record Owners

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PROFFER/DEVELOPMENT PLAN



Signed


4-11-02

Date

OFFICE OF PLANNING

identified above, or a successor, heir, or assign thereof, without the express written consent of the owners of all the properties subject hereto. For the purposes of this proffer, "owner" shall not include any lien holder or the possessor of any security interest in the Property or a Purchaser for Value as defined above. Nothing contained in this paragraph shall be deemed to require the consent of the Applicant or its heirs, successors or assigns, following its closing on any contract to purchase from a Record Owner referenced in Paragraph 2.2.

- 2.5. The Applicant shall provide the Director of Planning with written certification that the requirements of the foregoing paragraphs have been satisfied, not less than sixty days following the approval of the first final plan for the residential development of the Property.
- 2.6. Provided that the certification required by paragraph 2.5 has been submitted, conveyance of the area as shown on the Illustrative Development Plan as a Heritage/Open Space Park as provided in paragraph 11.2 hereof shall be made in fee simple absolute to the Civil War Preservation Trust within ninety days following the approval of the first final plan for residential development. In the event that such conveyance has not been so effected, the County shall suspend or revoke permits issued, or withhold the issuance of other and further permits and approvals, for development of the Property, until such time as the conveyance shall have been made.
3. ARCHITECTURE AND LANDSCAPING:
 - 3.1. The Property shall be developed in substantial conformance with the Design Guidelines for New Bristow Village, and dated January 23, 2002, set forth as Attachment A hereto and incorporated herein by reference. The County may condition approval of plans and permits on compliance with the applicable Design Guidelines. All development on the Property shall comply with the aforesaid Guidelines, the terms of any waivers that are approved as part of this rezoning, and the applicable standards and requirements set forth in the Prince William County Design and Construction Standards Manual (DCSM), or as may be approved by the Department of Planning and the Department of Public Works.
 - 3.2. The Applicant shall create an Architectural Review Board for the entire project which shall have the responsibility of assuring compliance with the Design Guidelines, in addition to provisions for the review and approval of development that may be set forth within the Design Guidelines for New Bristow Village.
 - 3.3. Development of the Heritage Park shall be generally as shown on the Illustrative


APPROVED
PROFFER/DEVELOPMENT PLAN

4-11-02
Signed

Date
OFFICE OF PLANNING

Development Plan, and shall be subject to the review and approval of the aforesaid Architectural Review Board and the County, except that minor adjustments to the trail system, interpretive center, interpretive signage, parking lot, shelters or related features may be permitted with approval of the Planning Director.

- 3.4. In the event that side yards in the housing unit types as described in the Design Guidelines are reduced below 10 feet in width, then each lot so reduced shall comply with the intent of the NFPA 80A standards, by using either a fire rated wall or sprinkler system, where appropriate.
- 3.5. Garages constructed for residential uses within the development shall remain for parking of vehicles only, and may not be converted into living space. The Applicant shall record a prohibition against garage conversions in the covenants and restrictions for each residential lot.
4. FIRE & RESCUE:
 - 4.1. The Applicant shall contribute to the Board the sum of \$400.00 per residential single family dwelling unit, and \$360.00 per residential single family attached dwelling unit, for fire and rescue purposes, payable upon the issuance of an occupancy permit for each such unit.
 - 4.2. The Applicant shall also contribute to the Board the sum of \$0.23 per square foot of commercial development, for fire and rescue purposes, payable upon the issuance of a building permit for each development.
5. SCHOOLS:
 - 5.1. The Applicant shall contribute to the Board the sum of \$5,190.00 per residential single family dwelling unit, and \$3,615.00 per residential single family attached dwelling unit, for school purposes, payable upon the issuance of an occupancy permit for each such unit.
6. PARKS & OPEN SPACE:
 - 6.1. The Applicant shall contribute to the Board the sum of \$580.00 per residential single family detached unit, and \$540.00 per residential single family attached dwelling unit, for recreational purposes, payable upon the issuance of an occupancy permit for each such unit.
 - 6.2. The Applicant shall provide a total of four tot lots throughout the site, to be located

APPROVED
PROFFER/DEVELOPMENT PLAN


4-11-02


Signed

Date

OFFICE OF PLANNING

as follows: one within the community center, one within the Village Green, one within homeowners open space within the Village Residential Area, and one within the residential area on the south side of the wet pond, all as identified on the Illustrative Plan.

- 6.3. The Applicant may build tennis courts, basketball courts, swimming pools, and/or similar recreational facilities on the Property as such facilities are depicted on the Illustrative Plan.
7. LIBRARIES:
 - 7.1. The Applicant shall contribute to the Board the sum of \$200.00 per residential single family detached unit, and \$185.00 per residential single family attached unit, for library purposes, payable upon the issuance of an occupancy permit for each such unit.
8. CREATION OF HOMEOWNERS' ASSOCIATIONS:
 - 8.1. One or more homeowners' or property owners' association(s) (hereinafter "HOA") shall be created and shall be responsible for the maintenance and repair of all common areas, including any conservation areas which may be established in accordance herewith not dedicated to the County or others, for each area subject to their jurisdiction, together with such other responsibilities, duties, and powers as are customary for such associations or as may be required for such HOA herein.
 - 8.2. In addition to such other duties and responsibilities as may be assigned, an HOA shall have title to and responsibility for (i) all common open space areas not otherwise dedicated to public use, and (ii) common buffer areas located outside of residential lots. It shall also have (iii) responsibility for the perpetual maintenance of any street, perimeter, or road buffers, all of which buffers shall be located within easements to be granted to the HOA if platted within residential or other lots.
9. WATER & SEWER:
 - 9.1. The Applicant shall be responsible for constructing all facilities to connect the Property to public water and sewer.
 - 9.2. The Applicant shall contribute its share of the cost for the design and construction of any required off-site pumping station, to be developed in conformance with the design parameters of the Prince William County Service Authority and the Authority's Master Utility Adjustment Policy in effect at the time of such

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4-11-02
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construction.

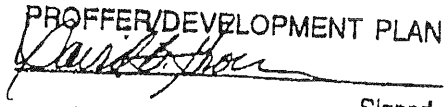
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10. ENVIRONMENT:

- 10.1. Stormwater management for the Property shall be designed in accordance with Best Management Practices (BMP). The Applicant shall contribute to the Board the sum of \$75.00 per acre for water quality monitoring purposes, such sum to be paid prior to final site or subdivision plan approval for each phase or section of the Project, for the acreage which is the subject of such plan.
- 10.2. The Applicant agrees to provide an erosion and sediment control system consisting of a super silt fence of equivalent as required by the Design and Construction Standards Manual or the Soil Erosion and Sedimentation Control Ordinance to protect the Resource Protection Area and other wetlands as shown on the MZP, during any land disturbing activity.
- 10.3. Existing vegetation shall remain undisturbed, and no clearing or grading shall occur within any areas of the RPA and/or 100-year floodplain, except for the construction of road crossings, trails, sanitary sewer, or other utilities. Maintenance of the existing vegetation shall allow for the removal of dead or dying trees or other noxious vegetation in accordance with accepted horticultural practices.
- 10.4. Plantings within perimeter buffer areas shall be only of native and indigenous species appropriate to the location and climate of the area, and may include supplemental landscaping, as set forth in the Design Guidelines.
- 10.5. Existing woodlands and hedgerows located within the Heritage Park, as shown on the Illustrative Plan, shall be left undisturbed, except where deemed necessary to provide for utilities or the provision of interpretive trail systems.
- 10.6. The Applicant shall preserve specimen trees where possible, provided that the Applicant shall be permitted to accomplish minimum clearing and grading as necessary to accommodate the construction and maintenance of improvements to lots, streets, utilities, stormwater management, and similar infrastructure as shown on the Illustrative Development Plan, and shall conduct a courtesy review with the County Arborist in order to identify the location of these trees prior to the commencement of any grading activities on the site. Preservation shall not be deemed to include the construction of retaining walls or the loss of lots or buildings to achieve preservation.

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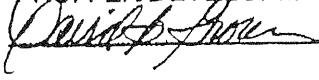
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- 10.7. To the extent practical and feasible, subject to final engineering design, the Applicant shall incorporate a wetlands bench around all stormwater wet ponds, in accordance with the detail provided in Attachment C to these proffers incorporated herein by reference.
 - 10.8. Existing tree cover shown on the Illustrative Plan adjacent to Nokesville Road (Route 28) shall remain undisturbed, except where necessary to provide for utility crossings.
 - 10.9. Prior to any land disturbing activities on the site that are adjacent to the limits of clearing and grading for specimen trees, undisturbed open space or undisturbed buffers, the Applicant shall prepare a tree preservation plan subject to the review and approval of the County Arborist, if deemed necessary by the Arborist. The tree preservation plan shall consist of a tree inventory which includes the location, species, size, crown spread and condition rating percentage of all trees 12 inches or greater in diameter, measured 4 ½ feet from the ground, and located within twenty (20) feet of the limits of clearing and grading shown on a plan. The preparation of a tree preservation plan, fencing and pre-construction measures shall comply with the tree preservation section of the Design Guidelines.
11. CULTURAL RESOURCES INVESTIGATION AND PRESERVATION:
- 11.1. In accordance with the recommendations of the Phase I Archeological Investigation for New Bristow Village dated December 2000, the Applicant shall avoid disturbance of any area identified in the Phase I Survey as identified as National Register eligible to the extent that they are located on the Property. However, in the event that land disturbance within these areas is unavoidable, the Applicant shall cause to be performed Phase II and Phase III investigations pursuant to such Guidelines as may be determined appropriate therefor by the Virginia Department of Historic Resources. In the event that a Phase III level study recommends preserving a significant archaeological site(s) in place, the Applicant will preserve said site(s) either within undisturbed open space or within a permanent conservation easement in which there shall be no land disturbance other than by County personnel its agents as set forth in these proffers.
 - 11.2. The area shown on the Illustrative Development Plan shown as a Heritage/Open Space Park shall be transferred in fee simple and without cost to the Civil War Preservation Trust, for the purpose of preserving the viewshed of the locations where significant civil war activities took place, and

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PROFFER/DEVELOPMENT PLAN


Signed

4-11-02

Date

OFFICE OF PLANNING

to be used as a public historic resources park; provided that the Applicant shall be permitted to retain suitable easements for the purposes of construction of utility lines including sewer and water lines, and any lift station that may be required to provide adequate sewer service to the Property. The design of any such lift station shall be mutually agreeable to the Applicant and to the Trust.

- 11.3. Areas of historic significance which are located outside the Heritage/Open Space Park, as those areas shown on the Illustrative Plan shall be preserved in common open space dedicated to the HOA to be created hereunder. Alternatively such areas may be dedicated to a nationally-recognized organization or trust specializing in the preservation of historical properties.
- 11.4. During grading activities, the Applicant shall provide an on-site archeologist reasonably acceptable to the Director of Planning who will inspect areas of high and moderate potential in each section of the property as the topsoil is removed to identify any historically significant structures or graves ("features") that might be uncovered. A member or designated representative of the Historical Commission shall be offered the opportunity to accompany the aforesaid on-site archeologist.
 - 11.4.1. In addition, prior to the commencement of any land disturbing activities on the Property, the Applicant shall reasonably co-operate with recognized Civil War preservation or study organizations as may be approved by the Director of Planning in consultation with the Applicant, to permit the conduct of other and further investigation of those portions of the Property to be developed, for the purpose of determining if there are previously undetected Civil War-era burials on the Property.
 - 11.4.2. Such additional studies shall be performed at no cost to the Applicant. Access to the Property prior to the time that the Applicant takes title thereto shall be subject to the consent of the property owners, and the Applicant shall use its best efforts to obtain such permission. In any event the Applicant shall provide access to the property for the purposes of this section for thirty days following its acquisition of the Property, prior to any land disturbing activity of any portion of the Property, and shall coordinate with approved parties sufficiently in advance of such access. Any party authorized to perform such studies shall provide the Applicant an opportunity to have a representative present during site investigation or any re-interment activities as authorized below. Because of provisions of Proffer 13.5 that may require the Applicant to construct certain stormwater

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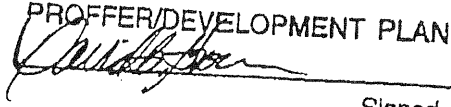

Signed

4-11-02
Date

OFFICE OF PLANNING

management facilities at VDOT's instruction prior to the initiation of residential or commercial development of the Property, then other than the thirty day study period required pursuant to this paragraph, the conduct of such studies shall not be a precondition to site or grading plan approval.

- 11.4.3. In addition to the foregoing, prior to the issuance of grading permits for any portion of the property, the Applicant shall provide a study, conducted by a qualified specialist utilizing ground penetrating radar technology, of an area 50 feet in width measured from the proposed limits of clearing and grading around (a) the known Civil War cemetery on the site, and (b) an area previously identified by the use of remote sensing equipment and a report of which is on file with the Office of Planning, for the purpose of determining whether there are potential gravesites in the said areas. The study required hereby shall not exceed 3000 linear feet. The results of said study shall be provided to the Prince William county Planning Department.
- 11.5. Any graves or remains discovered during any investigation required by paragraph 11.4 hereof shall be addressed in accordance with applicable Virginia law and County guidelines. The Applicant shall co-operate with and assist the Sons of Confederate Veterans, or such other group or groups as may be approved by the Director of Planning in consultation with the Applicant, in the re-interment of such graves or remains, if any are found, from any portion of the Property on which they may be discovered to an appropriate location within the Heritage Park as may be approved by the Civil War Preservation Trust and the Director of Planning, and shall reimburse reasonable costs associated with such re-interments.
- 11.6. Any significant or unusual artifacts found on land not included within the Heritage Park will be collected and offered first to Prince William County for commemorative display. If the County declines such artifacts, they will next be offered to Historic Brentsville. If Historic Brentsville declines such artifacts, they will then be donated to the Homeowners' Association created pursuant to these proffers. In the event that none of the above-referenced entities accepts such artifacts, they will be donated to an appropriate museum or historic preservation entity, in consultation with the Historical Commission and the Civil War Preservation Trust. If any historically relevant structures are located, an appropriate marker will be placed at or near the location with the inscription developed in consultation with the Historical Commission.

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PROFFER/DEVELOPMENT PLAN

4-11-02
Signed

Date

11.7. Any archeological features discovered will be evaluated in accordance with VDHR guidelines and in the event a National Register eligible site is discovered, the Applicant will work with VDHR to mitigate any adverse effects that may result from the proposed development.

11.8. The Heritage/Open Space Park shall be operated as a public park by the Civil War Preservation Trust or its designee, and shall be subjected to a conservation easement granted to the Virginia Outdoors Foundation, an agency of the Commonwealth of Virginia, in a form mutually acceptable to the Civil War Preservation Trust and the said Foundation, in a form substantially similar to that attached hereto as Attachment A and as approved by the County Attorney. Maintenance of the park shall include mowing and other landscape maintenance on a regular schedule, generally consistent with the schedule to be maintained for the residential sections of New Bristow Village.

12. HOUSING:

12.1. The Applicant shall contribute to the County's Housing Trust Fund a sum equal to \$2,500 times five per cent of the total number of units to be constructed on the Property. One half of such contribution shall be made with the approval of that site or subdivision plan which allows for construction of 50% of the total of said units as reflected on the preliminary subdivision plan for the entire project and the other half of said contribution shall be paid with that plan which allows for construction of 80% of the total of said units.

13. TRANSPORTATION:

13.1. Interparcel access shall be provided to those parcels owned by others bearing GPINs 7595-50-6251, and 7594-49-1801, and in the areas shown on the Illustrative Plan, with said access to be constructed by others.

13.2. Subject to the further provisions hereof, the Applicant shall contribute to the Board the sum of \$3,440.00 per single family residential unit and \$3,110.00 per single family attached residential unit, constructed for general transportation purposes. Payment of such contribution shall be made prior to the issuance of occupancy permits for each such unit.

13.3. The Applicant shall implement the recommendations contained within the Transportation Demand Management (TDM) Program for New Bristow Village, prepared by the VETTRA Corporation and dated October 31, 2001,

APPROVED

PROFFER/DEVELOPMENT PLAN

David B. Groves
Signed

4-11-02

Date

OFFICE OF PLANNING

prior to the completion of the commercial portion of the project, in order to reduce vehicular travel for both the residential and commercial components of the development.

13.4. Specific Road Improvements:

13.4.1. Nokesville Road/Route 28, Phase 1.

13.4.1.1. Prior to approval of the first subdivision plan for the project, the Applicant shall dedicate, at no cost to Prince William County, right-of-way up to 55 feet in width from the centerline of Route 28 along the frontage of the subject Property, in the general location as shown on the MZP. Said dedication shall be made at the request of Prince William County provided that in the event the dedication is requested prior to the processing of a subdivision plan for the Property, the Applicant shall not be responsible for the preparation or processing of plans, plats, deeds and related documents necessary for said dedication. The Applicant shall additionally reserve right-of-way along Route 28 Nokesville Road as follows:

- Up to 13 feet shall be reserved along the frontage of the property between Chapel Springs Road and realigned Vint Hill Road.
- Up to 20 feet shall be provided along the frontage of the property between realigned Vint Hill Road and the northwest property line.

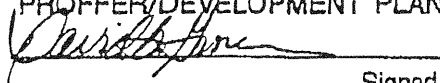
The applicant may plant landscape buffers within the reservation areas set forth herein, in order to screen the project from Nokesville Road.

13.4.1.2. Prior to the issuance of the 300th building permit for a residential unit on the subject property, the Applicant shall dedicate sufficient right-of-way and construct left and right turn lanes for the southernmost site entrance on Route 28 (located south of the intersection of realigned Vint Hill Road), in the location shown on Attachment B. Such dedication and construction shall be subject to review and approval by the Prince William County Department of Public Works ("Public Works") and the Virginia Department of Transportation ("VDOT").

13.4.2. Nokesville Road/Route 28, Phase 2.

13.4.2.1. The Applicant shall dedicate sufficient right-of-way and construct left

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Signed

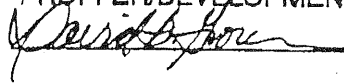
4-11-02

Date

and right turn lane ~~OFFICE OF PLANNING~~ on Route 28 that is to be co-located with the intersection of realigned Vint Hill Road, in the location shown on Attachment B, prior to the completion of the balance of the residential units on the subject property. Such dedication and construction shall be subject to review and approval by the Prince William County Department of Public Works and VDOT. In addition, the Applicant shall pay the balance of the cost necessary to provide a four-way, coordination-capable, fully actuated traffic signal at the said intersection, over and above the funds therefore already allocated by VDOT, upon written demand therefor.

- 13.4.2.2. The Applicant shall dedicate sufficient right-of-way and construct left and right turn lanes for the site entrance into the commercial area, as shown on Attachment B, prior to the commencement of construction of the Village Retail portion of the plan.
- 13.4.2.3. The Applicant shall pay the cost of a coordination-capable, fully actuated three-approach traffic signal at the intersection of the commercial entrance and Route 28 in the location shown on Attachment B.
- 13.4.2.4. Subject to the availability of off-site right-of-way necessary for such improvements the Applicant shall construct a second southbound left turn lane at the intersection of Route 28 and Route 619, prior to the completion of the balance of the residential units on the property. Such construction shall be subject to review and approval by the Prince William County Department of Public Works and VDOT. The Applicant shall make a good faith effort to acquire any off-site right-of-way for said improvements that may be required therefor, but in the event the Applicant is not able to acquire the said off-site right-of-way, it shall so advise the Board and VDOT who may initiate condemnation of said right-of-way in accordance with adopted County and State policy and procedures. The Applicant shall pay costs associated with such condemnation action in accordance with those policies. In the event the County or VDOT does not initiate said condemnation to secure the necessary right-of-way, the Applicant shall be responsible only for the construction of improvements within available right-of-way, and shall have no further responsibility with reference to said improvements.

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4-11-02

Date

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13.4.3. Bristow Road Phase 1:

- 13.4.3.1. The Applicant shall dedicate sufficient right-of-way and construct left and right turn lanes for the site entrance on Bristow Road, in the location shown on the MZP, prior to the completion of the first 300 residential units on the subject property. Such dedication and construction shall be subject to review and approval by Public Works and VDOT.

13.4.4. Bristow Road Phase 2:

- 13.4.4.1. The Applicant shall construct a raised median on Bristow Road between Chapel Springs Road and the intersection of Bristow Road and Route 28, prior to the construction of the commercial area of the plan. The raised median shall allow turning movements from Bristow Road into Chapel Springs Road.

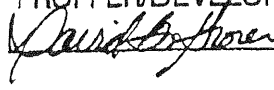
13.4.5. Chapel Springs Road

- 13.4.5.1. Prior to the construction of the commercial area the Applicant shall dedicate sufficient right-of way to accommodate and construct one-half of a standard CI-1 commercial street (not to exceed 34' of right-of-way from existing center line) from the intersection of Bristow Road and Chapel Springs to the point at which Chapel Springs accesses the Property. Such construction shall be coordinated with development of an additional half-section of said road on property on the west side of Chapel Springs. The Applicant shall construct a full section of a CI-1 street from the aforesaid point of access, to the internal intersection in the commercial area of the Project, as depicted on the Illustrative Plan. The Applicant shall reasonably co-operate with the County in the improvement of Chapel Springs to a CI-1 standard in the event that no development is authorized on the said adjacent property.

- 13.5. Notwithstanding any other proffer herein to the contrary, the proposed stormwater management pond to be located in the commercial area, as conceptually shown on the Illustrative Plan, shall, at the request of VDOT, be constructed prior to or in conjunction with the construction of the first phase of improvements to State Route 28 to be undertaken by VDOT, and shall be so designed and constructed that the said pond will accommodate drainage occasioned by the aforesaid VDOT improvements in the vicinity of the

PROFFER STATEMENT
REZ: #2001-0157
New Bristow Village
Page 16

APPROVED
PROFFER/DEVELOPMENT PLAN


Signed

4-11-02

Date

commercial entrance depicted on the Illustrative Plan. The Applicant shall coordinate with the County and VDOT in the development of plans therefor. Such construction shall be contingent upon VDOT's provision of a median break in Route 28 at the entrance to the proposed commercial area for New Bristow Village, permitting left and right turns from the Property, as depicted on the Illustrative Plan.

14. ESCALATOR CLAUSE:

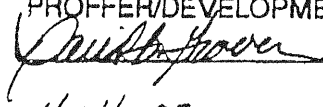
- 14.1. In the event that the monetary contributions set forth in the Proffer Statement are paid to the Board within eighteen (18) months of the approval of this rezoning, as applied for, said contributions shall be in the amounts stated herein. Any monetary contributions required hereby which are paid to the Board after eighteen (18) months following approval of this rezoning shall be adjusted in accordance with the Urban Consumer Price Index ("CPI-U") published by the United States Department of Labor, such that at the time contributions are paid they shall be adjusted by the percentage change in the CPI-U from that date eighteen (18) months after approval hereof, to the most recently available CPI-U to the date the contributions are actually paid, subject to a cap of six per cent (6%) per year, non-compounded.

15. WAIVERS AND MODIFICATIONS:

- 15.1. The following waivers and modifications to the requirements of the Zoning Ordinance or the Prince William County Design and Construction Standards Manual shall be deemed granted and approved as provided by the Zoning Ordinance.
- 15.1.1. The landscape buffer area required between housing types in a Planned Development District pursuant to Section 250.31 of the Zoning Ordinance and Section 802.11 of the Design and Construction Standards Manual shall be constructed as a buffer with a 30 foot width planted in accordance with the requirements for Buffer Type B in the DCSM, for the separation between town homes and the commercial buildings within the CEC planning area that are not already separated by alleys or streets. The modification is requested to be consistent with the village design theme incorporated within the CBC. The landscape buffer requirement between housing types shall be waived between town homes and single family detached homes, where the lots are separated by alleys or streets, as the alley or street already provides adequate separation between the unit types.

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4-11-02

Date

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- 15.1.2. The buffer width requirements as required by Section 280.14 of the Zoning Ordinance, and the planting standard for the buffer area required along Nokesville Road and Bristow Road, shall be modified and constructed in accordance with the Design Guidelines, in order to achieve a transition to a rural landscape theme.
- 15.1.3. The buffer requirements in the PMR District around the perimeter of the site, required pursuant to Section 280.14 of the Zoning Ordinance and Section 802 of the Design and Construction Standards Manual, shall be modified and those buffers as shall be as shown on the Illustrative Plan and in accordance with the Design Guidelines, in order to accommodate the viewshed into the Heritage Open Space park.
- 15.1.4. The landscape buffer area required between housing types in a planned development district pursuant to Section 250.31 of the Zoning Ordinance and Section 802.11 of the Design and Construction Standards Manual shall be waived as shown on the Illustrative Plan, for the lots identified on the MZP as potential office/nonresidential lots. The non-residential buildings constructed on the lots shall be residential in appearance, in keeping with the architectural themes established within the community. Parking areas shall be screened with a wooden fence and a ten (10) foot wide landscape strip where adjacent to residential property lines.
- 15.1.5. Applicable street standard requirements set forth in the Zoning Ordinance and Design and Construction Standards Manual (DCSM) shall be waived to permit public and private streets internal to the project, if needed in order to promote a community design replicating a historic village, as recommended by the Comprehensive Plan; provided that said public or private streets shall be designed and constructed to standards set forth in the Design Guidelines, in those locations depicted on the Illustrative Plan. In the event that waivers of VDOT requirements are required, the Applicant shall be responsible for obtaining such waivers.
- 15.1.6. Modification of the requirement to provide onsite parking exclusive of the spaces provided in the garage, as required within Section 600 of the Design and Construction Standards Manual (DCSM), for garages with access to alleys, in accordance with the village concept of the proposed community design.
- 15.1.7. The housing types authorized by the Zoning Ordinance to be constructed in the PMR District shall be specifically modified to permit construction of the

PROFFER STATEMENT
REZ: #2001-0157
New Bristow Village
Page 18

APPROVED
PROFFER/DEVELOPMENT PLAN

David Byrnes
Signed

4-11-02
Date

OFFICE OF PLANNING

housing types, and the use of the development standards with reference to lot area, coverage, height and yards and setbacks, as are set forth in the Design Guidelines, in order to achieve the thematic standards desired for the development of the Property.

16. COMPREHENSIVE SIGN PLAN

- 16.1. The Applicant shall prepare and submit a comprehensive sign plan for the Property prior to the approval of the first final site plan for the commercial area.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

PROFFER STATEMENT
REZ: #2001-0157
New Bristow Village

Milton C. Rollins
by Lawrence O. Rollins ATTY. IN FACT
MILTON C. ROLLINS

COMMONWEALTH OF VIRGINIA;
CITY/COUNTY OF Stafford: to-wit

The foregoing instrument was acknowledged before me this 15th day of March, 2002, by MILTON C. ROLLINS. Lawrence O. Rollins, attorney in fact for Milton C. Rollins

Christine L. Banfield
Notary Public

My Commission expires: 6/30/02

APPROVED
PROFFER/DEVELOPMENT PLAN
David A. Brown Signed
4-11-02 Date
OFFICE OF PLANNING

PROFFER STATEMENT
REZ: #2001-0157
New Bristow Village

Lillian M. Rollins
by Lawrence D. Rollins
ATTY IN FACT.
LILLIAN M. ROLLINS

COMMONWEALTH OF VIRGINIA;
CITY/COUNTY OF Prince William to-wit

The foregoing instrument was acknowledged before me this 15th day of March, 2002, by LILLIAN M. ROLLINS. *Lawrence D. Rollins*
Attorney in fact for Lillian M. Rollins

Christina D. Barfield

Notary Public

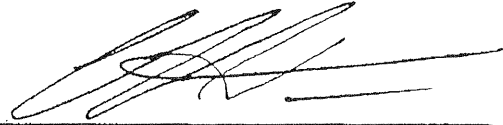
My Commission expires: 6/30/03

APPROVED
PROFFER/DEVELOPMENT PLAN
David A. Jones
Signed

4-11-02

Date
OFFICE OF PLANNING

PROFFER STATEMENT
REZ: #2001-0157
New Bristow Village

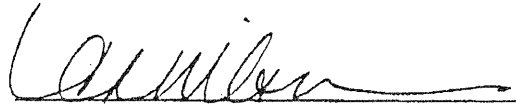


EMPIRE ENTERPRISES, INC.

BY: Coleman G. Rector

COMMONWEALTH OF VIRGINIA;
CITY/COUNTY OF Manassas : to-wit


The foregoing instrument was acknowledged before me this 15th day of March, 2002, by COLEMAN G. RECTOR, president of Empire Enterprises, Inc.



Notary Public

My Commission expires: May 31, 2003

J:\05\0506\039\PROFFERS\New Bristow Village proffers 035.doc

APPROVED
PROFFER/DEVELOPMENT PLAN

Signed
4-11-02
Date

OFFICE OF PLANNING

PROFFER STATEMENT
REZ: #2001-0157
New Bristow Village

Albert M. Rollins, Trustee
Claire V. Rollins, Trustee
Milton C. Rollins
Lillian M. Rollins
Empire Enterprises Inc.

Albert M. Rollins Trustee
ALBERT M. ROLLINS, TRUSTEE

COMMONWEALTH OF VIRGINIA;
CITY/COUNTY OF Prince William to-wit

The foregoing instrument was acknowledged before me this 7th day of March, 2002, by ALBERT M. ROLLINS, TRUSTEE.

Gary H. Rogers
Notary Public

My Commission expires: 3/31/02

APPROVED
PROFFER/DEVELOPMENT PLAN
David B. Brown
Signed
4-11-02
Date
OFFICE OF PLANNING

PROFFER STATEMENT
REZ: #2001-0157
New Bristow Village

Claire V. Rollins, Trustee
CLAIRE V. ROLLINS, TRUSTEE

COMMONWEALTH OF VIRGINIA;
CITY/COUNTY OF Prince William-wit

The foregoing instrument was acknowledged before me this 7th day of March, 2002,
by CLAIRE V. ROLLINS, TRUSTEE.

[Signature]
Notary Public

My Commission expires: 3/31/02

APPROVED
PROFFER/DEVELOPMENT PLAN
[Signature]
Signed
4-11-02
Date
OFFICE OF PLANNING

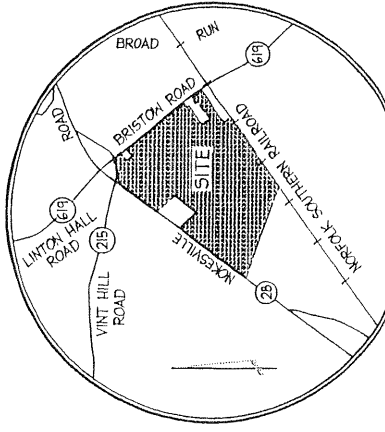
EXHIBIT B

“Master Zoning Plan, New Bristow Village” dated December 28, 2001, as revised through January 24, 2002

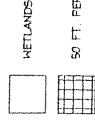
LAND BAY TABULATIONS

LAND BAY	GROSS AREA	LAND USE DESIGNATION	PROPOSED UNIT TYPE/USE	NUMBER OF UNITS/ SQUARE FOOTAGE
A	131 ACRES	HERITAGE PARK	HERITAGE/TOURISM	N/A
B	188 ACRES	PMR - LOW	SINGLE FAMILY DETACHED	520 UNITS
C	22 ACRES	OC/RC	COMMERCIAL	175,000 SF

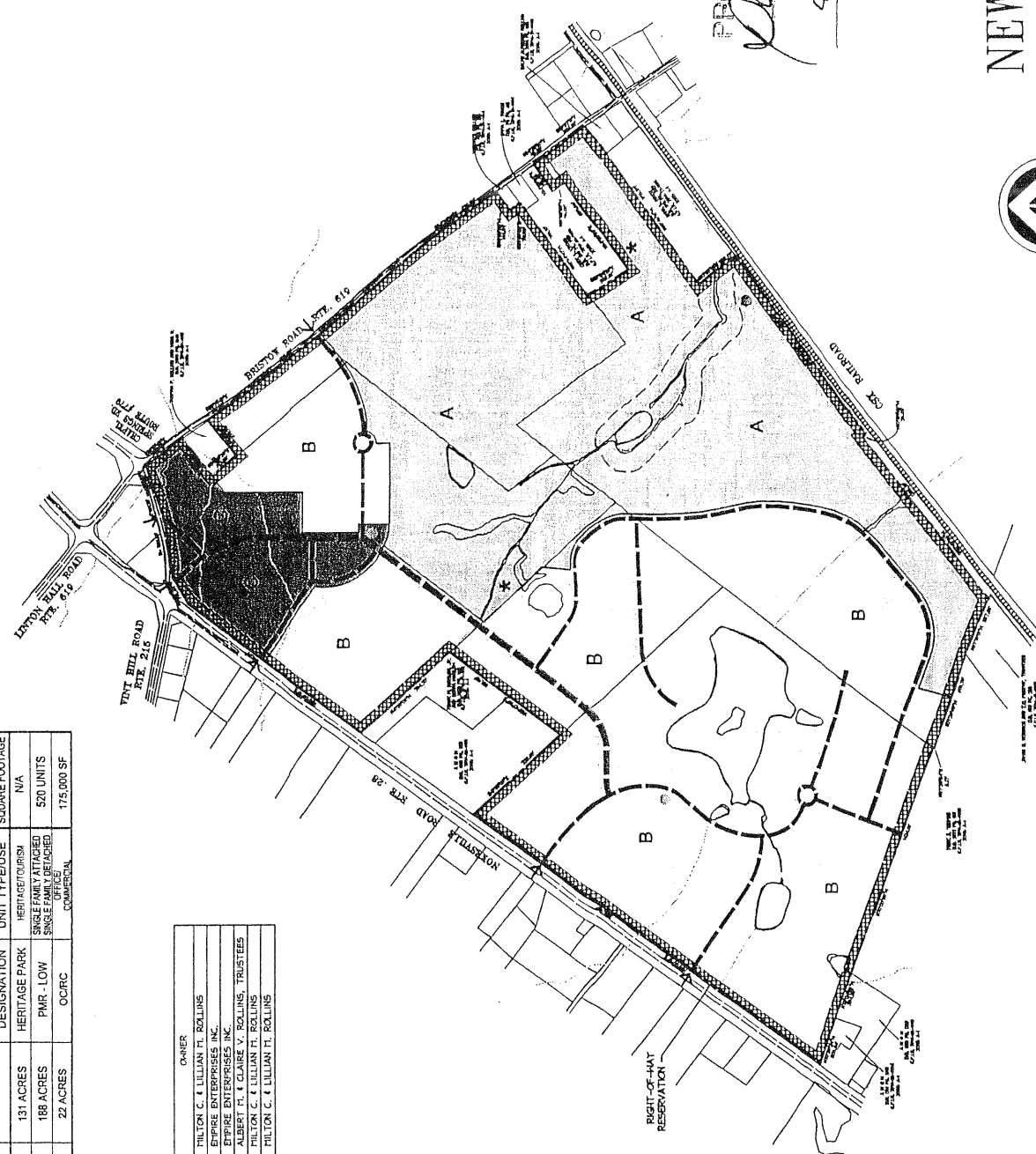
GRN	OWNER
7544-5R-3400	HILTON C. & LILLIAN T.L. ROLLINS
7544-46-4005	EMPIRE ENTERPRISES INC.
7544-37-4018	EMPIRE ENTERPRISES INC.
7544-47-0448	ALBERT T. & CLAUDE V. ROLLINS, TRUSTEES
7544-28-3078	HILTON C. & LILLIAN T.L. ROLLINS
7545-50-3014	HILTON C. & LILLIAN T.L. ROLLINS



LEGEND



- PSA LIMITS PER WETLAND STUDIES & SOLUTIONS FIELD MAPPING, APPROVED PASA NO. 01-02844-R00-807 DATED JUNE 11, 2001
- PROPOSED SANITARY SENIOR RUMP STATION
- EXISTING CEMETERY LOCATION
- POTENTIAL OFFICE/NOH RESIDENTIAL USE
- VEHICULAR ACCESS POINT
- PROPOSED ROAD
- PROPOSED MAIN STREET



APPROVED
 PROFFER DEVELOPMENT PLAN
David B. Gow
 Signed
 4-11-02

Date
 OFFICE OF PLANNING

MASTER ZONING PLAN

NEW BRISTOW VILLAGE

REVISED: JANUARY 24, 2002

Dewberry & Davis LLC
 Engineers
 Planners
 Architects
 Landscape Architects
 10525 Bristow Parkway, Manassas, VA 20108
 (703) 651-8450 Fax (703) 651-2834

SCALE: 1" = 1000'





COUNTY OF PRINCE WILLIAM

5 County Complex Court, Prince William, Virginia 22192-9201
(703) 792-6830 Metro 631-1703, Ext. 6830 FAX (703) 792-4758
Internet www.pwcgov.org

PLANNING
OFFICE

Stephen K. Griffin
Director of Planning

February 27, 2008

Jennifer Epler
Walsh, Colucci, Lubeley,
Emrich & Walsh
4310 Prince William Parkway, Suite 300
Prince William, VA 22192-5199

RE: Proffer Interpretation for New Bristow Village (Secondary Use Lots)
(Rezoning #PLN2001-00157, New Bristow Village)

Dear Ms. Epler:

I am writing in response to your letter dated February 13, 2008, regarding two secondary use lots relating to the above referenced rezoning approval. Specifically, your inquiry relates to the proposed development of Land Bay B in the New Bristow Village development. The subject property was rezoned to the PMR, Planned Mixed Residential zoning district (Rezoning #PLN2001-0157) on March 19, 2002 by the Board of County Supervisors and contains proffered conditions which regulate development of the subject property.

The proffered Illustrative Development Plan (Attachment A) identifies the specific location of the two referenced secondary use lots as "Office/Commercial (Secondary Use Lot)". The proffered Master Zoning Plan reflects that both secondary use lots are located in Land Bay B and Page 17 of the Design Guidelines (Attachment B) makes reference to the two referenced secondary use lots as follows: "Other non-residential uses will include a community recreation center and two corner lots facing the village greens that will be sized for commercial use within residential style of architecture." This reference relates to the two secondary use lots and identifies them as non-residential uses.

To conclude, the two referenced secondary use lots must be developed for permitted non-residential uses in accordance with the proffered documents associated with the above referenced rezoning and Section 32-306.11 of the Zoning Ordinance, which outlines permitted secondary uses within residential areas of the PMR zoning district (Attachment C).

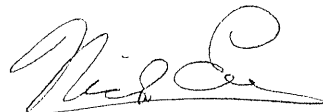
February 27, 2008

Should you wish to pursue development of these two lots for residential uses, approval of a proffer amendment by the Board of County Supervisors would be required. If you wish to pursue a proffer amendment, feel free to contact the Current Planning Division at 703-792-6830 to discuss further.

The Zoning Ordinance allows that anyone aggrieved by a proffer interpretation of the Zoning Administrator may appeal the decision to the Board of County Supervisors (BOCS). An appeal must be filed within 30 days of the date of this letter with the clerk to the board and the Zoning Administrator. The BOCS will schedule and advertise a public hearing to consider an appeal within 30 days of the filing unless there is no regular meeting scheduled, in which case the BOCS shall act at its next meeting. Appeal application forms are available in the Planning Office and the filing fee is \$476. The determination contained within this letter shall be final if an appeal is not filed within 30 days.

Should you have additional concerns relating this issue, please feel free to contact me or Lisa Fink-Butler.

Sincerely,

A handwritten signature in black ink, appearing to read "Nick Evers", with a horizontal line underneath.

Nick Evers, AICP
Zoning Administrator

Attachments

cc: Oscar Guzman, Chief of Development Services
Ron Escherich, Development Plans Review Coordinator

MAIN STREET

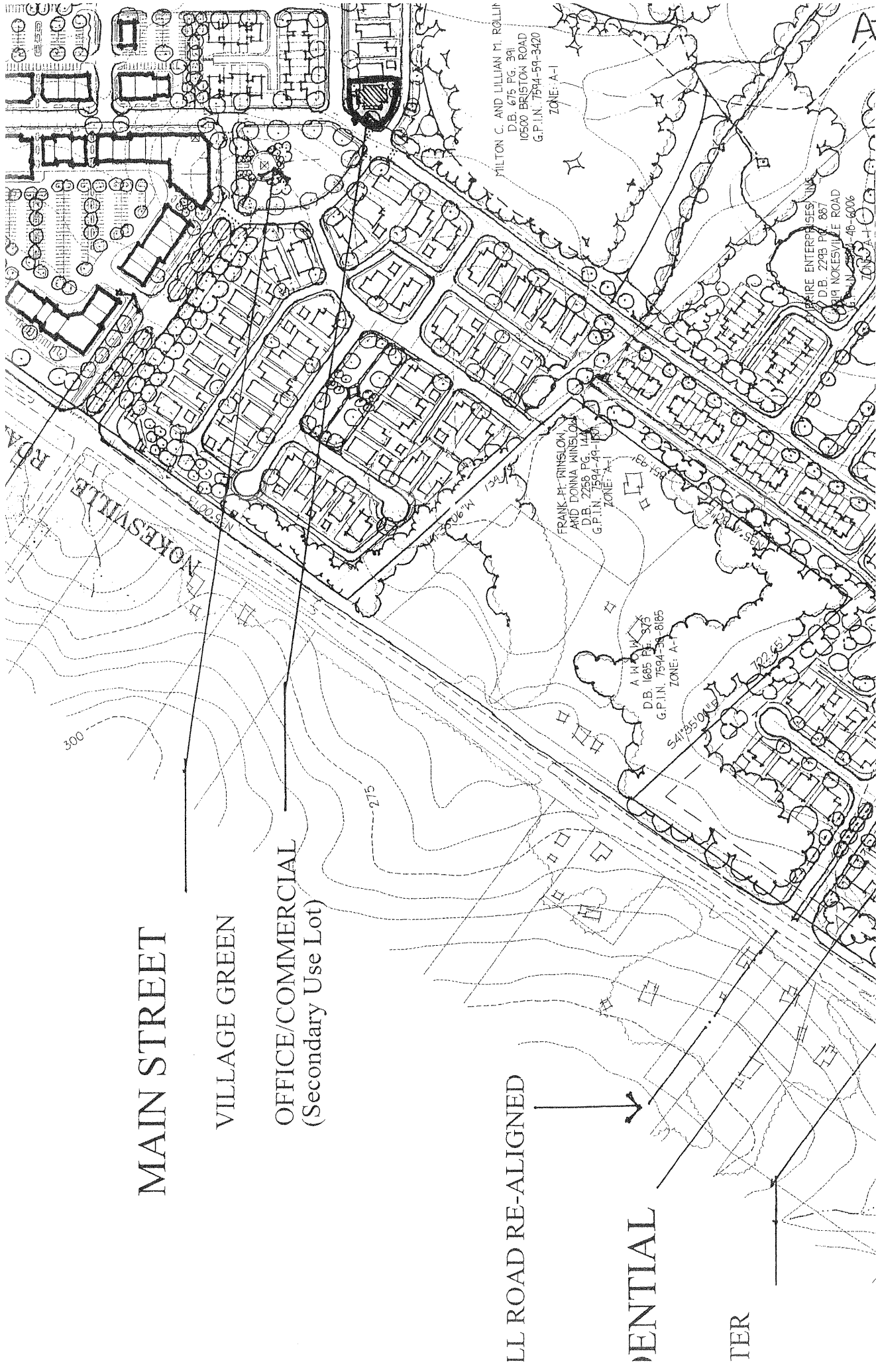
VILLAGE GREEN

OFFICE/COMMERCIAL
(Secondary Use Lot)

LL ROAD RE-ALIGNED

ENTIAL

TER



MILTON C. AND LILLIAN M. ROLLIN
 D.B. 675 PG. 391
 10500 BRISTON ROAD
 G.P.I.N. 7594-59-3420
 ZONE: A-1

FRANK B. PRINSLOW
 AND DONNA WINSLOW
 D.B. 2255 PG. 144
 G.P.I.N. 7594-49-100
 ZONE: A-1

A. W. WALK
 D.B. 1685 PG. 375
 G.P.I.N. 7594-59-8165
 ZONE: A-1

FAIRE ENTERPRISES, INC.
 D.B. 2293 PG. 887
 819 NOKESVILLE ROAD
 G.P.I.N. 45-6006
 ZONE: A-1

300

275

NOKESVILLE
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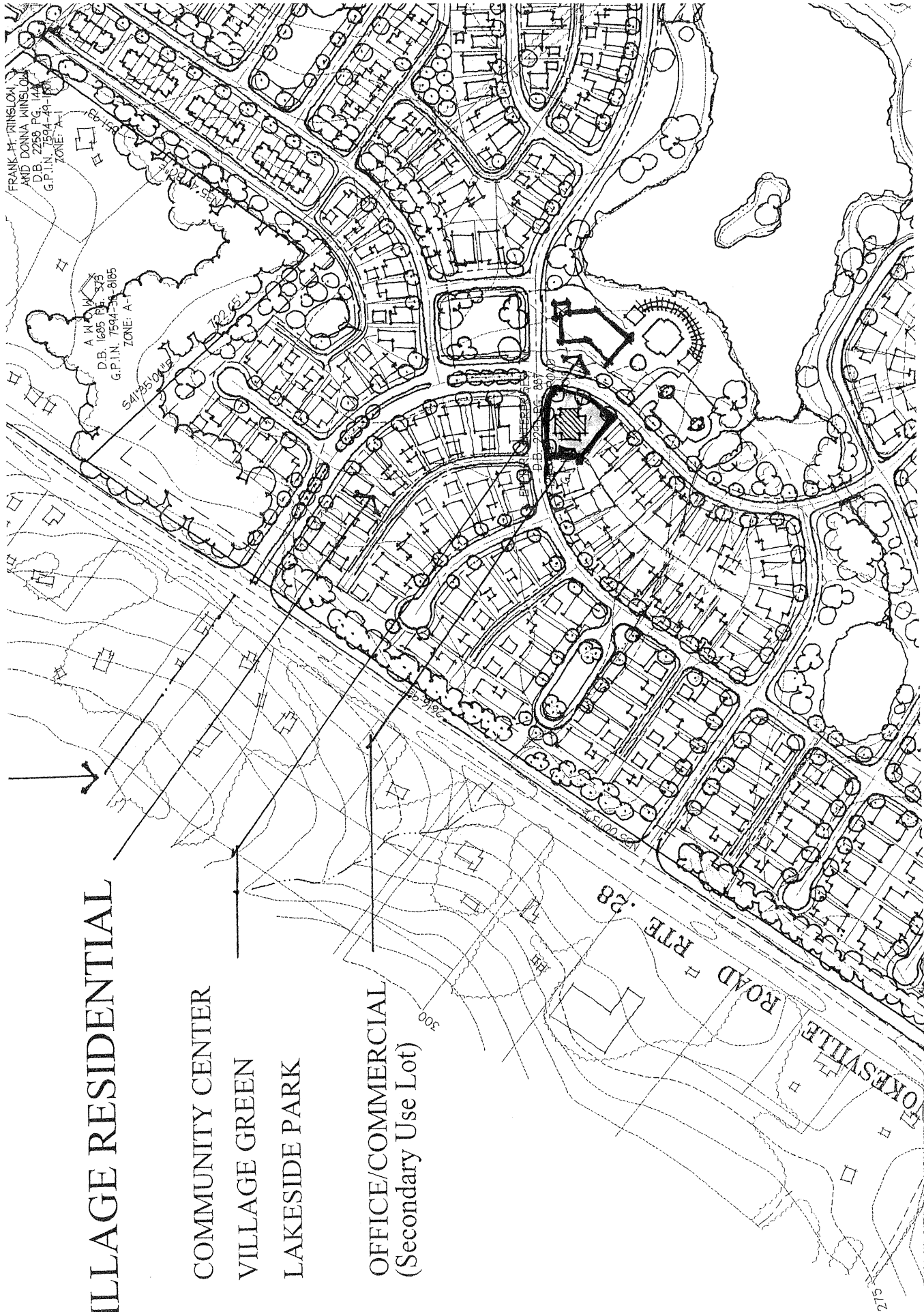
VILLAGE RESIDENTIAL

COMMUNITY CENTER

VILLAGE GREEN

LAKESIDE PARK

OFFICE/COMMERCIAL
(Secondary Use Lot)



NEW BRISTOW VILLAGE

Design Guidelines

COMMERCIAL STANDARDS

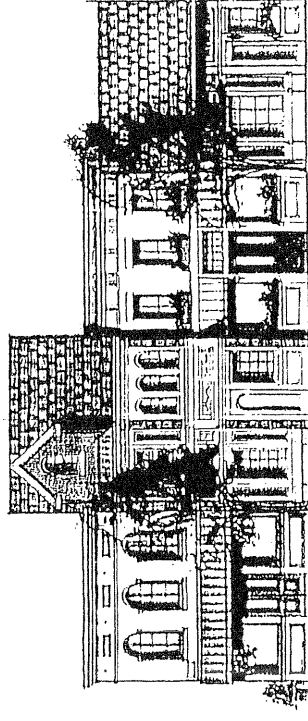
INTRODUCTION

New Bristow Village proposes a crossroads village pattern of land use that includes a commercial main street extending from the village green to Bristow Road. This business district will support a variety of small shops, restaurants and personal services for the nearby neighborhoods. Through an emphasis on street design, pedestrian oriented outdoor spaces and architectural detailing, the commercial land use designation of the Comprehensive Plan will turn into a memorable place and a vital focus for community lifestyle. Other non-residential uses will include a community recreation center and two corner lots facing the village greens that will be sized for commercial use within a residential style of architecture.

Commercial architectural styles shall reflect the scale and detail of traditional small town main streets developed between the post-Civil War period and the beginning of the 1950's automobile era. Village commercial buildings will be one to three story with continuous storefronts. In general the land plan describes a concept for building construction parallel to the street, a wide sidewalk zone in front focused on the pedestrian experience and areas for parking and service to the rear (screened from view to the street). Commercial structures built along the main street in the commercial area and around the village green shall consist of two or three story structures. Single story structures shall primarily be constructed on pad sites adjacent to Chapel Spring Road and Route 28.

ARCHITECTURAL STYLE

1. Building facades should consider basic architectural principles including definition of the base, middle and roofline of the building.
2. Use of distinctive rooflines and differing window treatments is encouraged.
3. Building scale, facade elements and construction details that emphasize local Virginia traditions and character are encouraged.



APPROVED
BUFFER DEVELOPMENT PLAN

[Signature]

4-1-02

Signed

Date
OFFICE OF PLANNING

Sec. 32-306.03. Residential Density and Land Bays.

The maximum residential density of each PMR district shall be established by reference to the Comprehensive Plan. PMR densities shall be established and designated on the Master Zoning Plan as described for the land bay designations contained in section 32-280.11. Housing unit types shall be permitted in any combination in accordance with the schedule in section 32-306.10. (No. 04-78, 12-21-04; No. 05-41, 6-7-05)

Sec. 32-306.10. Minimum Housing Mix, Permitted Unit Types in Residential Areas.

1. Within the range of housing types permitted for the designated PMR density group, each PMR development shall provide at least the minimum mix of housing types required by the following schedule:

- (a) From 10 to 75 acres: Two (2) unit types.
- (b) Over 75 acres: Three (3) unit types.

2. Housing unit types in the following combinations shall be permitted in PMR density groups as hereafter provided:

- (a) PMR low: Housing unit types A, B, C, D.
- (b) PMR medium: C, D, E, and, F.
- (c) PMR high: F and G.
- (d) PMR urban: G, H, and I.
- (e) PMR urban high: H, and I.

3. The performance standards applicable to each housing unit type are established in the schedule of housing unit types in section 32-306.12. The Zoning Administrator shall determine on request of any applicant which housing type applies to the applicant's proposed project. (No. 04-78, 12-21-04)

Sec. 32-306.11. Secondary Uses in Residential Areas.

1. Neighborhood commercial and office uses shall be permitted as secondary uses at locations designated on the PMR Master Zoning Plan.

2. Secondary office uses shall be permitted, by right, as provided in section 32-402.11, as permitted by section 32-402.12 as secondary uses, and as provided by section 32-402.13 by Special Use Permit.

3. Secondary commercial uses shall be permitted by right, as provided in section 32-401.31, uses as provided by section 32-401.32 as secondary uses, uses as provided by section 32-401.33 by Special Use Permit.

4. Secondary uses shall be established as part of a planned mixed residential development and shall be in accordance with the following standards:

(a) Such use is reasonably compatible with the surrounding residential uses.

(b) Such use is reasonably compatible with the proposed traffic pattern and has adequate access for both vehicles and pedestrians.

(c) Such use meets the standards set forth in subsections 32-401.24.4 and 5 of this Chapter, when not located within housing type H or L.

(d) When located within a multifamily building, such use shall be on a separate floor from dwelling units, or the entrance to such use shall be on a separate side of the building from the main residential entrance.

5. Uses accessory to residential uses shall be permitted as provided in Part 300. In addition, the following uses shall be permitted by right in residential PMR areas, in conjunction with a permitted principal use, as specifically identified below, existing or proposed:

(a) Community operated parks, clubhouses, swimming pools, racquet ball and tennis courts, health and fitness facilities, and other recreational or civic facilities, as secondary uses to a principal residential development for the exclusive use of the residents of the development and their guests.

(b) Satellite parking, secondary to a religious institution or place of religious worship only, with a Special Use Permit, subject to standards in section 32-300.07.8.

6. The following uses shall be permitted by Special Use Permit in residential areas:



Jennifer L. Epler
(703) 680-4664 Ext. 160
jepler@pw.thelandlawyers.com
Fax: (703) 680-6067

WALSH COLUCCI
LUBELEY EMRICH
& WALSH PC

February 13, 2008

Nick Evers
Zoning Administrator
Prince William County Planning Office
5 County Complex Court
Prince William, VA 22192

RECEIVED
2008 FEB 13 P 3 49

Re: New Bristow Village – Proffer Interpretation regarding secondary use lots
REZ #2001-00157 (“Rezoning”); GPINs: 7594-67-0446, 7594-37-4018,
7594-48-6006, 7594-59-3420, 7594-50-9014, and 7594-78-2737
 (“Property”)

Dear Mr. Evers:

This letter seeks your interpretation regarding the use of certain “secondary use lots” in the Planned Mixed Residential District (“PMR”), and more particularly, as they are applied in the above-referenced rezoning. It is our view that these may be used a residential lots in the development.

The New Bristow Village rezoning was approved with proffers by the Board of County Supervisors on April 11, 2002. A copy of the proffers is attached (“Proffers”). It was rezoned in accordance with the Zoning Ordinance in effect in 2002. The 341 acre site was zoned PMR, and the “Master Zoning Plan, New Bristow Village” dated December 28, 2001, as revised through January 24, 2002 (“MZP”), provided for the development of 520 dwelling units and 175,000 square feet of commercial/office. Among the uses permitted on the Property are two “secondary use lots,” and it is uncertain as to what such units may be used for that leads to this request.

The term “secondary use lot” has no definition in the Zoning Ordinance or in the Proffers. The following proffers and the MZP, however, support the proposition that the two secondary use lots are not only permitted to be developed as residential units, but are required to be developed as such.

As you are aware, Master Zoning Plans for planned districts frequently create several land bays, with each land bay having specific land use classifications / designations. The permitted uses and associated regulations and development standards are based on the specific land use classification/designation for a land bay in

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GLEN PARK I • 4310 PRINCE WILLIAM PARKWAY, SUITE 300 • PRINCE WILLIAM, VA 22192-5199

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the planned district. Landbay A on the MZP designates 131 acres for Heritage Park. Landbay B on the MZP provides for 520 units, consisting of single family attached and single family detached units. Landbay C on the MZP provides for 175,000 square feet of office/commercial. The two secondary use lots are located in Landbay B, the residential component of the rezoning.

The MZP land bay tabulation in conjunction with the rezoning provides for 520 units of single family attached and single family detached units. The Proffers allow for a maximum of 420 single family detached and 98 single family attached units, totaling only 518 residential units. This leaves 2 residential lots for the MZP land bay tabulation that are not otherwise referenced. It would appear to us that the County and the Applicant anticipated that the 2 secondary use lots would be developed as residential units, to be included in the 520 dwelling units.

Proffer 1.1. states that residential development on the Property shall not exceed a maximum of 520 dwelling units, among which there shall be a maximum of 420 single family detached units, 98 single family attached units, and the two secondary use lots in the locations generally depicted on the MZP and Illustrative Plan. The two secondary use lots are included in the number of dwelling units. Therefore, it appears that the Applicant and the County anticipated the two secondary use lots would be developed as residential units.

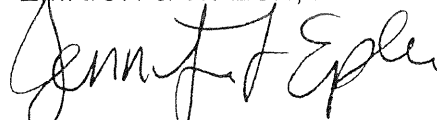
The Proffers also provide for monetary contributions to be paid per residential single family dwelling unit and per residential single family attached dwelling unit. The Applicant has paid the monetary contributions for transportation on all residential units (all 520 units). Therefore, the Applicant paid for and the County accepted monetary contributions for transportation on the two secondary use lots as residential units.

Proffer 1.2. provides that commercial/office development shall not exceed a maximum of 175,000 square feet and shall be constructed in locations generally depicted on the MZP and Illustrative Plan. The entire 175,000 square feet of commercial/office has been planned to be constructed in areas detailed on the MZP and Illustrative Plan. This 175,000 square feet does not include the two secondary use lots.

We are requesting your written finding that the two secondary use lots in the Rezoning are permitted to be developed as two residential units, in accordance with the Rezoning, Proffers and MZP. For your convenience in responding to this request, in the event you are in agreement with the interpretation set forth herein, I have included a "Seen and Agreed" Signature Block at the bottom of this letter. If you have any questions or need additional information, please do not hesitate to contact me.

Very truly yours,

WALSH, COLUCCI, LUBELEY,
EMRICH & WALSH, P.C.



Jennifer L. Epler

cc: Gary J. Leygraaf
John H. Foote

SEEN AND AGREED:

Nick Evers, Zoning Administrator

Date: _____

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PROFFER STATEMENT

Planning Office
Prince William County, Va.

REZONING: #2001-0157; A-1 to PMR

PROPERTY: 341 acres; Geographic Parcel Identification Numbers (G.P.I.N.)
7594-67-0446; 7594-37-4018; 7594-48-6006; 7594-59-3420; 7594-68-3079; 7594-78-2737; 9595-50-9014; Brentsville Magisterial District, Prince William County, Virginia ("the Property")

RECORD OWNERS: Milton C. & Lillian M. Rollins,
Empire Enterprises Inc.,
Albert M. & Claire V. Rollins, Trustees

APPLICANT: Centex Homes, a Nevada General Partnership (Contract Purchaser)

PROJECT NAME: New Bristow Village

ORIGINAL DATE OF PROFFERS: October 5, 2001

REVISION DATA: December 28, 2001
January 8, 2002
January 30, 2002
February 5, 2002
February 15, 2002
March 12, 2002
March 15, 2002

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The undersigned hereby proffers that the use and development of the subject property ("Property"), as described above, shall be in strict conformance with the following conditions, which shall supersede all other proffers that may have been made prior hereto. In the event the above referenced rezoning is not granted as applied for by the applicant ("Applicant"), these proffers shall be deemed withdrawn and shall be null and void. Further, these proffers are contingent upon final rezoning of the Property with "final rezoning" defined as that rezoning which is in effect on the day following the last day upon which the Prince William County Board of County Supervisors (the "Board") decision granting the rezoning may be contested in the appropriate court. If the Board's decision is contested, and the Applicant elects not to submit development plans until such contest is resolved, the term rezoning shall include the day following entry of a final court order affirming the decision of the Board which has not been appealed, or, if appealed, the day following which the decision has been affirmed on appeal. If this application is denied by the Board, but in the event an appeal is for any reason thereafter remanded to the Board for reconsideration by a court of competent jurisdiction, then these proffers shall be deemed withdrawn unless the Applicant shall affirmatively readopt all or any portion hereof, in a writing specifically for that purpose. The headings of the proffers set forth below have been prepared for convenience or reference only and shall not control or affect the meaning or be taken as an interpretation of any provision of the proffers. The improvements

proffered herein shall be provided at the time of development of that portion of the Property adjacent to or including the improvement or other proffered requirement, unless otherwise specified herein. The term "Applicant" as referenced herein shall include within its meaning all future owners and successors in interest. When used in these proffers, the "Master Zoning Plan " shall refer to the plan entitled "Master Zoning Plan, New Bristow Village" dated December 28, 2001 (the "MZP"), as revised through January 24, 2002, and the Illustrative Development Plan shall refer to the Plan so named dated November 30, 2001, and revised through January 23, 2002.

1. LAND USE:

- 1.1. Residential development on the Property shall not exceed a maximum of 520 dwelling units among which there shall be a maximum of 420 single family detached units, 98 single family attached units, and two secondary use lots in the locations generally depicted on the MZP and Illustrative Plan.
- 1.2. Commercial/office development shall not exceed a maximum of 175,000 square feet, and shall be constructed in the locations generally depicted on the MZP and the Illustrative Plan. Uses permitted within the commercial area shall be those uses permitted within the B-1 District, except that the following uses shall not be conducted on the site:

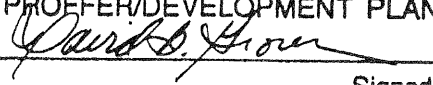
- Pawn or Thrift Shop
- Commercial Kennel
- Crematory
- Heliport
- Helistop
- Marina
- Mobile Home or Office Sales
- Motorcycle Sales
- Motor Vehicle Impound Yard
- Motor Vehicle Sales, Rental or Lease (limited)

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4-11-02
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OFFICE OF PLANNING

- Motor Vehicle Sales, Rental or Lease (recreational)
- Motor Vehicle Towing
- Racetrack (equestrian or motorized vehicles)
- Shooting Range (indoor)
- Self Storage Center
- Shopping Center D
- Stadium or Arena
- Taxi or Limousine Operations Service Facility
- Travel Trailers and Camp Park
- Truck stop with Related Facilities
- Drive Through Facilities or convenience stores located on a freestanding pad site; provided that drive-through banking facilities will be permitted upon issuance of required permits.

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4-11-02

Date
OFFICE OF PLANNING

- 1.3. The layout of lots and the development of commercial areas shall be substantially in accordance with the Illustrative Plan, but shall be subject to reasonable adjustments at final engineering and subdivision.
- 1.4. Commercial structures built along the principal street and facing onto the village green in the commercial area shall consist of two or three story structures. Single story structures may be constructed on pad sites adjacent to Chapel Springs Road.
- 1.5. The Applicant shall construct (a) a community/recreation center including swimming pool as depicted on the Illustrative Plan, and office/non-residential uses, in the areas identified on the MZP for such uses, and (b) the main street, as shown on the MZP, between the community/recreation center to the full intersection immediately adjacent to Chapel Springs Road, including construction of said intersection, and the internal road from State Route 28 including the commercial entrance, to its intersection with the aforesaid main street, prior to the issuance of the 200th residential dwelling unit building permit for the Property, all as shown conceptually on the Illustrative Plan and MZP.

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4-11-02

Date

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2. CONDITIONS PRECEDENT TO THE ISSUANCE OF PERMITS AND PLAN APPROVALS:
 - 2.1. The Property shall be developed as one single and unified development in accordance with these Proffers, and no development of the Property may occur if a developer/owner does not own the land to be dedicated hereunder for Heritage/Open Space, except as expressly provided herein.
 - 2.2. No conveyance of the Heritage/Open Space Park Area to the Civil War Preservation Trust may be made unless the Applicant provides the County with written certification in accordance with Paragraph 2.6 that Albert M. and Claire V. Rollins, Trustees, Milton C. and Lillian M. Rollins, and Empire Enterprises, Inc., have been paid the fair market value of Prince William County GPIN Numbers 7594-67-0446, 7594-78-2737, 7594-59-3420, 7594-68-3079, 7594-37-4018 and 7594-48-6006, but not less than the price offered by Centex Homes to Albert and Claire Rollins, Milton C. and Lillian M. Rollins, and Empire Enterprises, Inc., in those certain Real Estate Sales Contracts with an effective date of November 2, 2000, and October 20, 2000, respectively, at the time that any request for conveyance of any portion of their property to the Civil War Preservation Trust is made.
 - 2.3. No building, grading or site development permits shall be approved for development of any portion of the Subject Property without the express written consent of the owners of interests in the Subject Property, which consent may be withheld for any reason, if there is more than one such owner at the time application is made therefor, and any of those owners is one of the Record Owners identified in paragraph 2.2, above, or a successor, heir, or assign thereof who or which acquired its interest by operation of law or conveyance for non-monetary consideration, as distinguished from a purchaser for fair market value, nor shall it include any of the aforesaid Record Owners after closing on a contract to purchase their properties ("Purchaser for Value"). For the purposes of this proffer, "owner" shall not include any lien holder or the possessor of any security interest in the Property. A Purchaser for Value shall not have any of the rights provided by this paragraph. Nothing contained in this paragraph shall be deemed to require the consent of the Applicant or its heirs, successors or assigns, following its closing on any contract to purchase from a Record Owner referenced in Paragraph 2.2.
 - 2.4. No rezoning or amendment to these proffers may be applied for by the Applicant or any owner of the Subject Property or the successors or assigns of any owner of an interest in the Subject Property, if there is more than one such owner at the time application is made therefor, and any of those owners is one of the Record Owners


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4-11-02
Date

OFFICE OF PLANNING

identified above, or a successor, heir, or assign thereof, without the express written consent of the owners of all the properties subject hereto. For the purposes of this proffer, "owner" shall not include any lien holder or the possessor of any security interest in the Property or a Purchaser for Value as defined above. Nothing contained in this paragraph shall be deemed to require the consent of the Applicant or its heirs, successors or assigns, following its closing on any contract to purchase from a Record Owner referenced in Paragraph 2.2.

- 2.5. The Applicant shall provide the Director of Planning with written certification that the requirements of the foregoing paragraphs have been satisfied, not less than sixty days following the approval of the first final plan for the residential development of the Property.
- 2.6. Provided that the certification required by paragraph 2.5 has been submitted, conveyance of the area as shown on the Illustrative Development Plan as a Heritage/Open Space Park as provided in paragraph 11.2 hereof shall be made in fee simple absolute to the Civil War Preservation Trust within ninety days following the approval of the first final plan for residential development. In the event that such conveyance has not been so effected, the County shall suspend or revoke permits issued, or withhold the issuance of other and further permits and approvals, for development of the Property, until such time as the conveyance shall have been made.
3. ARCHITECTURE AND LANDSCAPING:
 - 3.1. The Property shall be developed in substantial conformance with the Design Guidelines for New Bristow Village, and dated January 23, 2002, set forth as Attachment A hereto and incorporated herein by reference. The County may condition approval of plans and permits on compliance with the applicable Design Guidelines. All development on the Property shall comply with the aforesaid Guidelines, the terms of any waivers that are approved as part of this rezoning, and the applicable standards and requirements set forth in the Prince William County Design and Construction Standards Manual (DCSM), or as may be approved by the Department of Planning and the Department of Public Works.
 - 3.2. The Applicant shall create an Architectural Review Board for the entire project which shall have the responsibility of assuring compliance with the Design Guidelines, in addition to provisions for the review and approval of development that may be set forth within the Design Guidelines for New Bristow Village.
 - 3.3. Development of the Heritage Park shall be generally as shown on the Illustrative

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4-11-02


Date

OFFICE OF PLANNING

Development Plan, and shall be subject to the review and approval of the aforesaid Architectural Review Board and the County, except that minor adjustments to the trail system, interpretive center, interpretive signage, parking lot, shelters or related features may be permitted with approval of the Planning Director.

- 3.4. In the event that side yards in the housing unit types as described in the Design Guidelines are reduced below 10 feet in width, then each lot so reduced shall comply with the intent of the NFPA 80A standards, by using either a fire rated wall or sprinkler system, where appropriate.
- 3.5. Garages constructed for residential uses within the development shall remain for parking of vehicles only, and may not be converted into living space. The Applicant shall record a prohibition against garage conversions in the covenants and restrictions for each residential lot.
4. FIRE & RESCUE:
 - 4.1. The Applicant shall contribute to the Board the sum of \$400.00 per residential single family dwelling unit, and \$360.00 per residential single family attached dwelling unit, for fire and rescue purposes, payable upon the issuance of an occupancy permit for each such unit.
 - 4.2. The Applicant shall also contribute to the Board the sum of \$0.23 per square foot of commercial development, for fire and rescue purposes, payable upon the issuance of a building permit for each development.
5. SCHOOLS:
 - 5.1. The Applicant shall contribute to the Board the sum of \$5,190.00 per residential single family dwelling unit, and \$3,615.00 per residential single family attached dwelling unit, for school purposes, payable upon the issuance of an occupancy permit for each such unit.
6. PARKS & OPEN SPACE:
 - 6.1. The Applicant shall contribute to the Board the sum of \$580.00 per residential single family detached unit, and \$540.00 per residential single family attached dwelling unit, for recreational purposes, payable upon the issuance of an occupancy permit for each such unit.
 - 6.2. The Applicant shall provide a total of four tot lots throughout the site, to be located

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4-11-02

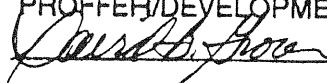
Date

OFFICE OF PLANNING

as follows: one within the community center, one within the Village Green, one within homeowners open space within the Village Residential Area, and one within the residential area on the south side of the wet pond, all as identified on the Illustrative Plan.

- 6.3. The Applicant may build tennis courts, basketball courts, swimming pools, and/or similar recreational facilities on the Property as such facilities are depicted on the Illustrative Plan.
7. LIBRARIES:
 - 7.1. The Applicant shall contribute to the Board the sum of \$200.00 per residential single family detached unit, and \$185.00 per residential single family attached unit, for library purposes, payable upon the issuance of an occupancy permit for each such unit.
8. CREATION OF HOMEOWNERS' ASSOCIATIONS:
 - 8.1. One or more homeowners' or property owners' association(s) (hereinafter "HOA") shall be created and shall be responsible for the maintenance and repair of all common areas, including any conservation areas which may be established in accordance herewith not dedicated to the County or others, for each area subject to their jurisdiction, together with such other responsibilities, duties, and powers as are customary for such associations or as may be required for such HOA herein.
 - 8.2. In addition to such other duties and responsibilities as may be assigned, an HOA shall have title to and responsibility for (i) all common open space areas not otherwise dedicated to public use, and (ii) common buffer areas located outside of residential lots. It shall also have (iii) responsibility for the perpetual maintenance of any street, perimeter, or road buffers, all of which buffers shall be located within easements to be granted to the HOA if platted within residential or other lots.
9. WATER & SEWER:
 - 9.1. The Applicant shall be responsible for constructing all facilities to connect the Property to public water and sewer.
 - 9.2. The Applicant shall contribute its share of the cost for the design and construction of any required off-site pumping station, to be developed in conformance with the design parameters of the Prince William County Service Authority and the Authority's Master Utility Adjustment Policy in effect at the time of such

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Signed

4-11-02

Date

OFFICE OF PLANNING

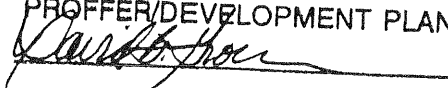
construction.

10. ENVIRONMENT:

- 10.1. Stormwater management for the Property shall be designed in accordance with Best Management Practices (BMP). The Applicant shall contribute to the Board the sum of \$75.00 per acre for water quality monitoring purposes, such sum to be paid prior to final site or subdivision plan approval for each phase or section of the Project, for the acreage which is the subject of such plan.
- 10.2. The Applicant agrees to provide an erosion and sediment control system consisting of a super silt fence of equivalent as required by the Design and Construction Standards Manual or the Soil Erosion and Sedimentation Control Ordinance to protect the Resource Protection Area and other wetlands as shown on the MZP, during any land disturbing activity.
- 10.3. Existing vegetation shall remain undisturbed, and no clearing or grading shall occur within any areas of the RPA and/or 100-year floodplain, except for the construction of road crossings, trails, sanitary sewer, or other utilities. Maintenance of the existing vegetation shall allow for the removal of dead or dying trees or other noxious vegetation in accordance with accepted horticultural practices.
- 10.4. Plantings within perimeter buffer areas shall be only of native and indigenous species appropriate to the location and climate of the area, and may include supplemental landscaping, as set forth in the Design Guidelines.
- 10.5. Existing woodlands and hedgerows located within the Heritage Park, as shown on the Illustrative Plan, shall be left undisturbed, except where deemed necessary to provide for utilities or the provision of interpretive trail systems.
- 10.6. The Applicant shall preserve specimen trees where possible, provided that the Applicant shall be permitted to accomplish minimum clearing and grading as necessary to accommodate the construction and maintenance of improvements to lots, streets, utilities, stormwater management, and similar infrastructure as shown on the Illustrative Development Plan, and shall conduct a courtesy review with the County Arborist in order to identify the location of these trees prior to the commencement of any grading activities on the site. Preservation shall not be deemed to include the construction of retaining walls or the loss of lots or buildings to achieve preservation.

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4-11-02

Date

OFFICE OF PLANNING

- 10.7. To the extent practical and feasible, subject to final engineering design, the Applicant shall incorporate a wetlands bench around all stormwater wet ponds, in accordance with the detail provided in Attachment C to these proffers incorporated herein by reference.
 - 10.8. Existing tree cover shown on the Illustrative Plan adjacent to Nokesville Road (Route 28) shall remain undisturbed, except where necessary to provide for utility crossings.
 - 10.9. Prior to any land disturbing activities on the site that are adjacent to the limits of clearing and grading for specimen trees, undisturbed open space or undisturbed buffers, the Applicant shall prepare a tree preservation plan subject to the review and approval of the County Arborist, if deemed necessary by the Arborist. The tree preservation plan shall consist of a tree inventory which includes the location, species, size, crown spread and condition rating percentage of all trees 12 inches or greater in diameter, measured 4 ½ feet from the ground, and located within twenty (20) feet of the limits of clearing and grading shown on a plan. The preparation of a tree preservation plan, fencing and pre-construction measures shall comply with the tree preservation section of the Design Guidelines.
11. CULTURAL RESOURCES INVESTIGATION AND PRESERVATION:
- 11.1. In accordance with the recommendations of the Phase I Archeological Investigation for New Bristow Village dated December 2000, the Applicant shall avoid disturbance of any area identified in the Phase I Survey as identified as National Register eligible to the extent that they are located on the Property. However, in the event that land disturbance within these areas is unavoidable, the Applicant shall cause to be performed Phase II and Phase III investigations pursuant to such Guidelines as may be determined appropriate therefor by the Virginia Department of Historic Resources. In the event that a Phase III level study recommends preserving a significant archaeological site(s) in place, the Applicant will preserve said site(s) either within undisturbed open space or within a permanent conservation easement in which there shall be no land disturbance other than by County personnel its agents as set forth in these proffers.
 - 11.2. The area shown on the Illustrative Development Plan shown as a Heritage/Open Space Park shall be transferred in fee simple and without cost to the Civil War Preservation Trust, for the purpose of preserving the viewshed of the locations where significant civil war activities took place, and

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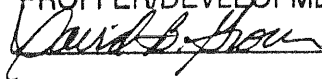
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to be used as a public historic resources park; provided that the Applicant shall be permitted to retain suitable easements for the purposes of construction of utility lines including sewer and water lines, and any lift station that may be required to provide adequate sewer service to the Property. The design of any such lift station shall be mutually agreeable to the Applicant and to the Trust.

- 11.3. Areas of historic significance which are located outside the Heritage/Open Space Park, as those areas shown on the Illustrative Plan shall be preserved in common open space dedicated to the HOA to be created hereunder. Alternatively such areas may be dedicated to a nationally-recognized organization or trust specializing in the preservation of historical properties.
- 11.4. During grading activities, the Applicant shall provide an on-site archeologist reasonably acceptable to the Director of Planning who will inspect areas of high and moderate potential in each section of the property as the topsoil is removed to identify any historically significant structures or graves ("features") that might be uncovered. A member or designated representative of the Historical Commission shall be offered the opportunity to accompany the aforesaid on-site archeologist.
- 11.4.1. In addition, prior to the commencement of any land disturbing activities on the Property, the Applicant shall reasonably co-operate with recognized Civil War preservation or study organizations as may be approved by the Director of Planning in consultation with the Applicant, to permit the conduct of other and further investigation of those portions of the Property to be developed, for the purpose of determining if there are previously undetected Civil War-era burials on the Property.
- 11.4.2. Such additional studies shall be performed at no cost to the Applicant. Access to the Property prior to the time that the Applicant takes title thereto shall be subject to the consent of the property owners, and the Applicant shall use its best efforts to obtain such permission. In any event the Applicant shall provide access to the property for the purposes of this section for thirty days following its acquisition of the Property, prior to any land disturbing activity of any portion of the Property, and shall coordinate with approved parties sufficiently in advance of such access. Any party authorized to perform such studies shall provide the Applicant an opportunity to have a representative present during site investigation or any re-interment activities as authorized below. Because of provisions of Proffer 13.5 that may require the Applicant to construct certain stormwater

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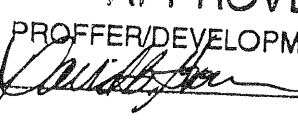

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4-11-02
Date

OFFICE OF PLANNING

management facilities at VDOT's instruction prior to the initiation of residential or commercial development of the Property, then other than the thirty day study period required pursuant to this paragraph, the conduct of such studies shall not be a precondition to site or grading plan approval.

- 11.4.3. In addition to the foregoing, prior to the issuance of grading permits for any portion of the property, the Applicant shall provide a study, conducted by a qualified specialist utilizing ground penetrating radar technology, of an area 50 feet in width measured from the proposed limits of clearing and grading around (a) the known Civil War cemetery on the site, and (b) an area previously identified by the use of remote sensing equipment and a report of which is on file with the Office of Planning, for the purpose of determining whether there are potential gravesites in the said areas. The study required hereby shall not exceed 3000 linear feet. The results of said study shall be provided to the Prince William county Planning Department.
- 11.5. Any graves or remains discovered during any investigation required by paragraph 11.4 hereof shall be addressed in accordance with applicable Virginia law and County guidelines. The Applicant shall co-operate with and assist the Sons of Confederate Veterans, or such other group or groups as may be approved by the Director of Planning in consultation with the Applicant, in the re-interment of such graves or remains, if any are found, from any portion of the Property on which they may be discovered to an appropriate location within the Heritage Park as may be approved by the Civil War Preservation Trust and the Director of Planning, and shall reimburse reasonable costs associated with such re-interments.
- 11.6. Any significant or unusual artifacts found on land not included within the Heritage Park will be collected and offered first to Prince William County for commemorative display. If the County declines such artifacts, they will next be offered to Historic Brentsville. If Historic Brentsville declines such artifacts, they will then be donated to the Homeowners' Association created pursuant to these proffers. In the event that none of the above-referenced entities accepts such artifacts, they will be donated to an appropriate museum or historic preservation entity, in consultation with the Historical Commission and the Civil War Preservation Trust. If any historically relevant structures are located, an appropriate marker will be placed at or near the location with the inscription developed in consultation with the Historical Commission.

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4-11-02
Date

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11.7. Any archeological features discovered will be evaluated in accordance with VDHR guidelines and in the event a National Register eligible site is discovered, the Applicant will work with VDHR to mitigate any adverse effects that may result from the proposed development.

11.8. The Heritage/Open Space Park shall be operated as a public park by the Civil War Preservation Trust or its designee, and shall be subjected to a conservation easement granted to the Virginia Outdoors Foundation, an agency of the Commonwealth of Virginia, in a form mutually acceptable to the Civil War Preservation Trust and the said Foundation, in a form substantially similar to that attached hereto as Attachment A and as approved by the County Attorney. Maintenance of the park shall include mowing and other landscape maintenance on a regular schedule, generally consistent with the schedule to be maintained for the residential sections of New Bristow Village.

12. HOUSING:

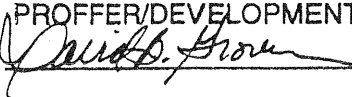
12.1. The Applicant shall contribute to the County's Housing Trust Fund a sum equal to \$2,500 times five per cent of the total number of units to be constructed on the Property. One half of such contribution shall be made with the approval of that site or subdivision plan which allows for construction of 50% of the total of said units as reflected on the preliminary subdivision plan for the entire project and the other half of said contribution shall be paid with that plan which allows for construction of 80% of the total of said units.

13. TRANSPORTATION:

13.1. Interparcel access shall be provided to those parcels owned by others bearing GPINs 7595-50-6251, and 7594-49-1801, and in the areas shown on the Illustrative Plan, with said access to be constructed by others.

13.2. Subject to the further provisions hereof, the Applicant shall contribute to the Board the sum of \$3,440.00 per single family residential unit and \$3,110.00 per single family attached residential unit, constructed for general transportation purposes. Payment of such contribution shall be made prior to the issuance of occupancy permits for each such unit.

13.3. The Applicant shall implement the recommendations contained within the Transportation Demand Management (TDM) Program for New Bristow Village, prepared by the VETTRA Corporation and dated October 31, 2001,

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4-11-02

Date

OFFICE OF PLANNING

prior to the completion of the commercial portion of the project, in order to reduce vehicular travel for both the residential and commercial components of the development.

13.4. Specific Road Improvements:

13.4.1. Nokesville Road/Route 28, Phase 1.

13.4.1.1. Prior to approval of the first subdivision plan for the project, the Applicant shall dedicate, at no cost to Prince William County, right-of-way up to 55 feet in width from the centerline of Route 28 along the frontage of the subject Property, in the general location as shown on the MZP. Said dedication shall be made at the request of Prince William County provided that in the event the dedication is requested prior to the processing of a subdivision plan for the Property, the Applicant shall not be responsible for the preparation or processing of plans, plats, deeds and related documents necessary for said dedication. The Applicant shall additionally reserve right-of-way along Route 28 Nokesville Road as follows:

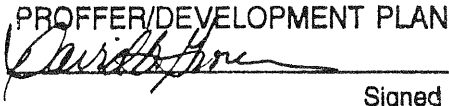
- Up to 13 feet shall be reserved along the frontage of the property between Chapel Springs Road and realigned Vint Hill Road.
- Up to 20 feet shall be provided along the frontage of the property between realigned Vint Hill Road and the northwest property line.

The applicant may plant landscape buffers within the reservation areas set forth herein, in order to screen the project from Nokesville Road.

13.4.1.2. Prior to the issuance of the 300th building permit for a residential unit on the subject property, the Applicant shall dedicate sufficient right-of-way and construct left and right turn lanes for the southernmost site entrance on Route 28 (located south of the intersection of realigned Vint Hill Road), in the location shown on Attachment B. Such dedication and construction shall be subject to review and approval by the Prince William County Department of Public Works ("Public Works") and the Virginia Department of Transportation ("VDOT").

13.4.2. Nokesville Road/Route 28, Phase 2.

13.4.2.1. The Applicant shall dedicate sufficient right-of-way and construct left

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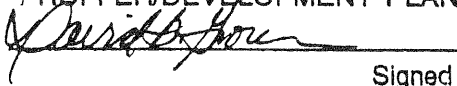
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4-11-02

Date

and right turn lanes on Route 28 that is to be co-located with the intersection of realigned Vint Hill Road, in the location shown on Attachment B, prior to the completion of the balance of the residential units on the subject property. Such dedication and construction shall be subject to review and approval by the Prince William County Department of Public Works and VDOT. In addition, the Applicant shall pay the balance of the cost necessary to provide a four-way, coordination-capable, fully actuated traffic signal at the said intersection, over and above the funds therefore already allocated by VDOT, upon written demand therefor.

- 13.4.2.2. The Applicant shall dedicate sufficient right-of-way and construct left and right turn lanes for the site entrance into the commercial area, as shown on Attachment B, prior to the commencement of construction of the Village Retail portion of the plan.
- 13.4.2.3. The Applicant shall pay the cost of a coordination-capable, fully actuated three-approach traffic signal at the intersection of the commercial entrance and Route 28 in the location shown on Attachment B .
- 13.4.2.4. Subject to the availability of off-site right-of-way necessary for such improvements the Applicant shall construct a second southbound left turn lane at the intersection of Route 28 and Route 619, prior to the completion of the balance of the residential units on the property. Such construction shall be subject to review and approval by the Prince William County Department of Public Works and VDOT. The Applicant shall make a good faith effort to acquire any off-site right-of-way for said improvements that may be required therefor, but in the event the Applicant is not able to acquire the said off-site right-of-way, it shall so advise the Board and VDOT who may initiate condemnation of said right-of-way in accordance with adopted County and State policy and procedures. The Applicant shall pay costs associated with such condemnation action in accordance with those policies. In the event the County or VDOT does not initiate said condemnation to secure the necessary right-of-way, the Applicant shall be responsible only for the construction of improvements within available right-of-way, and shall have no further responsibility with reference to said improvements.

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4-11-02

Date

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13.4.3. Bristow Road Phase 1:

13.4.3.1. The Applicant shall dedicate sufficient right-of-way and construct left and right turn lanes for the site entrance on Bristow Road, in the location shown on the MZP, prior to the completion of the first 300 residential units on the subject property. Such dedication and construction shall be subject to review and approval by Public Works and VDOT.


13.4.4. Bristow Road Phase 2:

13.4.4.1. The Applicant shall construct a raised median on Bristow Road between Chapel Springs Road and the intersection of Bristow Road and Route 28, prior to the construction of the commercial area of the plan. The raised median shall allow turning movements from Bristow Road into Chapel Springs Road.

13.4.5. Chapel Springs Road

13.4.5.1. Prior to the construction of the commercial area the Applicant shall dedicate sufficient right-of way to accommodate and construct one-half of a standard CI-1 commercial street (not to exceed 34' of right-of-way from existing center line) from the intersection of Bristow Road and Chapel Springs to the point at which Chapel Springs accesses the Property. Such construction shall be coordinated with development of an additional half-section of said road on property on the west side of Chapel Springs. The Applicant shall construct a full section of a CI-1 street from the aforesaid point of access, to the internal intersection in the commercial area of the Project, as depicted on the Illustrative Plan. The Applicant shall reasonably co-operate with the County in the improvement of Chapel Springs to a CI-1 standard in the event that no development is authorized on the said adjacent property.

13.5. Notwithstanding any other proffer herein to the contrary, the proposed stormwater management pond to be located in the commercial area, as conceptually shown on the Illustrative Plan, shall, at the request of VDOT, be constructed prior to or in conjunction with the construction of the first phase of improvements to State Route 28 to be undertaken by VDOT, and shall be so designed and constructed that the said pond will accommodate drainage occasioned by the aforesaid VDOT improvements in the vicinity of the

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4-11-02
Date

OFFICE OF PLANNING

commercial entrance depicted on the Illustrative Plan. The Applicant shall coordinate with the County and VDOT in the development of plans therefor. Such construction shall be contingent upon VDOT's provision of a median break in Route 28 at the entrance to the proposed commercial area for New Bristow Village, permitting left and right turns from the Property, as depicted on the Illustrative Plan.

14. ESCALATOR CLAUSE:

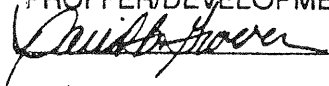
- 14.1. In the event that the monetary contributions set forth in the Proffer Statement are paid to the Board within eighteen (18) months of the approval of this rezoning, as applied for, said contributions shall be in the amounts stated herein. Any monetary contributions required hereby which are paid to the Board after eighteen (18) months following approval of this rezoning shall be adjusted in accordance with the Urban Consumer Price Index ("CPI-U") published by the United States Department of Labor, such that at the time contributions are paid they shall be adjusted by the percentage change in the CPI-U from that date eighteen (18) months after approval hereof, to the most recently available CPI-U to the date the contributions are actually paid, subject to a cap of six per cent (6%) per year, non-compounded.

15. WAIVERS AND MODIFICATIONS:

- 15.1. The following waivers and modifications to the requirements of the Zoning Ordinance or the Prince William County Design and Construction Standards Manual shall be deemed granted and approved as provided by the Zoning Ordinance.
- 15.1.1. The landscape buffer area required between housing types in a Planned Development District pursuant to Section 250.31 of the Zoning Ordinance and Section 802.11 of the Design and Construction Standards Manual shall be constructed as a buffer with a 30 foot width planted in accordance with the requirements for Buffer Type B in the DCSM, for the separation between town homes and the commercial buildings within the CEC planning area that are not already separated by alleys or streets. The modification is requested to be consistent with the village design theme incorporated within the CEC. The landscape buffer requirement between housing types shall be waived between town homes and single family detached homes, where the lots are separated by alleys or streets, as the alley or street already provides adequate separation between the unit types.

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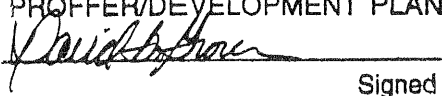
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- 15.1.2. The buffer width requirements as required by Section 280.14 of the Zoning Ordinance, and the planting standard for the buffer area required along Nokesville Road and Bristow Road, shall be modified and constructed in accordance with the Design Guidelines, in order to achieve a transition to a rural landscape theme.
- 15.1.3. The buffer requirements in the PMR District around the perimeter of the site, required pursuant to Section 280.14 of the Zoning Ordinance and Section 802 of the Design and Construction Standards Manual, shall be modified and those buffers as shall be as shown on the Illustrative Plan and in accordance with the Design Guidelines, in order to accommodate the viewshed into the Heritage Open Space park.
- 15.1.4. The landscape buffer area required between housing types in a planned development district pursuant to Section 250.31 of the Zoning Ordinance and Section 802.11 of the Design and Construction Standards Manual shall be waived as shown on the Illustrative Plan, for the lots identified on the MZP as potential office/nonresidential lots. The non-residential buildings constructed on the lots shall be residential in appearance, in keeping with the architectural themes established within the community. Parking areas shall be screened with a wooden fence and a ten (10) foot wide landscape strip where adjacent to residential property lines.
- 15.1.5. Applicable street standard requirements set forth in the Zoning Ordinance and Design and Construction Standards Manual (DCSM) shall be waived to permit public and private streets internal to the project, if needed in order to promote a community design replicating a historic village, as recommended by the Comprehensive Plan; provided that said public or private streets shall be designed and constructed to standards set forth in the Design Guidelines, in those locations depicted on the Illustrative Plan. In the event that waivers of VDOT requirements are required, the Applicant shall be responsible for obtaining such waivers.
- 15.1.6. Modification of the requirement to provide onsite parking exclusive of the spaces provided in the garage, as required within Section 600 of the Design and Construction Standards Manual (DCSM), for garages with access to alleys, in accordance with the village concept of the proposed community design.
- 15.1.7. The housing types authorized by the Zoning Ordinance to be constructed in the PMR District shall be specifically modified to permit construction of the

PROFFER STATEMENT
REZ: #2001-0157
New Bristow Village
Page 18

APPROVED
PROFFER/DEVELOPMENT PLAN

Signed
4-11-02
Date

OFFICE OF PLANNING

housing types, and the use of the development standards with reference to lot area, coverage, height and yards and setbacks, as are set forth in the Design Guidelines, in order to achieve the thematic standards desired for the development of the Property.

16. COMPREHENSIVE SIGN PLAN

- 16.1. The Applicant shall prepare and submit a comprehensive sign plan for the Property prior to the approval of the first final site plan for the commercial area.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

PROFFER STATEMENT
REZ: #2001-0157
New Bristow Village

Milton C. Rollins
by *Lawrence O. Rollins* ATTY. IN FACT
MILTON C. ROLLINS

COMMONWEALTH OF VIRGINIA;
CITY/COUNTY OF Prince William: to-wit

The foregoing instrument was acknowledged before me this 15th day of March, 2002, by MILTON C. ROLLINS. *Lawrence O. Rollins*, attorney in fact for *Milton C. Rollins*

Christine J. Banfield

Notary Public

My Commission expires: 6/30/02

APPROVED
PROFFER/DEVELOPMENT PLAN
David A. Howe
4-11-02 Signed
Date
OFFICE OF PLANNING

PROFFER STATEMENT
REZ: #2001-0157
New Bristow Village

Lillian M. Rollins
by *Laurence D. Rollins*
ATTY IN FACT
LILLIAN M. ROLLINS

COMMONWEALTH OF VIRGINIA;
CITY/COUNTY OF Tunic Williams: to-wit

The foregoing instrument was acknowledged before me this 15th day of March, 2002, by LILLIAN M. ROLLINS. *Laurence D. Rollins*
attorney in fact for Lillian M. Rollins

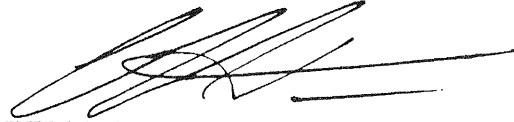
Christine L. Bantel

Notary Public

My Commission expires: 6/30/03

APPROVED
PROFFER/DEVELOPMENT PLAN
David S. House
Signed
4-11-02
Date
OFFICE OF PLANNING

PROFFER STATEMENT
REZ: #2001-0157
New Bristow Village

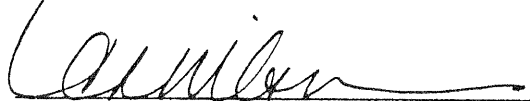


EMPIRE ENTERPRISES, INC.

BY: Coleman G. Rector

COMMONWEALTH OF VIRGINIA;
CITY/COUNTY OF Manassas : to-wit

The foregoing instrument was acknowledged before me this 15th day of March, 2002, by COLEMAN G. RECTOR, president of Empire Enterprises, Inc.



Notary Public

My Commission expires: May 31, 2003

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APPROVED
PROFFER/DEVELOPMENT PLAN

4-11-02 Signed
Date
OFFICE OF PLANNING

PROFFER STATEMENT
REZ: #2001-0157
New Bristow Village

Albert M. Rollins, Trustee
Claire V. Rollins, Trustee
Milton C. Rollins
Lillian M. Rollins
Empire Enterprises Inc.

Albert M. Rollins Trustee
ALBERT M. ROLLINS, TRUSTEE

COMMONWEALTH OF VIRGINIA;
CITY/COUNTY OF Prince William to-wit

The foregoing instrument was acknowledged before me this 7th day of March, 2002, by ALBERT M. ROLLINS, TRUSTEE.

Gary H. Rogers
Notary Public

My Commission expires: 3/31/02

APPROVED
PROFFER/DEVELOPMENT PLAN
David B. Hous
4-11-02 Signed
Date
OFFICE OF PLANNING

PROFFER STATEMENT
REZ: #2001-0157
New Bristow Village

Claire V. Rollins, Trustee
CLAIRE V. ROLLINS, TRUSTEE

COMMONWEALTH OF VIRGINIA;
CITY/COUNTY OF Prince William-wit

The foregoing instrument was acknowledged before me this 7th day of March, 2002,
by CLAIRE V. ROLLINS, TRUSTEE.

Lucy H. Rogers
Notary Public

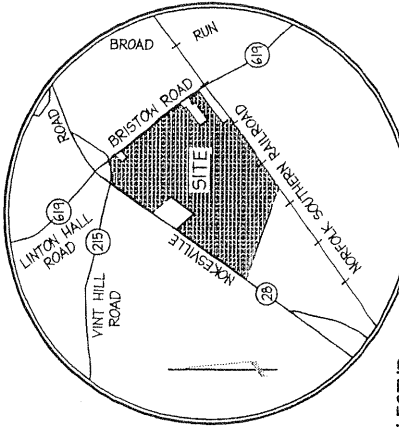
My Commission expires: 3/31/02

APPROVED
PROFFER/DEVELOPMENT PLAN
David B. Hall Signed
4-11-02 Date
OFFICE OF PLANNING

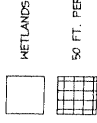
LAND BAY TABULATIONS

LAND BAY	GROSS AREA	LAND USE DESIGNATION	PROPOSED UNIT TYPE/USE	NUMBER OF UNITS/ SQUARE FOOTAGE
A	131 ACRES	HERITAGE PARK	HERITAGE/TOURISM	N/A
B	188 ACRES	PMR - LOW	SINGLE FAMILY ATTACHED	520 UNITS
C	22 ACRES	OCIRC	OFFICE/COMMERCIAL	175,000 SF

GFN	OWNER
7594-59-3420	MILTON C. & LILLIAN T. ROLLINS
7594-46-6006	EPHORE ENTERPRISES INC.
7594-37-4816	EPHORE ENTERPRISES INC.
7594-67-0446	ALBERT T. & CLAIRE V. ROLLINS, TRUSTEES
7594-65-3079	MILTON C. & LILLIAN T. ROLLINS
7595-50-7074	MILTON C. & LILLIAN T. ROLLINS

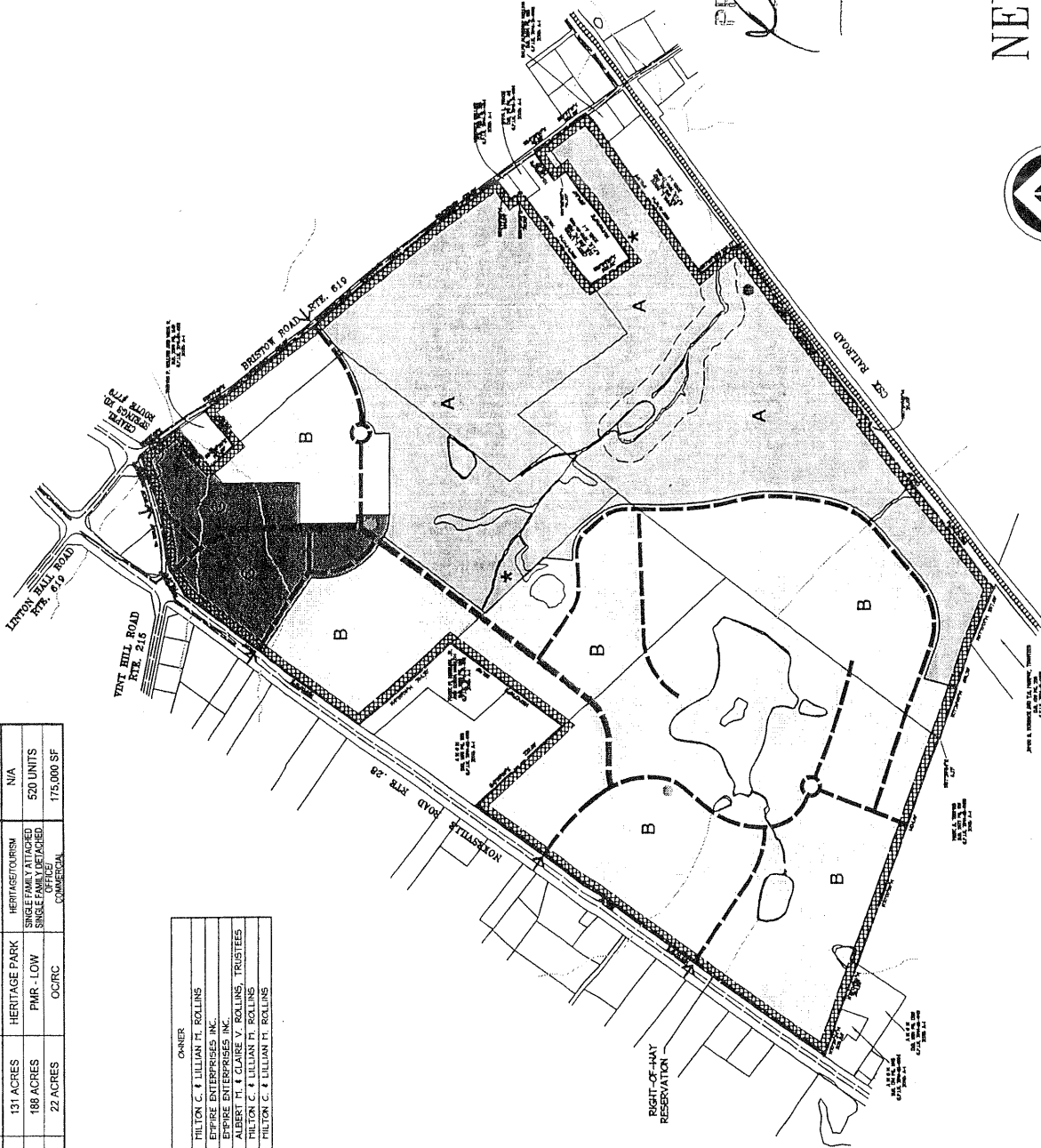


LEGEND
VICINITY MAP
NO SCALE



RFA LIMITS PER WETLAND STUDIES & SOLUTIONS
FIELD MAPPING APPROVED PASA NO. 01-02844-R00-502
DATED JUNE 11, 2001

- PROPOSED SANITARY SEWER PUMP STATION
- * EXISTING CEMETERY LOCATION
- * POTENTIAL OFFICE/COMM. RESIDENTIAL USE
- VEHICULAR ACCESS POINT
- PROPOSED ROAD
- PROPOSED MAIN STREET



RIGHT-OF-WAY
RESERVATION

APPROVED
PROFFER DEVELOPMENT PLAN

David S. Gray
Signed

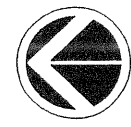
4-11-02

Date
OFFICE OF PLANNING

MASTER ZONING PLAN

NEW BRISTOW VILLAGE

REVISED: JANUARY 24, 2002

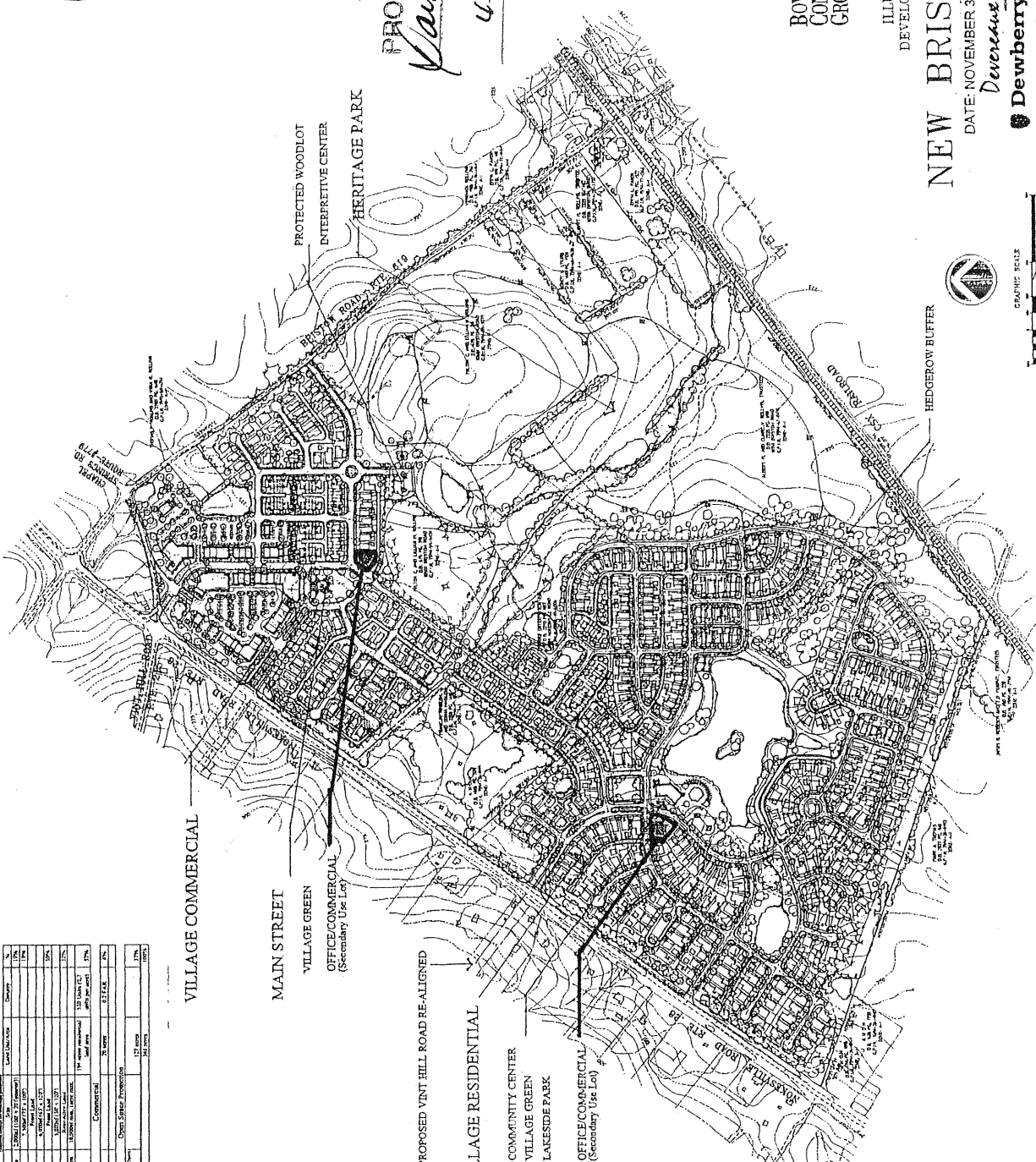
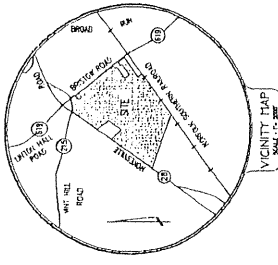


SCALE: 1" = 1000'

Dewberry & Davis LLC
Engineers
Planners
Surveyors
A Dewberry Company
10025 Battleriew Parkway Manassas, VA 20108
(703) 451-9450 Fax (703) 651-2554
Architects

NEW BRISTOW VILLAGE
Revised Land Use Program - January 23, 2002

Category	Size	Area (Acres)	Percentage
1. Single-Family Residential	1.5 - 2.0	1,200	15%
2. Multi-Family Residential	1.5 - 2.0	1,200	15%
3. Office/Commercial	1.5 - 2.0	1,200	15%
4. Community Center	1.5 - 2.0	1,200	15%
5. Village Green	1.5 - 2.0	1,200	15%
6. Lakeside Park	1.5 - 2.0	1,200	15%
7. Protected Woodlot	1.5 - 2.0	1,200	15%
8. Interpretive Center	1.5 - 2.0	1,200	15%
9. Heritage Park	1.5 - 2.0	1,200	15%
10. Hedgerow Buffer	1.5 - 2.0	1,200	15%
11. Village Commercial	1.5 - 2.0	1,200	15%
12. Main Street	1.5 - 2.0	1,200	15%
13. Village Green (Secondary Use Lot)	1.5 - 2.0	1,200	15%
14. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
15. Village Residential	1.5 - 2.0	1,200	15%
16. Community Center	1.5 - 2.0	1,200	15%
17. Village Green	1.5 - 2.0	1,200	15%
18. Lakeside Park	1.5 - 2.0	1,200	15%
19. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
20. Hedgerow Buffer	1.5 - 2.0	1,200	15%
21. Village Commercial	1.5 - 2.0	1,200	15%
22. Main Street	1.5 - 2.0	1,200	15%
23. Village Green (Secondary Use Lot)	1.5 - 2.0	1,200	15%
24. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
25. Village Residential	1.5 - 2.0	1,200	15%
26. Community Center	1.5 - 2.0	1,200	15%
27. Village Green	1.5 - 2.0	1,200	15%
28. Lakeside Park	1.5 - 2.0	1,200	15%
29. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
30. Hedgerow Buffer	1.5 - 2.0	1,200	15%
31. Village Commercial	1.5 - 2.0	1,200	15%
32. Main Street	1.5 - 2.0	1,200	15%
33. Village Green (Secondary Use Lot)	1.5 - 2.0	1,200	15%
34. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
35. Village Residential	1.5 - 2.0	1,200	15%
36. Community Center	1.5 - 2.0	1,200	15%
37. Village Green	1.5 - 2.0	1,200	15%
38. Lakeside Park	1.5 - 2.0	1,200	15%
39. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
40. Hedgerow Buffer	1.5 - 2.0	1,200	15%
41. Village Commercial	1.5 - 2.0	1,200	15%
42. Main Street	1.5 - 2.0	1,200	15%
43. Village Green (Secondary Use Lot)	1.5 - 2.0	1,200	15%
44. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
45. Village Residential	1.5 - 2.0	1,200	15%
46. Community Center	1.5 - 2.0	1,200	15%
47. Village Green	1.5 - 2.0	1,200	15%
48. Lakeside Park	1.5 - 2.0	1,200	15%
49. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
50. Hedgerow Buffer	1.5 - 2.0	1,200	15%
51. Village Commercial	1.5 - 2.0	1,200	15%
52. Main Street	1.5 - 2.0	1,200	15%
53. Village Green (Secondary Use Lot)	1.5 - 2.0	1,200	15%
54. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
55. Village Residential	1.5 - 2.0	1,200	15%
56. Community Center	1.5 - 2.0	1,200	15%
57. Village Green	1.5 - 2.0	1,200	15%
58. Lakeside Park	1.5 - 2.0	1,200	15%
59. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
60. Hedgerow Buffer	1.5 - 2.0	1,200	15%
61. Village Commercial	1.5 - 2.0	1,200	15%
62. Main Street	1.5 - 2.0	1,200	15%
63. Village Green (Secondary Use Lot)	1.5 - 2.0	1,200	15%
64. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
65. Village Residential	1.5 - 2.0	1,200	15%
66. Community Center	1.5 - 2.0	1,200	15%
67. Village Green	1.5 - 2.0	1,200	15%
68. Lakeside Park	1.5 - 2.0	1,200	15%
69. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
70. Hedgerow Buffer	1.5 - 2.0	1,200	15%
71. Village Commercial	1.5 - 2.0	1,200	15%
72. Main Street	1.5 - 2.0	1,200	15%
73. Village Green (Secondary Use Lot)	1.5 - 2.0	1,200	15%
74. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
75. Village Residential	1.5 - 2.0	1,200	15%
76. Community Center	1.5 - 2.0	1,200	15%
77. Village Green	1.5 - 2.0	1,200	15%
78. Lakeside Park	1.5 - 2.0	1,200	15%
79. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
80. Hedgerow Buffer	1.5 - 2.0	1,200	15%
81. Village Commercial	1.5 - 2.0	1,200	15%
82. Main Street	1.5 - 2.0	1,200	15%
83. Village Green (Secondary Use Lot)	1.5 - 2.0	1,200	15%
84. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
85. Village Residential	1.5 - 2.0	1,200	15%
86. Community Center	1.5 - 2.0	1,200	15%
87. Village Green	1.5 - 2.0	1,200	15%
88. Lakeside Park	1.5 - 2.0	1,200	15%
89. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
90. Hedgerow Buffer	1.5 - 2.0	1,200	15%
91. Village Commercial	1.5 - 2.0	1,200	15%
92. Main Street	1.5 - 2.0	1,200	15%
93. Village Green (Secondary Use Lot)	1.5 - 2.0	1,200	15%
94. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
95. Village Residential	1.5 - 2.0	1,200	15%
96. Community Center	1.5 - 2.0	1,200	15%
97. Village Green	1.5 - 2.0	1,200	15%
98. Lakeside Park	1.5 - 2.0	1,200	15%
99. Office/Commercial (Secondary Use Lot)	1.5 - 2.0	1,200	15%
100. Hedgerow Buffer	1.5 - 2.0	1,200	15%



APPROVED
PROFFER/DEVELOPMENT PLAN
Candace Brown

Signed
Date
4-11-02
OFFICE OF PLANNING

BOWMAN
CONSULTING
GROUP

ILLUSTRATIVE
DEVELOPMENT PLAN

NEW BRISTOW VILLAGE

DATE: NOVEMBER 30, 2001 SCALE: 1"=200'

Dewberry & Davis

Dewberry & Davis LLC

Revised January 23, 2002
SHEET 1 OF 1



GRAPHIC SCALE
1" = 200'

NEW BRISTOW VILLAGE
Design Guidelines

APPROVED
PROFFER DEVELOPMENT PLAN

[Signature]

Signed

4-11-02

Date
OFFICE OF PLANNING

COMMERCIAL STANDARDS

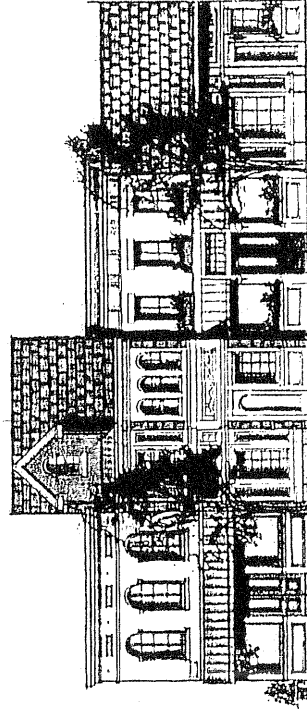
INTRODUCTION

New Bristow Village proposes a crossroads village pattern of land use that includes a commercial main street extending from the village green to Bristow Road. This business district will support a variety of small shops, restaurants and personal services for the nearby neighborhoods. Through an emphasis on street design, pedestrian oriented outdoor spaces and architectural detailing, the commercial land use designation of the Comprehensive Plan will turn into a memorable place and a vital focus for community lifestyle. Other non-residential uses will include a community recreation center and two corner lots facing the village greens that will be sized for commercial use within a residential style of architecture.

Commercial architectural styles shall reflect the scale and detail of traditional small town main streets developed between the post-Civil War period and the beginning of the 1950's automobile era. Village commercial buildings will be one to three story with continuous storefronts. In general the land plan describes a concept for building construction parallel to the street, a wide sidewalk zone in front focused on the pedestrian experience and areas for parking and service to the rear (screened from view to the street). Commercial structures built along the main street in the commercial area and around the village green shall consist of two or three story structures. Single story structures shall primarily be constructed on pad sites adjacent to Chapel Spring Road and Route 28.

ARCHITECTURAL STYLE

1. Building facades should consider basic architectural principles including definition of the base, middle and roofline of the building.
2. Use of distinctive rooflines and differing window treatments is encouraged.
3. Building scale, facade elements and construction details that emphasize local Virginia traditions and character are encouraged.



Sec. 32-306.03. Residential Density and Land Bays.

The maximum residential density of each PMR district shall be established by reference to the Comprehensive Plan. PMR densities shall be established and designated on the Master Zoning Plan as described for the land bay designations contained in section 32-280.11. Housing unit types shall be permitted in any combination in accordance with the schedule in section 32-306.10. (No. 04-78, 12-21-04; No. 05-41, 6-7-05)

Sec. 32-306.10. Minimum Housing Mix, Permitted Unit Types in Residential Areas.

1. Within the range of housing types permitted for the designated PMR density group, each PMR development shall provide at least the minimum mix of housing types required by the following schedule:

- (a) From 10 to 75 acres: Two (2) unit types.
- (b) Over 75 acres: Three (3) unit types.

2. Housing unit types in the following combinations shall be permitted in PMR density groups as hereafter provided:

- (a) PMR low: Housing unit types A, B, C, D.
- (b) PMR medium: C, D, E, and, F.
- (c) PMR high: F and G.
- (d) PMR urban: G, H, and I.
- (e) PMR urban high: H, and I.

3. The performance standards applicable to each housing unit type are established in the schedule of housing unit types in section 32-306.12. The Zoning Administrator shall determine on request of any applicant which housing type applies to the applicant's proposed project. (No. 04-78, 12-21-04)

Sec. 32-306.11. Secondary Uses in Residential Areas.

1. Neighborhood commercial and office uses shall be permitted as secondary uses at locations designated on the PMR Master Zoning Plan.

2. Secondary office uses shall be permitted, by right, as provided in section 32-402.11, as permitted by section 32-402.12 as secondary uses, and as provided by section 32-402.13 by Special Use Permit.

3. Secondary commercial uses shall be permitted by right, as provided in section 32-401.31, uses as provided by section 32-401.32 as secondary uses, uses as provided by section 32-401.33 by Special Use Permit.

4. Secondary uses shall be established as part of a planned mixed residential development and shall be in accordance with the following standards:

(a) Such use is reasonably compatible with the surrounding residential uses.

(b) Such use is reasonably compatible with the proposed traffic pattern and has adequate access for both vehicles and pedestrians.

(c) Such use meets the standards set forth in subsections 32-401.24.4 and 5 of this Chapter, when not located within housing type H or I.

(d) When located within a multifamily building, such use shall be on a separate floor from dwelling units, or the entrance to such use shall be on a separate side of the building from the main residential entrance.

5. Uses accessory to residential uses shall be permitted as provided in Part 300. In addition, the following uses shall be permitted by right in residential PMR areas, in conjunction with a permitted principal use, as specifically identified below, existing or proposed:

(a) Community operated parks, clubhouses, swimming pools, racquet ball and tennis courts, health and fitness facilities, and other recreational or civic facilities, as secondary uses to a principal residential development for the exclusive use of the residents of the development and their guests.

(b) Satellite parking, secondary to a religious institution or place of religious worship only, with a Special Use Permit, subject to standards in section 32-300.07.8.

6. The following uses shall be permitted by Special Use Permit in residential areas: