

Rev. 2/27/90
3/09/90, 4/17/90
6/06/90, 9/11/90
9/19/90, 11/19/90
12/18/90, 1/23/91
2/05/91, 12/09/92
3/10/93

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MAR 17 '93

Planning Office
Prince William County, Va.

This Proffer has been amended.
See Rez 95-08.

PROFFER STATEMENT

RE: Rezoning #: REZ #93-10 (supersedes REZ #90-59)

Applicant/Record Owner: Elwin Company, Inc.

Property: Tax Map 15-01-1, 1A (Part) 204.2798 acres,
Woodbridge Magisterial District, Prince William
County, Virginia

Date: March 10, 1993

The undersigned hereby proffers that the use and development of the subject Property shall be in strict conformance with the following conditions and shall supersede all other proffers made prior hereto. In the event the above-referenced rezoning is not granted as applied for by Applicant, these proffers shall be withdrawn and are null and void. 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. No provision of these proffers shall be interpreted to be a waiver of any minimum standard of the zoning ordinance or Design and Construction Standards Manual otherwise applicable to development of the Property.

A. PROFFERS APPLICABLE TO ENTIRE PROPERTY

1. TRANSPORTATION:

a. Newport Drive:

i. In conjunction with the first phase of development on the Property, the Applicant shall dedicate right of way 110 feet in width for Newport Drive, in the general location shown on that plan entitled "Townes of Newport - Phase 1, Route 1 Frontage Improvements and Newport Drive", prepared by VIKI, Inc., and dated April 15, 1992 (hereinafter referred to as "Newport Drive Plan").

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ii. Construction of Newport Drive and improvements to internal intersections within the Property shall be phased as necessary to accommodate the traffic generated by development of the Property over time, in accordance with the applicable provisions of the Design and Construction Standards Manual.

b. Route 1:

i. The Applicant shall dedicate variable right of way of up to 70 feet from the existing centerline of Route 1 along the frontage of the Property, varying as shown on that plan identified as "Jefferson Davis Highway Right of Way Dedication Exhibit", prepared by Greenhorne and O'Mara, Inc., and dated February 12, 1990.

ii. Assuming all necessary Prince William County and Virginia Department of Transportation (VDOT) approvals are received, the Applicant shall construct an additional lane of asphalt on the east side of Route 1 along the entire frontage of the Property, within existing right of way or the right of way dedicated in paragraph 1.b.i above. The construction of said additional lane shall be phased such that the portion of said lane between Indus Drive and the northern boundary of the Property shall be constructed no later than the connection of Newport Drive to Route 1, and that portion of said lane south of Indus Drive shall be constructed no later than the time Indus Drive is connected to Route 1. In addition, the Applicant shall construct sidewalk along the Route 1 frontage of the Property. The construction of said sidewalk shall be phased in coordination with construction in the adjacent land bays.

iii. The Applicant shall construct right turn/deceleration lanes at each entrance to the Property from Route 1 and the Applicant shall also construct a striped left turn lane for southbound Route 1 at the Indus Drive intersection and double left turn lanes, including raised median as shown on the Newport Drive Plan, for southbound Route 1 at the Newport Drive intersection. Said turn lanes shall be constructed at the time of connection of each such entrance to Route 1, within existing right of way or the right of way dedicated in paragraph 1.b.i above.

c. Indus Drive:

i. The Applicant shall dedicate right of way 60 to 110 feet in width for Indus Drive, varying as shown on that plan identified as "Land Use Plan - Newport Planned Business District", prepared by Greenhorne & O'Mara, Inc., and dated February 6, 1990 (hereinafter referred to as PBD Plan).

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- ii. Indus Drive shall be designed such that the earliest opportunity for eastbound traffic to turn from Indus Drive into the land bays located on either side of Indus Drive shall be located at least 300 feet from the easternmost right of way line for Route 1.
 - d. Signalization: The Applicant shall provide traffic signalization of a mast arm type at the Newport Drive/Route 1 intersection, the Indus Drive/Route 1 intersection, the Newport Drive/Indus Drive intersection, and at the main entrance to the retail center from Indus Drive when the VDOT warrants for such signalization have been met.
 - e. Construction Traffic: In order to preclude utilization of existing Radburn Street and Indus Drive within the existing Newport subdivision by construction traffic, the road connections to Radburn Street and Indus Drive at the northern boundary of the Property shall be barricaded until such time as fifty percent of the residential units located north of Newport Drive, as shown on the approved preliminary subdivision plan for the Property, have been constructed, unless otherwise required by Prince William County for public safety purposes.
 - f. Street Lights: The Applicant shall install street lights on the Property in accordance with County and VDOT standards.
2. STORMWATER MANAGEMENT:
- a. Stormwater management for the Property shall be designed in accordance with Best Management Practices (BMP).
 - b. In the event erosion occurs on any residential lot within the existing Newport subdivision as a result of construction activity on the Property, the Applicant shall utilize reasonable measures necessary to correct said erosion.
3. POWELL'S CREEK MONITORING STUDY: The Applicant shall contribute the sum of \$10,000 to the Board of County Supervisors of Prince William County to be used for a County-sponsored monitoring and improvement program for Powell's Creek. Said contribution shall be made at the time of approval of the first final subdivision or site plan for the first phase of development of the Property.
4. HANDICAPPED PARKING: Handicapped parking shall be provided on the Property in accordance with the Prince William County Design and Construction Standards Manual.

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5. RECREATION WITHIN EXISTING NEWPORT: The Applicant shall pay the sum of \$66,162.05 to the Newport Homes Association within thirty (30) days following final, non-appealable rezoning of the property as applied for by Applicant, to enable said Association to discharge its obligation in connection with work performed in the construction of a recreational area within the existing Newport subdivision.
6. ESCALATOR CLAUSE: The monetary contributions set forth in Paragraph #B.2 and #B.8 below, shall be adjusted to account for inflationary effects during the period of time following approval of the rezoning by the Board of County Supervisors. The contribution amount shall be adjusted by the percentage change in the Urban Consumer Price Index ("CPI-U") published by the United States Department of Labor as calculated from the date of final zoning approval by the Board of County Supervisors to the date of payment, subject to a maximum noncompounded annual adjustment of seven percent (7%) until paid.

PROFFERS APPLICABLE TO R-T ZONING DISTRICT

1. UNIT LIMITATION: Within the R-T zoning district, the Applicant shall construct no more than 910 residential units.
2. SCHOOL CONTRIBUTION: The Applicant shall contribute to the Board of County Supervisors of Prince William County the sum of \$860 per residential unit for school purposes. Said contribution shall be paid, on a per-unit basis, at the time of issuance of a building permit for each unit.
3. RECREATION FACILITIES: The Applicant shall construct recreation facilities in the general areas shown on the GDP for the private use of the residents of the Property. Said facilities shall include a 25 meter by 25 yard swimming pool, a bath house with a meeting room, two (2) tennis courts, one (1) 60' by 90' hard-surfaced, multi-purpose court, a cleared and grassed free play area having a minimum size of 10,000 square feet, and a minimum of ten (10) tot lots, interspersed throughout the residential portion of the Property, as generally shown on the GDP. In addition, the Applicant shall provide a pedestrian trail in the general location shown on the GDP. Portions of said trail may be comprised of the sidewalks to be constructed within the development. The main recreation complex (which includes the pool, bathhouse, tennis courts, multi-purpose court, and free play area) shall be completed by the time of issuance of a certificate of occupancy for the 455th residential unit to be constructed on the Property.

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PROFFERS TO ZONING PLAN

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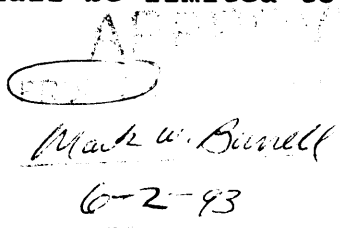
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4. BUFFERS: The Applicant shall provide buffer areas adjacent to the existing Newport subdivision substantially as shown on that plan entitled "Sections Through Recommended Single Family Buffer - Townes of Newport", prepared by Greenhorne and O'Mara, Inc., and dated February 28, 1990 (hereinafter referred to as "Buffer Plan"). In all buffer areas shown on the Buffer Plan, a minimum of 75 feet of undisturbed vegetation shall be maintained adjacent to the boundary of the existing Newport subdivision, except for purposes of construction of and access to utilities and stormwater management facilities. Within said 75-foot wide area, the Applicant shall provide supplemental plantings for screening purposes consistent with County standards in any areas where grading occurs or where existing vegetation is insufficient to provide adequate screening.
5. CURB, GUTTER AND SIDEWALK: All public streets within the R-T portion of the property shall be constructed with curb, gutter, and sidewalk.
6. ORIENTATION OF UNITS AND PRIVACY FENCES: Within that area adjacent to the boundary line between the Property and the existing Newport subdivision, those townhouse units located closest to said boundary shall be oriented so that the rear or sides of said units face the existing Newport subdivision, except for that portion of the Property adjacent to those lots within existing Newport identified as 2490, 2491 and 2493 Fraser Court, as identified on that exhibit entitled "EXHIBIT A - Townes of Newport, prepared by Land Design Inc., and dated May 20, 1992, with latest revisions dated June 8, 1992. In addition, all townhouse units shall have privacy fences at the rear of the units.
7. ARCHITECTURAL STYLING: The architectural styling of the townhouse units to be constructed on the Property shall be compatible with the architectural styling of the homes within the existing Newport subdivision.
8. FIRE AND RESCUE CONTRIBUTION: The Applicant shall contribute to the Board of County Supervisors of Prince William County the sum of One Hundred Dollars (\$100.00) per residential unit for fire and rescue purposes. Said contribution shall be paid, on a per-unit basis, at the time of issuance of a building permit for each unit.

C. PROFFERS APPLICABLE TO PBD ZONING DISTRICT

1. TRANSPORTATION:

- a. The number of entrances to the PBD portion of the Property from Route 1 (not including the Newport Drive and Indus Drive entrances) shall be limited to one (1).


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- b. The minimum throat depth for the travel lane extending from the entrance referenced in subparagraph a. above shall be 125 feet, as measured from the easternmost right of way line for Route 1 to the centerline of the entrance to the parking bays; except that, in the event a freestanding commercial use utilizing a drive-in or drive-through element is located immediately adjacent to said travel lane, then the minimum throat depth for said travel lane shall be 200 feet to any entrance to said commercial use. The 200-foot throat depth shall apply only to an entrance to, and not an exit from, said commercial use.

2. ARCHITECTURE AND AESTHETICS:

- a. The architectural design of the buildings to be constructed on that portion of the PBD district identified on the Land Use Plan as "Flex Tech" shall be substantially similar to that rendering identified as "Newport Flex Tech Community", prepared by Robert T. Hofmann and Associates, Inc., and dated February 27, 1990. The exterior of all buildings within the PBD district shall be composed of brick, glass, architectural pre-cast concrete, or job-cast architectural concrete. Other materials similar to those listed above may be utilized if approved by the Zoning Administrator or his designee.
- b. All rooftop mechanical equipment shall be screened.
- c. All dumpster pads shall be located as unobtrusively as possible and shall be screened.
- d. All loading bays for buildings located adjacent to Newport Drive, Route 1, or Indus Drive shall be located on the side of the building not directly exposed to said roadways.

3. SIGNAGE:

- a. All freestanding signage shall be monument type. The materials and colors to be used in connection with said freestanding signs shall be compatible with the materials and colors of the buildings constructed within the PBD zoning district.
- b. All facade signage shall be coordinated in style and color on a section-by-section basis.

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Signed
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4. LANDSCAPING:

- a. The parking area within the PBD zoning district shall contain interior landscaped areas equal to, at a minimum, three percent (3%) of the paved parking area.
- b. The Applicant shall provide a landscaping package within the PBD district generally as shown on that plan identified as "Generalized Landscape Plan-Newport Planned Business District", prepared by Greenhorne and O'Mara, Inc., and dated February 6, 1990 (the "Landscape Plan").

5. ENVIRONMENTAL: No clearing or grading shall occur south of the line identified on the Landscape Plan as "Approximate Limits of Clearing and Grading", except for implementation of stormwater management/BMP facilities.

6. USES: The permitted uses on the Property shall not include the following: heliport, outside storage, and manufacture, warehousing or wholesaling of hazardous substances. In addition, if a hotel or motel is constructed on the Property, it shall be permitted only in that portion of the Property located south of Indus Drive.

7. MAXIMUM SQUARE FOOTAGE:

- a. The gross floor area of the buildings to be constructed on the PBD portion of the Property shall not exceed 800,000 square feet.
- b. The maximum square footage of floor area which may be devoted to warehouse uses shall not exceed 400,000 square feet. For purposes of this proffer statement, uses which combine the storage of goods or materials with a sales area in which such goods or materials are sold or with an office or assembly area shall not be considered warehouse uses unless the percentage of such use devoted to storage area exceeds eighty-five (85%) percent of the total floor area of the use.
- c. Within those portions of the PBD area identified on that plan entitled "Master PBD Zoning Plan", prepared by Greenhorne & O'Mara, Inc., and dated September 14, 1990 (the "Master Zoning Plan") as "Land Bay 2" and "Land Bay 3", at full buildout in accordance with approved final site plans for said land bays, a minimum of ten (10%) percent of the overall combined gross floor area of the buildings to be constructed shall be devoted to uses other than warehouse uses, as said term is defined in Paragraph 7.b. above.

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8. MASTER ZONING PLAN: The location of uses within the PBD portion of the Property and the location of entrances into the PBD area from the adjacent public rights of way shall be substantially as shown on the Master Zoning Plan.
9. NOTICE OF PBD ZONING: Applicant agrees to incorporate into the contract of sale for each residential unit to be constructed within the R-T portion of the Property a statement disclosing the existence and location of the PBD portion of the Property. Said statement shall include a list of the uses then permitted within the PBD zoning district.

[SIGNATURES ON NEXT PAGE]

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PROPERTY DEVELOPMENT PLAN
Mark W. Burrell

Signed
6-2-93

Date
OFFICE OF PLANNING

Elwin Company, Inc.

BY: *James J. Carroll*
Title: *Vice President*

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PROFFERED DEVELOPMENT PLAN
Mark W. Burnett Signed
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