SUBJECT: Eastern Loudoun Transportation Study  
Segment Analysis – Phase 1 (North of Waxpool Road/Church Road to the Potomac River and East of Belmont Ridge Road to Fairfax County)

ELECTION DISTRICTS: Algonkian, Ashburn, Broad Run, and Sterling (Districts in Phase 1 Study Area)

STAFF CONTACTS: Susan Glass, Dept. of Building and Development  
Terrie Laycock, Office of Transportation Services  
Terry Wharton, Dept. of Building and Development  
Rick Conner, Office of Transportation Services

BACKGROUND:

On January 3, 2012, Chairman York introduced an action item concerning a transportation study of the road network in Eastern Loudoun (defined as the area east of Route 659 and Route 659 Relocated from the Potomac River on the north, Prince William County to the south and Fairfax County to the east). The purpose of the study was to provide information relating to the Countywide Transportation Plan (CTP) road network to include: 1) network deficiencies; 2) missing links; 3) cost estimates to build the interim condition; 4) development proffers/conditions related to the missing links and network deficiencies; 5) the proffer/condition triggers; 6) right of way availability; and 7) potential funding sources if the projects are not funded wholly or in part through proffers/conditions.

On March 7, 2012 staff presented a report that reviewed recent and on-going efforts to address network deficiencies and missing links in the CTP road network, provided an existing conditions inventory of the deficiencies and missing links (103 road segments), provided a cost estimate to build out the CTP road network to the interim condition and offered a funding outlook of non-proffer funding sources. The Board item also included a work plan and timeframe to analyze the proffer and right of way availability for each of the 103 road segments. The study area was divided into three phases: Phase 1 – the CTP road network north of Waxpool Road/Church Road; Phase 2 – the CTP road network south of Ryan Road; and, Phase 3 – the CTP road network south of Waxpool Road/Church Road and north of Ryan Road. Staff estimated the time to complete each phase would be approximately six months. Given the workload on the Zoning staff who had responsibility for a majority of the research in preparing this item, Phase 1 efforts have taken seven and half months to complete.

Included in the report is a proffer analysis for each of the twenty-six (26) road segments in the Phase 1 study area. Each report includes the segment name, segment location, the category of
improvement needed, the estimated cost, funding options, a location map and analysis of the applicable proffers/conditions tied to the specific road segment.

Staff notes that the cash proffer funding reported in the Segment Analysis does not include regional road contribution proffers/conditions that could possibly be available for a specific project, or cash proffers for projects already completed by others, whereby those funds might be available for use on a specific road segment if the Board utilized the “proffer flexing” process. As the Board identifies priority road projects, staff will continue to review the cash proffer;/condition funds to determine eligibility to use on the identified projects.

Staff anticipates making a brief presentation to the Board on November 7th, and will address any questions that the Board raises. Additional discussion could occur at either the Transportation and Land Use Committee or a subsequent business meeting, pending Board direction.

ATTACHMENTS:

1. Map of Phase 1 Study Area
2. Index of Segments
3. Segment Analysis Reports (26)
## Index of Segments - Missing Links: Phase I

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Name of Segment:  Ashburn Road (#12)

Segment Location:  Gloucester Parkway to Stubble Road

Category:  Bottleneck

Estimated Cost:  $2,970,000

Funding Options:  There are no funds available for improvements to Ashburn Road.

Summary

Right of Way:
Right-of-way dedication for Ashburn Road, Route 641, was either proffered or acquired by State Highway Project 0641-053-152, C-501. All proffered right-of-way has been dedicated.

Construction:
Road improvements to Route 641 were either proffered or completed by VDOT Project 0641-053-152, C-501. Construction of all proffered improvements has been completed.

Funding Sources:
Proffer 9 of ZMAP-1999-0015, Ashburn Square, provides funding for regional road improvements or improvements to Route 641. This proffer contains $52,209.55 that, if available, could be used for Route 641 improvements.

Current Status:  Staff believes there is sufficient right of way to construct the additional two lanes for a four-lane undivided ultimate section. There are no proffered funds or construction proffers for the additional two lanes. A source of funding would be have to be identified to move the project forward.
Proffer/Conditions Analysis

ROW Status:

**PIN#085-26-7546, Ashburn Volunteer Fire Department Inc.**
This property is subject to the proffers associated with ZMAP-2011-0003, approved on 11/09/11; however there are no proffers for right-of-way dedication, road improvements or cash contributions for Ashburn Road.

**PIN#085-26-8364, Good Shepherd Alliance, Inc.**
This property was developed by-right; there are no proffers for right-of-way dedication, road improvements or cash contributions for Ashburn Road associated with this parcel.

**PIN#085-17-1690 and PIN#085-37-6935, Ashburn Village Community Association, Inc.**
This property is subject to the proffers associated with ZMAP-1984-0007/ZMAP-1984-0329 approved on 04/21/86. Right-of-way dedication was recorded as each section of Ashburn Village was developed.

Proffer VII.E. provides for the dedication and construction of the necessary intersectional improvements along Route 641 where Route 641 intersects with roadways either exiting or entering Ashburn Village. CPAP-1993-0027 provided the required intersection improvements. Pursuant to a Cash Contribution Agreement dated June 15, 2006 between the Board of Supervisors of Loudoun County and Ashburn Village Development Corp., $300,000 was contributed for road improvements in place of the required Bond. This account earned $16,145 in interest and had $316,145 in expenditures resulting in a $0.00 balance.

**VII.E. Route 641**
The Applicant agrees to dedicate and construct the necessary intersectional improvements along Route 641 where route 641 intersects with roadways either exiting or entering Ashburn Village. These intersectional improvements shall include acceleration and deceleration lanes, where required by VDH&T and shall be constructed when required by VDH&T concurrent with the development of that phase adjacent to the intersection and shall be constructed in accordance with VDH&T’s standards.

**PIN#085-37-1213 Ashburn Square LLC, (Key Map #4):**
This property is subject to the amended conditions of approval associated with SPEX-1999-0028, approved on 6/19/2000; however, this SPEX is no longer valid pursuant to Section 6-1313 of the Revised 1993 Loudoun County Zoning Ordinance.
Various Parcel PIN’s and Ashburn Village Community Association
These parcels are subject to ZMAP-1999-0015, Ashburn Square which was approved on 6/19/2000 and filed concurrently with SPEX-1999-0028; however, there are no proffers requiring right-of-way dedication for Ashburn Road.

Cash in Lieu:
Proffer 9 of ZMAP-1999-0015, Ashburn Square, requires the Applicant to contribute $40,000 ($2,500 per unit) towards the installation of a traffic signal at the intersection of Gloucester Parkway and Ashburn Road at the time of issuance of the 10th residential permit. If all or part of this contribution is not needed for the traffic signal, the contribution could be used for regional road improvements on or along Ashburn Road. To date, $43,360 was collected, $8,849.55 in interest was earned and there are no expenditures resulting in a balance of $52,209.55.

9. Ashburn Road and Gloucester Parkway Traffic Signal
At the time of issuance of the zoning permit for the 10th residential unit, the Applicant will contribute $40,000 ($2,500 per unit) towards the installation of a traffic signal at the intersection of Gloucester Parkway and Ashburn Road (Route 641). If all or part of the $40,000 contribution is not needed for this traffic signal (as determined by the County), then said contribution shall be paid to the County, to be utilized for regional road improvements on or along Ashburn Road (Route 641). Such contribution shall be adjusted annually, starting from the time that the rezoning is approved and changing effective January 1 thereafter, in accordance with the CPI.

PIN#085-47-1204, G.E. Green and Helen Green, ET AL. (Key Map #7):
There are no rezoning or special exception applications for this property therefore, there are no proffers or conditions for right-of-way dedication, road improvements or cash contributions for Ashburn Road. Per Instrument #19890322209591, recorded on 3/22/89, the property owner dedicated 0.0388 acres for Ashburn Road right-of-way to the Loudoun County Board of Supervisors via a plat titled “Plat showing Street Dedication on the land of Arthur and Helen Green”. The property owner sold approximately 0.60 acres to the Commonwealth of Virginia via a deed and plat recorded by Instrument #198904270332029 recorded on 4/27/89.

PIN#085-46-9276, Courts and Ridges of Ashburn Associates
Courts and Ridges of Ashburn, ZMAP-1993-0002

The Ridges at Ashburn, ZMAP-1993-0002, Proffer 4 provides for the dedication of right-of-way and construction of 1 additional south bound lane on the west side of Route 641 along the property frontage. The proffered right-of-way dedication was provided on SBRD-1995-0059 recorded on 3/14/96 by Instrument #199603140029906.

Proffer Information – Construction and Cash in Lieu:
The proffered road improvements were constructed per CPAP’s 1995-0037, approved on 11/28/95, and 1995-0104, approved on 3/17/96. The cash in lieu contribution is no longer applicable because the Applicant completed the proffered road dedication and improvements.
4. The Applicant shall dedicate the necessary right-of-way and construct one additional south bound lane on the west side of Route 641 (Ashburn Road) along the frontage of the property, concurrent with approval of the first record plat for the Property. In the event construction has been accomplished by others, the Applicant shall contribute to the County or its designee, as cash equivalent payment of TWO HUNDRED SEVENTY THOUSAND DOLLARS ($270000), which payment shall be used for improvement of other roads within a five (5) mile radius of the Applicant’s Property as determined by the County. Said payment shall occur at the same time as construction would have been required.

Proffer 6 provides for installation of a traffic signal at the intersection of Gloucester Parkway and Route 641 at such time warrants are met. If the warrants have not been met at the time of the last record plat or site plan for the property or the signal was constructed by others, the Applicant is required to contribute $80,000. The Applicant installed the proffered traffic signal and it became operation on 1/8/03, therefore the cash in lieu payment is no longer applicable.

6. Applicant shall install signalization at the intersection of Gloucester Parkway and Route 641 at such time as warrants are met. If warrants for this signal have not been met prior to the last record plat or site plan for the Property, whichever occurs last in time, and the County and VDOT determines warrants will be met or if the intersection has been signalized by others, the applicant shall contribute to the County or its designee, a cash equivalent payment of EIGHTY THOUSAND DOLLARS ($80,000). In the event the intersection is signalized by others, the cash equivalent payment shall be made within sixty (60) days following notice from the County that the signal is operational.

PIN#085-46-9510, Canterbury Homeowners Association
Sunvalley Mews, ZMAP-1995-0002

This property is subject to the Proffers associated with Sunvalley Mews, ZMAP-1995-0002, which was approved by the Board of Supervisors on February 7, 1996. Proffer V.B.1. provides for right-of-way dedication along Route 641 to create a total right-of-way of thirty five feet (35’) from the centerline of Route 641. The right-of-way dedication has been provided by SBRD-2002-0064, approved on 1/29/03, and recorded by Instrument #200301290565315 on 1/29/09.

IV.B.1 Regional Road Improvements

The Developer shall dedicate to Loudoun County or VDOT, at no public cost, the necessary right-of-way along the Property’s Route 641 frontage to create a total of such right-of-way of thirty-five feet (35’) from the centerline of Route 641 to the new edge of right-of-way. The amount of such dedication is estimated at approximately five feet (5’) in width along the frontage of the Property. Except as otherwise provided herein, said dedication will occur no later than approval of first record plat for on-site development on the Property. Loudoun County and/or VDOT may request, and in such case the owner shall make, such dedication of right-of-way at any time prior to such on-site record platting.
Sunvalley Mews, ZMAP-1995-0002, Proffer IV.B.2, provides for the construction of a twelve foot (12’) travel lane on the west side of Route 641 along the frontage of the Property or a cash in lieu of construction contribution if the improvements were constructed by others. The 12’ travel lane has been constructed by the Developer per CPAP-2001-0190, approved on 5/28/02, making the cash in lieu contribution no longer applicable.

IV.B.2

The Developer shall, prior to approval of the first record plat for on-site development, bond for construction, or construct, an additional twelve foot (12’) wide travel lane on the west side of Route 641 along the frontage of the Property. Should, for any reason, a third party construct such travel lane improvement, the Developer shall make a cash contribution to the County which is the equivalent of the reasonable cost of said their party’s construction of said travel lane. Said cash equivalent contribution shall be made prior to the issuance of any occupancy permit for dwelling units on the subject Property and used for transportation improvements in the vicinity of the subject Property.

PIN#085-36-8777 and 085-36-8139, Greater Zion Community Church
No rezoning applications or special exceptions have been filed on this property therefore; there are no proffers or conditions for right-of-way dedication, road improvements or cash contributions for Ashburn Road. In March 1989 State Highway Project 0641-053-152, C-501 acquired land from these parcels to increase the southbound lane of Route 641 to 30’ from the centerline.

PIN#085-36-9434, Mary and Harry Saville
No rezoning applications or special exceptions have been filed on this property therefore; there are no proffers or conditions for right-of-way dedication, road improvements or cash contributions for Ashburn Road. In March 1989 State Highway Project 0641-053-152, C-501 acquired land from this parcel to increase the southbound lane of Route 641 to 30’ from the centerline.

PIN#085-26-7491 and 085-26-6065, Heidi Edwards
No rezoning applications or special exceptions have been filed on this property therefore; there are no proffers or conditions for right-of-way dedication, road improvements or cash contributions for Ashburn Road. In March 1989 State Highway Project 0641-053-152, C-501 acquired land from these parcels to increase the southbound lane of Route 641 to 30’ from the centerline.
Disclaimer:
This document is not intended to be and shall not be deemed to be an official order, requirement, decision or determination made by or on behalf of the Zoning Administrator. Information contained within this document is based upon data available at the time the report was initiated, and may be subject to change.
Name of Segment: Ashburn Road (#13)

Segment Location: Russell Branch Parkway to Gloucester Parkway

Category: Bottleneck

Estimated Cost: $5,400,000

Funding Options: There are no funds available for improvements to this segment of Ashburn Road.

Summary

Right of Way:
Right-of-way dedication for the existing Ashburn Road, Route 641, was either proffered or acquired by State Highway Project 0641-053-152, C-501. All proffered right-of-way has been dedicated; there is no right-of-way available for improvements to Ashburn Road.

Construction:
Road improvements to Ashburn Road, Route 641 were either proffered or completed by VDOT Project 0641-053-152, C-501. Construction of all proffered improvements has been completed. There are no outstanding proffers or conditions that provide improvements to this segment of Ashburn Road.

Funding Sources:
There are no funds available for improvements to Ashburn Road.

Current Status: Staff believes there may be sufficient right of way available for the additional two lanes. There are no cash proffers or construction proffers to construct the additional two lanes. A funding source would have to be identified to move this project forward.
SEGMENT #13: ASHBURN ROAD (RUSSELL BRANCH PKWY TO GLOUCESTER PKWY)

ROW STATUS:
PIN 083-17-9398, 083-17-9875, 084-47-8667
ZMAP-1996-0003 PROFFERS VII.B.48 AND VIL.C.57
CREATE THE TRANSPORTATION PHASING PLAN FOR
BELMONT. PHASE 1A-LEFT AND RIGHT TURN LANE ONTO
RUSSELL BRANCH PKWY. LANE CONTRACTED WITH
CPAP-1998-0138 AND ROW ACQUIRED BY THE STATE HWY PROJECT.
ADDITIONAL ROW PROVIDED WITH SBRD-1998-0087. PROFFER VII.A.42
PROFFER 9 PROVIDES FOR CASH IN LIEU. DEVELOPER ALREADY CONSTRUCTED REQUIRED
IMPROVEMENTS.

PIN 084-47-9836
NO ASSOCIATED PROFFERS OR CONDITIONS.
MARCH 1989 STATE HWY PROJECT 0641-053-152, C-501
ACQUIRED LAND FROM THIS PARCEL FOR RT 641.

PIN 084-48-0524, 084-38-0642, 084-28-1016
ZMAP-1999-0023 PROFFER 9 PROVIDES
FOR DEDICATION OF 35' ROW ALONG RT 641
INCREASED AS NECESSARY FOR TURN LANES.
ROW PROVIDED WITH ESMT-2003-0035
PROFFER 9 ALSO PROVIDES CONSTRUCTION OF
A 2ND SOUTHBOUND LANE AND A RIGHT TURN LN
AT CAMELIA WAY/RED TWIG CT (AKA BOXWOOD PL)
CONSTRUCTED WITH CPAP-2002-0114. PROFFER 16
PROVIDES FOR CASH IN LIEU.

ROW STATUS:
PIN 084-48-1413, 084-18-0252, 084-18-1487
ZMAP-1989-0039
PROFFER 4 PROVIDES ROW & CONSTRUCTION OF 1/2 SECTION
OF A 4-LN UNDIVIDED ROADWAY ON THE EAST SIDE. STATE HWY
PROJECT 0641-053-152, C-501 ACQUIRED LAND FROM THESE PARCELS.
COUNTY CHOSE CASH PAYMENT ALTERNATIVE.

ROW STATUS:
PIN 084-47-8951, 084-29-2522, 084-28-4287, 084-38-7720
ASHBURN VILLAGE COMMUNITY ASSOC., INC.
AND PINS 084-48-7962 EOR-LAKE VISTAS INC.
SUBJECT TO ZMAP-1984-0007/ZMAP-1984-0329. ROW DEDICATION
WAS RECORDED WITH EACH SECTION.
PROFFER 4 PROVIDES FOR DEDICATION AND CONSTRUCTION. CPAP-1993-0007
PROVIDED THE REQUIRED INTERSECTION IMPROVEMENTS. BOS CONTRIBUTED
$300,000 IN PLACE OF REQUIRED BOND.
Proffer/Conditions Analysis

ROW Status:
PIN #'s 085-47-8951, 084-29-2522, 084-28-4287, 084-38-7720 and 084-48-5519, Ashburn Village Community Association, Inc. and PIN # 084-48-7960, EQ R-Lake Vistas Inc. (Ashburn Village Section 8)
These parcels are subject to the proffers associated with ZMAP-1984-0007/ZMAP-1984-0329, which was approved on 04/21/86. Right-of-way dedication was recorded as each section of Ashburn Village was developed.

Proffer VII.E. provides for the dedication and construction of the necessary intersectional improvements along Route 641 where Route 641 intersects with roadways either exiting or entering Ashburn Village. CPAP-1993-0027 provided the required intersection improvements. Pursuant to a Cash Contribution Agreement dated June 15, 2006 between the Board of Supervisors of Loudoun County and Ashburn Village Development Corp., $300,000 was contributed for road improvements in place of the required Bond. This account earned $16,145 in interest and had $316,145 in expenditures resulting in a $0.00 balance.

VII.E. Route 641
The Applicant agrees to dedicate and construct the necessary intersectional improvements along Route 641 where route 641 intersects with roadways either exiting or entering Ashburn Village. These intersectional improvements shall include acceleration and deceleration lanes, where required by VDH&T and shall be constructed when required by VDH&T concurrent with the development of that phase adjacent to the intersection and shall be constructed in accordance with VDH&T’s standards.

PIN#’s 084-18-1413, 084-18-0252 and 084-18-1487, Courts and Ridges of Ashburn Association
These parcels are subject to the proffers associated with ZMAP-1989-0039, which was approved on 06/19/90. Proffer 4 provides for necessary right-of-way dedication and construction of ½ section of a four lane undivided roadway on the east side of Route 641 along the property frontage. In March 1989 State Highway Project 0641-053-152, C-501 acquired land from these parcels to increase the northbound right-of-way of Route 641 to 35’ from the centerline. The County chose the cash payment alternative and the Applicant contributed $151,938.28 to fulfill Proffer 4. This account currently has a balance of $2,213.82, however these funds are not available for improvements to Route 641 because the funds are to be used for improvements to other roads within a 5 mile radius of the subject property.

4. The Applicant shall dedicate the necessary right-of-way and construct one-half (1/2) section of a four lane undivided roadway (52 foot face of curb to face of curb section) on the east side of Route 641 along the frontage of the property prior to approval of the first record plat.
In the event such construction has been accomplished by others, the Applicant shall contribute to Loudoun County or VDOT, at the choice of the County, a cash equivalent payment of ONE HUNDRED TWENTY FIVE THOUSAND DOLLARS ($125,000), which payment shall be used for improvement of other roads within a five (5) mile radius of the Applicant’s property.

PIN #083-17-9398, 083-17-9875 and 084-47-8667, The Ridges at Belmont Country Club
These parcels are subject to the Proffers (as clarified on 4/13/98) of Belmont, ZMAP-1996-0003 which was approved on 4/15/98.

Proffers VII.B.48 and VII.C.57 create The Transportation Phasing Plan for Belmont (Exhibit C of the approved CDP). Phase 1A of the Phasing Plan provides for a left turn lane and right turn lane on Route 641 west onto Russell Branch Parkway. These turn lanes were constructed with CPAP-1998-0138 and the right-of-way was acquired by State Highway Project State Highway Project 0641-053-152, C-501. Additional right-of-way was provided by SBRD-1998-0087, approved on 4/2/99, and recorded in Plat Cabinet E Slot 309 pages 4 and 5.

48. **Right-of-Way Dedication and Construction:** Right-of-Way dedication and construction outlined in proffers 49-63 shall be performed in accord with the Transportation Phasing Plan described in Section VIIC below and Exhibit C.

57. **Phasing Plan:** On-site and off-site regional road improvements necessary to accommodate the development anticipated by ZMAP-1996-0003 and ZCPA-1996-0002 and to provide additional regional capacity are outlined in “Transportation Phasing Plan for Belmont”, Exhibit C, dated March 13, 1998, attached hereto and incorporated herein. The development of Belmont and the phasing of transportation improvements shall be done in accordance with the Transportation Phasing Plan (Exhibit C) and Transportation proffers outlined herein.

Belmont Proffer VII.A.42 provides for cash in lieu contribution if any if the proffered road improvements are performed by others. The cash in lieu does not apply to this segment because the developer constructed the required road improvements.

42. In all proffers wherein the Applicant has agreed to construct road improvement, the Applicant shall contribute to the County or its designee an amount equal to the cost of constructing such improvements in lieu of actual construction if said improvements have been constructed by others or if said improvements are under contract to be constructed as part of a of a regional road improvement undertaken by the County or its designee. For the purposes of determining the in lieu of contribution costs shall be defined as all engineering, surveying, bonding, permit fees, utility relocation, and other actual costs of construction. Such contributions in lieu of actual construction shall occur at the time specified in the applicable proffer for construction or bonding of the improvements, or at the Applicant’s sole discretion, earlier than the time specified when construction is part of a regional road improvement project. As determined by the County such contribution shall either be used to reimburse the party who constructed such improvements or for...
regional roadway improvements in the vicinity of and for the benefit of the Property. IN
the event of a disagreement between the Applicant and the County as to the construction
cost amount, then the cash in lieu of construction shall be determined by two qualified
independent licensed engineers, fully paid for by the Applicant, one selected by the Board
of Supervisors and one selected by the Applicant, who shall agree on the cost amount. IN
the event the engineers are unable to agree, the two referenced engineers shall select a
third engineer who shall render a professional estimate of the cost amount. The average
of the three estimates shall be used to determine the cost amount for cash in lieu of
construction. The cost of those engineers shall be included as part of the cash in lieu of
construction.

PIN #084-47-9836, Belmont Community Association (Reserve at Belmont Country Club)
No rezoning applications or special exceptions have been filed on this property therefore; there
are no proffers or conditions for right-of-way dedication, road improvements or cash
contributions for Ashburn Road. In March 1989 State Highway Project 0641-053-152, C-501
acquired land from this parcel for improvements to Route 641.

PIN#’s 084-48-0524, 084-38-0642 and 084-28-1016 Belmont Community Association
(Hunt at Belmont Country Club)
These parcels are subject to the Proffers associated with ZMAP-1999-0023, The Hunt at
Belmont Country Club – Bles/Weller which was approved on 1/22/02. Proffer 9 requires
dedication of a 35’ right-of-way along Route 641 increased as necessary for turn lanes. The
right-of-way was provided on ESMT-2003-0035 and recorded via Instrument #
200310140136085 on 10/14/03.

Proffer 9 also requires construction of a second southbound lane along the property frontage and
a right turn lane at the intersection of Camelia Way/Red Twig Court and Route 641. Red Twig
Court is currently named Boxwood Place. The proffered road improvements were constructed
pursuant to CPAP-2002-0114.

9. Prior to approval of the first record subdivision or first site plan for the Property,
whichever is first in time, the Applicant shall dedicate to the County a 35 foot right-of-way,
increased as necessary for turn lanes, from the existing centerline of Route 641, along the
Property frontage as shown on the Plat. The Applicant shall also construct frontage
improvements consisting of a second southbound lane on Route 641 and provide a right turn lane
at the new entrance (Camelia Way/Red Twig Court) from Route 641 into the Property.
Notwithstanding the preceding, the Applicant shall dedicate the right-of-way earlier upon request
by the County. Improvements shall be constructed to VDOT standards prior to approval of the
first record subdivision or first site plan approval for the Property, whichever is first in time.

Proffer 16 allows for a cash in lieu contribution if the proffered road improvements have been
constructed by others or are part of a regional road improvement project by Loudoun County.
This Proffer does not apply because the Developer constructed the proffered Route 641 road
improvements.
16. The Applicant shall contribute to the County or its designee an amount equal to the cost of constructing the Route 641 improvements outlined under Proffer 9 in-lieu-of actual construction if said improvements have been constructed by others or if said improvements are under contract to be constructed as part of a regional road improvement project undertaken by the County or its designee. For the purposes of determining the in-lieu-of contribution, construction costs shall be defined as all engineering, surveying, bonding, permit fees, utility relocation, and other actual costs of construction. Such contributions in-lieu-of actual construction shall occur at the time specified in the applicable proffer for construction or bonding of the improvements or, at the Applicant's sole discretion, earlier than the time specified when construction is part of a regional road improvement project. As determined by the County such contribution shall either be used to reimburse the party who constructed such improvements or for regional roadway improvements in the vicinity of and for the benefit of the Property. In the event of a disagreement between the Applicant and the County as to the construction cost amount, then the cash in-lieu-of construction shall be determined by two qualified independent licensed engineers, fully paid-for by the Applicant, one selected by the Board of Supervisors and one selected by the Applicant, who shall agree on the cost amount. In the event the engineers are unable to agree, the two referenced engineers shall select a third engineer who shall render a professional estimate of the cost amount. The average of the three estimates shall be used to determine the cost amount for cash in-lieu-of construction. The cost of those engineers shall be included as a part of the cost of construction.

PIN#'s 084-24-8415, 084-17-8355 and 084-16-9601 Courts and Ridges of Ashburn Association

The Ridges at Ashburn, ZMAP-1993-0002, Proffer 4 provides for the dedication of right-of-way and construction of 1 additional south bound lane on the west side of Route 641 along the property frontage. The proffered right-of-way dedication was provided on SBRD-1995-0059 recorded on 3/14/96 by Instrument #199603140029906.

Proffer Information – Construction and Cash in Lieu:

The proffered road improvements were constructed per CPAP-1995-0037 and CPAP-1995-0104. The cash in lieu contribution is no longer applicable because the Applicant completed the proffered road dedication and improvements.

4. The Applicant shall dedicate the necessary right-of-way and construct one additional south bound lane on the west side of Route 641 (Ashburn Road) along the frontage of the property, concurrent with approval of the first record plat for the Property. In the event construction has been accomplished by others, the Applicant shall contribute to the County or its designee, as cash equivalent payment of TWO HUNDRED SEVENTY THOUSAND DOLLARS ($270000), which payment shall be used for improvement of other roads within a five (5) mile radius of the Applicant’s Property as determined by the County. Said payment shall occur at the same time as construction would have been required.

Proffer 6 provides for installation of a traffic signal at the intersection of Gloucester Parkway and Route 641 at such time warrants are met. If the warrants have not been met at the time of the last
record plat or site plan for the property or the signal was constructed by others, the Applicant is required to contribute $80,000. The Applicant installed the proffered traffic signal and it became operational on 1/8/03, therefore the cash in lieu payment is no longer applicable.

6. Applicant shall install signalization at the intersection of Gloucester Parkway and Route 641 at such time as warrants are met. If warrants for this signal have not been met prior to the last record plat or site plan for the Property, whichever occurs last in time, and the County and VDOT determines warrants will be met or if the intersection has been signalized by others, the applicant shall contribute to the County or its designee, a cash equivalent payment of EIGHTY THOUSAND DOLLARS ($80,000). In the event the intersection is signalized by others, the cash equivalent payment shall be made within sixty (60) days following notice from the County that the signal is operational.

Disclaimer:
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Name of Segment: Ashburn Road (#29)

Segment Location: Beaverdam Run Bridge to Farmwell Road

Category: Bottleneck

Estimated Cost: $4,473,000

Funding Options: There are no funds available for improvements to this segment of Ashburn Road.

Summary

Right of Way:
Right-of-way dedication for the existing Ashburn Road, Route 641, was either proffered or provided as frontage improvements at the time of development plan approval. All right-of-way has been dedicated; there is no additional right-of-way available.

Construction:
Road improvements to the existing Ashburn Road, Route 641, were either proffered or provided as frontage improvements at the time of development plan approval. Construction of all frontage improvements has been completed; there are no outstanding proffer obligations to provide additional improvements.

Funding Sources:
There are no funds available for improvements to Ashburn Road.

Current Status: Additional right of way is needed beyond what is dedicated. There are no cash proffers or construction proffers available for this project. A funding source would have to be identified to move this project forward.
SEGMENT # 29: ASHBURN ROAD (BEAVERDAM RUN BRIDGE TO FARMWELL ROAD)

ROW STATUS:
PIN# 086-36-6211
NO ASSOCIATED PROFFERS OR CONDITIONS.
35' ROW FROM EXISTING CENTERLINE ALREADY PROVIDED WITH SBRD-1998-0012.

ROW STATUS:
NO PROFFERS OR CONDITIONS ON THESE PROPERTIES.
35' ROW FROM CENTERLINE ALREADY PROVIDED WITH SBRD-1998-0013.

ROW STATUS/PROFFERS:
PINS # 086-27-1123, 086-16-9519, 087-46-8066
ZMAP-1985-0015 PROFFER 3 PROVIDES FOR 45' ROW DEDICATION FROM CENTERLINE. ROW HAS BEEN PROVIDED. IMPROVEMENTS SHOWN ON CPAP-1990-1200.

ROW STATUS:
PINS # 087-47-5051, 086-27-3610, 086-18-5790
ZMAP-1984-0007/ZMAP-1984-0329 PROFFER VI.E PROVIDES FOR DEDICATION AND CONSTRUCTION OF INTERSECTIONAL IMPROVEMENTS INTO/EXITING ASHBURN VILLAGE. CPAP-1993-0027 SHOWS THE IMPROVEMENTS. $300,000 CONTRIBUTION BY BOS PROVIDED IN PLACE OF BOND.

ROW STATUS:
PIN # 086-10-4449
SUBJECT TO ZMAP-1986-0027 PROFFERS 3 AND 5 PROVIDE FOR DEDICATION OF 45' FROM EXISTING CENTERLINE. ALSO PROVIDE INTERSECTION IMPROVEMENTS INTO AND OUT OF ASHBURN CENTER. CPAP-1994-0022 & STPL-1996-0063 SHOW IMPROVEMENTS.
Proffer/Conditions Analysis

ROW Status:
PIN #086-10-4449, KA Fields of Ashburn LLC.
This parcel is subject to the Proffers associated with amended ZMAP-1988-0027, Ashburn Center, which was approved on 2/20/90. Proffers 3 and 5 provide for dedication of 45’ from existing centerline at the time of approval of record plats for the property adjoining the right-of-way. Proffer 5 also provides for the construction intersectional improvements where roadways exit or enter Ashburn Center including acceleration and deceleration lanes where required by VDOT. Route 641 right-of-way was provided on a plat titled “Plat Showing Right of Way Dedication and L.C.S.A. Waterline Easement” recorded on 1/20/95 in Plat Cabinet B, Slot 161 Page 9. CPAP-1994-0022 provided road improvements to Route 641 and STPL-1996-0063 provided approval of 175 apartments with associated roadway and utility infrastructure.

3. The Applicant shall dedicate and construct the on-site streets as shown on the plan and Plat in accordance with the Virginia Department of Transportation (VDOT) and/or Loudoun County standards, as directed by the County.

Dedications of the rights-of-way shall be from forty (40) feet to one hundred twenty (120) feet as shown on the Plan and Plat. Dedication of rights-of-way for Routes 641, 640 and 625 and the North Ryan By-Pass shall take place at the time of approval of record plats for portions of the Property adjoining these rights-of-way or upon request of the County, whichever occurs first in time. Construction of all roads shall take place concurrent with the development of the Property located adjacent to said roadways. Site entrances entering Routes 641, 640 and 625 shall meet VDOT requirements. Other public streets within the Property shown or not shown on the Concept Plan will be dedicated at the time of approval of record plats and constructed concurrent with development of the Property in accordance with VDOT and Loudoun County standards and as required by VDOT and by the Loudoun County Land Subdivision and Development Ordinance and the Loudoun County Zoning Ordinance.

Signalization of intersections within Ashburn Center shall be designed and installed by the Applicant, when warranted, for all “onsite” roadways. Signalization of the “off-site” intersections; i.e., Ashburn Village Boulevard/Route 625, Ashburn Village Boulevard/Route 640 and Route 641/North Ryan By-Pass, shall be designed and installed by the Applicant and adjacent property owners, when warranted. The Applicant’s responsibility to signalize these intersections shall terminate at such time as the last record subdivision plat or final site plan for the Property, whichever occurs last in time, is approved as part of the Property’s initial development.

5. The Applicant shall dedicate right-of-way on the east side of Route 641 from the centerline forty five feet in width along the frontage of the Property at time of record subdivision plat approval for each section of the development fronting on Route 641 or upon request of the County, whichever occurs first in time. Concurrent with the development of the first parcel to be developed which is adjacent to the intersection, the Applicant shall dedicate and construct the intersectional improvements on the east side of
Route 641 where Route 641 intersects with roadways existing or entering Ashburn Center. These intersection improvements shall include acceleration and deceleration lanes, where required by VDOT, and shall be constructed in accordance with County and/or VDOT standards concurrent with the development of the first parcel(s) to be developed which is adjacent to the intersection. The Applicant shall construct Route 641 from Route 640 south to the Route 625 “North Ryan By-Pass” as a four lane undivided 52’ face of curb to face of curb section or an undivided two lane roadways, as directed by the County and/or VDOT.

The Applicant shall expend best efforts to obtain VDOT approval, at time of preliminary subdivision plan review for that section of the Property immediately adjacent to the Route 641/Route 640 intersection, of a Route 641 preliminary improvement plan which will provide for an open space area on the west side of Route 641, south of the Route 640 intersection, of approximately thirty feet (30’) as measured from the edge of pavement or curbline on the west side of Route 641 to the existing property line. A copy of this Route 641 preliminary improvement plan is attached and incorporated by reference here in as Exhibit “E”.

The construction shall be subject to receipt of appropriate governmental approvals. The applicant shall expend best efforts to obtain the right-of-way necessary for construction, and where right-of-way necessary for construction cannot be obtained voluntarily, the Applicant shall request that the right-of-way be acquired by appropriate eminent domain proceedings by the County, with all costs associated with the eminent domain proceedings to be borne by the Applicant, including, but not limited to land acquisition costs. The initiation of such eminent domain proceedings is solely within the discretion of the County. In the event the necessary right-of-way cannot be acquired voluntarily and the County chooses not to exercise its right of eminent domain, the Applicant shall provide for a cash equivalent payment of SIX HUNDRED THOUSAND DOLLAR ($600,000) to the County, or VDOT, at the choice of the County, which payment shall be used for the improvement of other roads within a five (5) mile radius of the Applicant’s property.

PIN #’s 087-47-5051, 086-27-3610 and 086-18-5790, Ashburn Village Community Association Inc.
These parcels are subject to the Proffers associated with ZMAP-1984-0007/ZMAP-1984-0329 which was approved on 04/21/86. Right-of-way dedication was recorded as each section of Ashburn Village was developed.

Proffer VII.E. provides for the dedication and construction of the necessary intersectional improvements along Route 641 where Route 641 intersects with roadways either exiting or entering Ashburn Village. CPAP-1993-0027 provided the required intersection improvements. Pursuant to a Cash Contribution Agreement dated June 15, 2006 between the Board of Supervisors of Loudoun County and Ashburn Village Development Corp., $300,000 was contributed for road improvements in place of the required Bond. This account earned $16,145 in interest and had $316,145 in expenditures resulting in a $0.00 balance.
VII.E. **Route 641**

The Applicant agrees to dedicate and construct the necessary intersectional improvements along Route 641 where route 641 intersects with roadways either exiting or entering Ashburn Village. These intersectional improvements shall include acceleration and deceleration lanes, where required by VDH&T and shall be constructed when required by VDH&T concurrent with the development of that phase adjacent to the intersection and shall be constructed in accordance with VDH&T’s standards.

PIN #086-36-6211, Ashburn Manor Homeowners Association

No rezoning applications or special exceptions have been filed on this property therefore; there are no proffers or conditions for right-of-way dedication, road improvements or cash contributions for Ashburn Road. Right-of-way of 35’ from the existing centerline was provided on SBRD-1998-0012 which was approved on 10/9/98 and recorded in Plat Cabinet E, Slot 167, Pages 10 and Plat Cabinet E, Slot 169 Pages 1-4 on 10/15/98.


No rezoning applications or special exceptions have been filed on this property therefore; there are no proffers or conditions for right-of-way dedication, road improvements or cash contributions for Ashburn Road. Right-of-way of 35’ from the existing centerline was provided on SBRD-1998-0013 which was approved on 11/19/98 and recorded in Plat Cabinet E, Slot 179, Pages 3-7 on 11/20/98.

PIN #’s 086-27-1123 and #086-16-9519 - Ashburn Farm Association, PIN#087-46-8066 – FW VA – Ashburn Farm

These parcels are subject to the Proffers associated with ZMAP-1985-0015. Ashburn Farm which was approved on 11/3/86. Proffer 3 provides for a right-of-way dedication of 45’ from centerline along Ashburn Road, Route 641, where the applicant’s property abuts the road. Right-of-way dedication was recorded as each section of Ashburn Village was developed.

Right-of-way adjacent to PIN#087-46-8066 was provided on a plat titled “Ashburn Farm Section 2 Block 1 Summerwood Village Center”, recorded in Plat Cabinet B, Slot 87, Pages 5-9 and recorded on 10/15/98 via Deed Book 1616 Page 2264. Right-of-way adjacent to PIN#086-16-9519 was provided on a plat titled “Record Plat – Ashburn Farm Section 2 Block 2”, recorded in Plat Cabinet D, Slot 425 Pages 4-8 and recorded on 8/17/88 via Deed Book 1002 Page 1476. Right-of-way adjacent to PIN#086-27-1123 was provided on a plat titled “Record Plat – Ashburn Farm Section 2 Block 3”, recorded in Plat Cabinet D, Slot 401, Pages 5-8 and recorded on 6/22/88 via Deed Book 995 Page 484. Road improvements were provided on CPAP-1990-1200.
3. Applicant shall dedicate and construct the on-site public streets as shown on the Concept Plan in accordance with the Virginia Department of Highways and Transportation (VDH&T) and County standards.

   In the event Route 643 is constructed along the southern property line as a limited access highway, applicant shall give up its access rights to Route 643 with the exception of the north-south spine road and Route 659, and applicant will provide alternate access to the outparcels located on the property’s southern boundary.

   Dedications of the rights-of-way shall be from 40 feet to 120 feet as shown on the Concept Plan and construction will occur in phases. Route 641 shall be dedicated to 45 feet from the centerline. Routes 659, 642, and 643 shall be dedicated to 60 feet, 30 feet, and 100 feet from the centerline, respectively, where the applicant’s property abuts these roads. Dedication shall take place at the time of subdivision recordation of the property adjoining such roads. Site entrances entering Route 641, 659, and 643 shall meet VDH&T requirements. Other public streets within the property not shown on the Concept Plan will be dedicated and constructed as required by the County Subdivision and Zoning Ordinance.

   The applicant shall relocate the alignment of Route 643 on the western portion of the property as shown on Exhibit “E” at the request of the County provided the county makes this designation prior to preliminary plat approval for this area of the property.

   The applicant shall dedicate and construct the north-south spine road as shown on the Concept Plan from its northern termination at a cul-de-sac to the property’s northern boundary, and will pay to the County, or its designated agent, SEVENTY-FIVE THOUSAND DOLLARS ($75,000.00) to be used for the construction of a grade separated crossing of the Northern Virginia Regional Park Authority trail at this location, provided that the adjoining road to the northerly side of the property is dedicated and bonded prior to the final subdivision section recordation of the property. This sum of SEVENTY-FIVE THOUSAND DOLLARS ($75,000.00) shall escalate at the rate of six percent (6%) per annum with the base year being 1987.

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Name of Segment: Belmont Ridge Road (#1)

Segment Location: Route 7 to Gloucester Parkway

Category: Bottleneck

Estimated Cost: $6,750,000

Funding Options: This segment of Belmont Ridge Road will be constructed as part of the Route 7/Route 659 interchange, which is currently funded by general obligation bonds, cash proffers, and state capital assistance. The funding information below is the same as for the interchange itself.

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Summary

Right-of-Way:
As a result of the construction of the Route 7/659 interchange, the alignment of Belmont Ridge Road between Route 7 and Gloucester Parkway will be shifted to the west of the current two lane road section. The improvements will extend to a transition point south of Gloucester Parkway. The right of way is not proffered from the Barcroft property.

Construction:
This portion of Belmont Ridge Road will be constructed as a four lane median divided roadway as part of the Route 7/659 interchange project.

Funding Sources:
This project is fully funded.

Current Status: The project is in design. The Interchange Justification Report and the Draft Environmental Assessment document are under review by VDOT and should be submitted to the Federal Highway Administration for review by late 2012. Final design will then be underway and should be completed by late 2013. Right of way acquisition and utility relocation will take place in 2014. Construction on the interchange and the realignment of Belmont Ridge Road will be underway in 2015.
Proffer/Conditions Analysis

ROW Status:
PIN #113-37-2932, Barcroft Associates (West Side of Belmont Ridge Road at Route 7)
There are no proffers or conditions that provide for right-of-way dedication, construction or cash contributions from this parcel.

PIN #113-16-3850, United Central Bank
This property is subject to the conditions of approval for the Play To Win special exception application, SPEX-2007-0056, which was approved by the Board of Supervisors on September 2, 2008 to permit an outdoor recreational establishment in the A-3 zoning district. Condition A16 provides for the dedication of the necessary right-of-way and easements along Route 659 for the VDOT project. This property has not yet been developed; therefore, the reservation has not been recorded.

(A16.) Route 659 Right-of-way Reservation and Dedication – Prior to approval of the first site plan for the subject property, the Applicant shall record a deed of reservation for the area depicted on Sheet 7 of the Plat (ultimate ROW reservation area) along Route 659. Upon request of the County, Applicant shall dedicate said area to the County or VDOT at no public cost. The Applicant shall also grant all necessary easements (utilities, grading, construction, etc.), including all ancillary easements necessitated by VDOT Project 0659-053-262, RW202, C-502, related to the Route 659 widening project at no public cost.

PIN #114-46-6446, Hrant S & Christina Semerjian
This property is subject to the conditions of approval for the Play To Win special exception application, SPEX-2007-0056, which was approved by the Board of Supervisors on September 2, 2008 to permit an outdoor recreational establishment in the A-3 zoning district. Condition A16 provides for the dedication of the necessary right-of-way and easements along Route 659 for the VDOT project. This property has not yet been developed; therefore, the reservation has not been recorded.

(A16.) Route 659 Right-of-way Reservation and Dedication – Prior to approval of the first site plan for the subject property, the Applicant shall record a deed of reservation for the area depicted on Sheet 7 of the Plat (ultimate ROW reservation area) along Route 659. Upon request of the County, Applicant shall dedicate said area to the County or VDOT at no public cost. The Applicant shall also grant all necessary easements (utilities, grading, construction, etc.), including all ancillary easements necessitated by VDOT Project 0659-053-262, RW202, C-502, related to the Route 659 widening project at no public cost.

PIN #114-46-4812, Chung Ja Kim Smith, Trustee
There are no proffers or conditions that provide for right-of-way dedication, construction or cash contributions from this parcel.
PIN #114-36-2774, Ved P Gupta & Jaib S. Toor
There are no proffers or conditions that provide for right-of-way dedication, construction or cash contributions from this parcel.

PIN #114-35-5868, Jane W. Wallace
There are no proffers or conditions that provide for right-of-way dedication, construction or cash contributions from this parcel.

PIN #114-26-2970, Catherine F. & John R. Curtis
This property is subject to the proffers and conditions of Curtis Mini Storage, ZMAP 1999-0010 and SPEX 1999-0019. Proffer 4 of ZMAP 1999-0010 provides for 60 feet of right-of-way dedication, which has been fulfilled as shown on plat recorded with instrument #20050131011849 that was prepared in conjunction with the approved site plan, STPL 2003-0050.

4. The applicant shall dedicated to the County or Virginia Department of Transportation, 60 feet of right-of-way (measured from the existing centerline of Route 659), upon request of the County or at the time of the first site plan approval, whichever is first in time.

PIN #114-26-8763, Lloyd John & Rosalyn Simpson
There are no proffers or conditions that provide for right-of-way dedication, construction or cash contributions from this parcel.

PIN #115-25-6156, Luck Stone Corporation
This property is subject to the conditions of approval for SPEX 1990-0019. Condition 5 provides for right-of-way dedication on Route 659 to accommodate 120 feet of right-of-way. It appears that this condition has been fulfilled with the Route 659 right-of-way was recorded with ESMT-2008-0006, instrument #200808260051895. There are no proffers or conditions that provide for additional right-of-way dedication, construction or cash contributions from this parcel.

5. The applicant shall dedicate land along the Route 659 frontage sufficient to accommodate a total 120 foot right-of-way (the existing fifty (50) foot right-of-way for Route 659 is to be a part of the total of the 120 foot right-of-way) for Route 659. However, the applicant shall dedicate additional right-of-way to accommodate only turn lanes and drainage structures for a total right-of-way width of up to 132 feet, or greater, if agreed to by the applicant and the County. This dedication shall occur upon the approval of VDOT and the County of the construction plans and profiles for the upgrading of Route 659.

PIN #114-27-3786, 114-36-9689, 113-17-2503, Belmont Community Association (East Side of Belmont Ridge Road)
Belmont, ZMAP-1996-0003, Proffer VII.B.52, as clarified, provides for the dedication of 60-feet of right-of-way from the existing centerline of Route 659 and the proffer references the Route 659 Improvements depicted on plans prepared for The Broadlands dated April, 1991. New plans have been prepared for Route 659; in this event, the proffer states: “In the event the Route 659
Improvements Plan is updated, right-of-way shall be provided in accord with such updated plan to the extent that such right-of-way does not conflict with constructed or bonded improvements, lots with preliminary subdivision approval or improvements with site plan approval.”

52. **Belmont Ridge Road, Route 659:** Applicant shall dedicate to the County a 60-foot right-of-way, where necessary, from the existing centerline of Route 659 or such alternate right-of-way required for the Route 659 Improvements as depicted on plans prepared for The Broadlands dated April, 1991 by Bowers & Associates, along the Property frontage as shown on the Plan. It is intended to provide right-of-way consistent with the approved Route 659 improvement plans. In the event the Route 659 Improvements Plan is updated, right-of-way shall be provided in accord with such updated plan to the extent that such right-of-way does not conflict with constructed or bonded improvements, lots with preliminary subdivision approval or improvements with site plan approval. Applicant shall construct one-half of a four-lane divided urban cross-section roadway as shown on the phasing plan, and turn lanes as required by VDOT design standards, along the Property's boundary on Route 659, in accord with the Route 659 Improvements Plan prepared for The Broadlands as referenced above.

**Proffer Information – Construction and Cash in Lieu:**
Belmont, ZMAP 1996-0003, Proffer VII.B.52 provides for construction of one half of a four lane divided roadway, plus turn lanes, in accordance with the Route 659 Improvement Plan prepared for Broadlands. Proffer VII.A.42 Transportation General provides for the a contribution in lieu of construction and construction costs shall be defined as all engineering, surveying, bonding, permit fees, utility relocation, and other actual costs of construction. Since the alignment of Route 659 has shifted westward from the Route 659 improvement plans referenced in Proffer VII.B.52, further analysis is required to determine the cash in lieu of construction amount.

**Proffer VII.A.42 Transportation General.**

In all proffers wherein the Applicant has agreed to construct road improvements, the Applicant shall contribute to the County or its designee an amount equal to the cost of constructing such improvements in lieu of actual construction if said improvements have been constructed by others or if said improvements are under contract to be constructed as part of a regional road improvement project undertaken by the County or its designee.

For the purposes of determining the in lieu of contribution construction costs shall be
defined as all engineering, surveying, bonding, permit fees, utility relocation, and other actual costs of construction. Such contributions in lieu of actual construction shall occur at the time specified in the applicable proffer for construction or bonding of the improvements or, at the Applicant's sole discretion, earlier than the time specified when construction is part of a regional road improvement project. As determined by the County such contribution shall either be used to reimburse the party who constructed such improvements or for regional roadway improvements in the vicinity of and for the benefit of the Property. In the event of a disagreement between the Applicant and the County as to the construction cost amount, then the cash in lieu of construction shall be determined by two qualified independent licensed engineers, fully paid-for by the Applicant, one selected by the Board of Supervisors and one selected by the Applicant, who shall agree on the cost amount. In the event the engineers are unable to agree, the two referenced engineers shall select a third engineer who shall render a professional estimate of the cost amount. The average of the three estimates shall be used to determine the cost amount for cash in lieu of construction. The cost of those engineers shall be included as a part of the cash in lieu of construction.

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Name of Segment: Belmont Ridge Road (#2)

Segment Location: Gloucester Parkway to Hay Road

Category: Bottleneck

Estimated Cost: $13,230,000

Funding Options: There are no funds available to construct improvements to this segment of Belmont Ridge Road.

Summary

Right of Way:
All proffered/conditioned right-of-way has been provided for this segment of Route 659.

Construction:
There are no proffer or condition obligations to construct improvements to this portion of Route 659.

Funding Sources:
A cash proffer contribution was received for the construction of a portion of this segment; the current balance in that proffer account is $202,670. Additionally, there is another cash proffer fund that has $76,083 which may be applied to this segment.

Current Status:
In 2006, VDOT prepared a preliminary (30%) design to widen this portion of Belmont Ridge Road. Funding has not been approved for final engineering and construction.
Proffer/Conditions Analysis

ROW Status:
Preliminary design for this segment of Belmont Ridge Road, Route 659, was performed by VDOT; Plan #0659-053-262-P102 provides the design to widen Route 659 from Route 7 to the Dulles Greenway to an ultimate 6 lane divided highway with 10’ shared use paths on both sides requiring 75 feet of right-of-way.

PIN #114-35-5868, Jane W. Wallace
This property is not subject to any proffers or conditions.

PIN #114-26-2970, Catherine F. & John R. Curtis
This property is subject to the proffers and conditions of Curtis Mini Storage, ZMAP 1999-0010 and SPEX 1999-0019. Proffer 4 of ZMAP 1999-0010 provides for 60 feet of right-of-way dedication, which has been fulfilled as shown on plat recorded with instrument #200501310011849 that was prepared in conjunction with the approved site plan, STPL 2003-0050.

4. The applicant shall dedicated to the County or Virginia Department of Transportation, 60 feet of right-of-way (measured from the existing centerline of Route 659), upon request of the County or at the time of the first site plan approval, whichever is first in time.

PIN #115-25-6156, Luck Stone Corporation & Luck Tower
This property is subject to the conditions of approval for SPEX 1990-0019. Condition 5 provides for right-of-way dedication on Route 659 to accommodate 120 feet of right-of-way. It appears that this condition has been fulfilled with the Route 659 right-of-way was processed with ESMT-2008-0006, and recorded with Instrument #200808260051895.

5. The applicant shall dedicate land along the Route 659 frontage sufficient to accommodate a total 120 foot right-of-way (the existing fifty (50) foot right-of-way for Route 659 is to be a part of the total of the 120 foot right-of-way) for Route 659. However, the applicant shall dedicate additional right-of-way to accommodate only turn lanes and drainage structures for a total right-of-way width of up to 132 feet, or greater, if agreed to by the applicant and the County. This dedication shall occur upon the approval of VDOT and the County of the construction plans and profiles for the upgrading of Route 659.

PIN #151-10-4563, Luck Stone Corporation
Right of way dedication has not been made; this property is not subject to any proffers or conditions.

PIN #115-35-0563, Darrell S. Lunceford
This property is not subject to any proffers or conditions.
**PIN #152-39-5797, Luck Stone Corporation**
A portion of this property is subject to the Luck Stone zoning map amendment application, ZMAP 1990-0009; there are no proffers in this application that provide for right-of-way dedication.

**PIN #153-48-3134, City of Fairfax**
This property is subject to two special exception applications: SPEX 1988-0034 and SPEX 1990-0047. Neither of these applications had conditions that provided for right-of-way dedication or improvements to Route 659.

**PIN #153-38-8539, Centex Homes (Goose Creek Village North)**
This property is subject to the proffers and conditions of ZMAP-2003-0008, Goose Creek Village North which was approved on 7/19/05. Proffer 18.A. provides for right-of-way dedication of 60’ from the existing centerline of Belmont Ridge Road, Route 659. The proffered right-of-way was processed with an easement application, ESMT 2008-0004, and recorded by instrument #20090108-0000173 on 1/8/09.

18. *Belmont Ridge Road (Route 659)*

   **A. Right-of-Way Dedication.** Upon request by the County, the Applicant shall dedicate as public right-of-way, at no cost to the County or to VDOT, the land along the Property’s frontage on Belmont Ridge Road that is within 60 feet from the existing centerline of the roadway. Additional right-of-way, as required by VDOT, will be provided for right and/or left turn lanes at the Sycolin Road intersection and at the Property’s entrance across from Hay Road, and for the right-turn lane and acceleration lane at the right-in/right-out only entrance from Belmont Ridge Road to the PD-CC-DD district. This right-of-way dedication shall be based on construction plans approved by VDOT and Loudoun County for the ultimate section of Belmont Ridge Road. In addition to the dedication, the Applicant will grant all necessary easements relating to road construction and road maintenance for utilities, drainage and grading. These dedications shall be provided at any time upon written request by Loudoun County, or no later than concurrent with the approval of the first record plat or site plan, whichever occurs first, or any portion of the Property abutting Route 659.

**PIN #114-26-6116, Luck Stone**
This property is not subject to any proffers or conditions.

**PIN #114-26-7541 and PIN #114-26-8763, John & Rosalyn Simpson**
This property is not subject to any proffers or conditions.

**Belmont Station (The Chase at Belmont Country Club)**
This is a by-right subdivision; 60 feet of right-of-way dedication from the existing centerline was processed with the subdivision record plat SBRD 2003-0063, recorded with instrument #20050302-0022452 and later adjusted by SBPR 200500014, instrument #20070508-0035073. Additionally, a 14 foot bike easement was recorded with instrument #20050302-0022452.
PIN #116-49-0941, Northern Virginia Regional Park Authority
The right-of-way width is approximately 30 feet where the W&OD Trail crosses Route 659. There are no proffers or conditions that provide additional right-of-way along this parcel.

PIN #115-45-6439 and PIN #115-35-5896, Belmont Ridge LLC
This property is not subject to any proffers or conditions.

PIN #115-35-2762, KOTD Holdings
This property is not subject to any proffers or conditions.

Belmont Forest
Right-of-way dedication of 150 feet was processed with the record plat for Belmont Forest Phase 1 – Section 1, which was recorded in deed book 1281, page 12; filed in plat cabinet A, slot 743, page 01. This dedication was made pursuant to Belmont Forest, ZCPA 1993-0006, Proffer L.

(L) Applicant shall dedicate right-of-way along Route 659, 150 feet from the western boundary of the existing right-of-way along the entire property frontage upon approval of the first record plat or at the request of the County or VDOT. In addition, Applicant shall dedicate sufficient land to provide a 150-foot right-of-way for the realignment of Route 659 as generally shown on the PDP. If the full 150-foot right-of-way is not needed for the Route 659 improvements, any excess land abandoned by the Board of Supervisors shall be reconveyed to the Applicant.

PIN #153-29-3368 and 153-39-47831, Belmont Ridge Homeowners Association
These parcels are part of the Belmont Ridge Subdivision and are subject to the proffers associated with ZCPA-1992-0001, Primrose Village (Warner) which was approved on 05/11/92. Proffer 3 provides for right-of-way dedication of 60’ from the existing centerline of Route 659. This proffer was fulfilled by the right-of-way dedication recorded in deed book 1195, page 814 and shown on the plat filed in cabinet A, slot 527, pages 5-9.

3. Applicant shall dedicate right-of-way along the entire property frontage on Route 659, 60 feet from the existing Route 659 centerline, upon approval of the first record plat or at the request of the County of Loudoun or VDOT, whichever is first in time.

Proffer Information – Construction and Cash in Lieu:
• Goose Creek Village North Proffer 18.B provides for road improvements to Route 659, which was constructed as shown on CPAP-2006-0062. Goose Creek Village North Proffer 19 provides for a cash equivalent contribution if the improvements are provided by others. Since the developer of this project, Pulte, constructed the Route 659 road improvements, the County did not receive the cash in lieu contribution.

B. Improvements. The Applicant shall construct or fund the following road improvements on Route 659. The road improvements specified in the paragraph shall be
constructed or bonded for construction upon approval of the first record plat or first site plan, whichever is first in time, abutting the Belmont Ridge Road right-of-way.

1.) Construct a four-lane median divided roadway from the Dulles Greenway right-of-way line to a point six-hundred (600) feet north of the Hay Road (Route 642) intersection;

2.) North of this point, construct a taper, approximately 300 feet in length, from the constructed four-lane median divided roadway section to the existing two-lane section of Route 659;

19. Cash Equivalent Contribution. For all proffers in which the Applicant has agreed to construct road improvements, the Applicant shall contribute to the County or its designee an amount equal to the actual cost of constructing such improvements in lieu of actual construction, if such improvements have been constructed or bonded by others prior to bonding for construction by the Applicant. For purposes of determining the in-lieu-of contribution, construction costs shall be defined as all engineering, surveying, bonding, permit fees, utility relocation, and other actual costs of construction based upon County bonding estimates for such construction as set forth in the Facilities Standards Manual. If the Applicant disagrees with the cost estimate approved for the construction bond, the Applicant shall commence the construction of the proffered improvements within thirty days of the approval of the bond estimate. Such contribution in lieu of actual construction shall occur at the time the Applicant otherwise would have been required by these proffers to bond or construct such improvements. As determined by the County, such contribution shall either be used for reimbursement to the party who constructed such improvements or for regional roadway improvements in the vicinity of and for the benefit of the Property. The Applicant reserves the right to audit the actual construction costs of the improvements made by others prior to providing the cash contribution in lieu of construction.

Proffer Information – Cash Contributions:

- Luck Stone, ZMAP 1990-0009, Proffer 5 provided for a contribution of $25,000 toward the design/installation of a traffic signal on Route 659 at the existing quarry entrance. Since the entrance is planned to be relocated in the future to realign with Portsmouth Drive, Luck Stone gave the County 3,386 tons of 21A stone, which had a contractor price value of $38,092.50. This stone was used by the Office of Capital Construction for a gravel parking lot at Phil Bolen Park.

  5. The applicant shall contribute $25,000.00 toward the design, construction and installation of the traffic signal on Route 659 at the existing quarry entrance. This contribution shall escalate according to the United States Consumer Price Index for all urban consumers (all items) with 1992 as the base year. This contribution will be made to the County when, according to VDOT, a light is warranted or prior to the issuance of the sixth, and, presumably, last zoning permit,
whichever shall first occur. In the event VDOT has not shown that the light is warranted by the time the last, or sixth, zoning permit is granted, Luck Stone Corporation shall contribute or have available to the County or its authorized designee $25,000.00 worth of 21A crushed stone, adjusted as stated above, at Luck Stone Corporation's price for contractors, FOB Leesburg Plant, that can be used on future projects designated by Loudoun County.

- **Belmont Forest, ZMAP 1986-0047, Proffer L** provided for a cash contribution to be used for the installation of a traffic signal at Route 7/659, with the balance of the funds designated for improvements to Route 659 between the toll road extended (Dulles Greenway) and Route 7.

  (L) In lieu of full frontage improvements along Route 659, applicant shall contribute $1,017,250.00 to the Loudoun County Board of Supervisors to be used for off-site road improvements. A maximum of $200,000 is designated for the installation of a traffic signal at the intersection of State Routes 7 and 659 when warranted by VDOT. The balance of the trust fund shall be used for road improvements to Route 659, between the proposed toll road extended and Route 7. The $1,017,250.00 shall be paid at the rate of $2,120.00 per dwelling unit as zoning permits are issued for the first 480 units. The sum shall escalate according to the Construction Cost Index with 1989 being the base year.

The County received contributions for Belmont Forest Proffer L that total $242,697. These funds earned $190,708 of interest; the funds were transferred to the capital improvement account for the Route 7/659 interchange (LMIS sequence #96110444, Index #910371). This proffer was amended by Proffer M of ZCPA-1993-0006.

- **Belmont Forest, ZCPA 1993-0006, Proffer M** provided for a cash contribution to be used for off-site road improvements to Route 659 between the toll road extended and Route 7, with a stipulation that up to $200,000 could be used for the installation of a traffic signal at Route 7/659.

  (M) In lieu of full frontage improvements along Route 659, applicant shall contribute $1,017,250.00 to the Loudoun County Board of Supervisors to be used for off-site road improvements. A maximum of $200,000.00 is designated for the installation of a traffic signal at the intersection of State Routes 7 and 659 when warranted by VDOT. The balance of the funds shall be used for road improvements to Route 659, between the proposed toll road extended and Route 7. The $1,017,250.00 shall be paid at the rate of $1,279.79 per dwelling unit as zoning permits are issued; provided, however, that any balance remaining on January 1, 2001 shall be due and payable no later than July 1, 2001. The sum shall escalate according to the Construction Cost Index with 1989 being the base year. In the event that the four-laning of Route 659 is funded from other sources, the $1,017,250.00 contribution
may be used for other regional road improvements serving Belmont Forest.

The County received contributions for Belmont Forest Proffer M that total $1,168,984. These funds earned $344,720 of interest; an expenditure of $150,000 was processed, BA-1043, which was approved by the Board of Supervisors on September 16, 1998 to fund Belmont Forest Section 1-Route 659 improvements; the remaining balance of this proffer account was transferred to the capital improvement account for the Route 7/659 interchange (LMIS sequence #95070008, Index #910306).

- Primrose Village (Warner), ZCPA 1992-0001 provided for a contribution of $65,600 toward the construction of a southbound left turn lane on Route 659 and/or for signalization of the Route 659/642 intersection. The Applicant fulfilled this proffer by contributing $78,466. This proffer account accrued $70,716 of interest; an expenditure of $73,099 was processed to reimburse the Goose Creek Village North developer a portion of these proffer funds for the installation of a traffic signal at Route 659/642. The current balance in this account is $76,083 (LMIS sequence #97020047). These funds may be available for improvements to this segment of Route 659.

4. Applicant will contribute $65,600.00 (1988 Dollars) ($851.95 per unit, in 1988 Dollars) toward the construction of a southbound left turn lane with transition on Route 659 at its intersection with Route 642, and/or signalization at the same intersection on a per unit basis at the time set forth in paragraph 18 below.

- Goose Creek Village North, ZMAP 2003-0008, Proffer 18.B.3 provides for a cash contribution for a taper section of Route 659, which was fulfilled by a contribution of $200,000; the proffer account accrued $22,670 of interest, to date there have been no expenditures resulting in a balance of $202,670 (LMIS sequence #99067561).

3.) Provide a cash contribution to the Board of Supervisors, concurrent with bonding of the four-lane median divided road section, at a minimum amount of $200,000 for the County to fund the construction of the conversion of the approximately 300 foot length of the taper to a four-lane divided road section at a time in the future to be determined by the County. In addition, the applicant shall prepare construction plans and profiles for the four-lane divided road section for the approximately 300 foot length of roadway concurrent with the construction plans and profiles for the Route 659 improvements the applicant is constructing and shall contribute any additional cash contribution above $200,000, based on the County approved bond estimate for the construction of the additional approximately 300 foot length of roadway.

4.) As part of the improvements outlines in subparagraph 1.) above, construct right and/or left turn lanes at the Sycolin Road intersection and at the Property’s entrance across from Hay Road, if required by VDOT; construct the southbound right and left turn lanes on Belmont Ridge Road at the Hay Road intersection and the northbound right and left turn lanes at the Hay Road intersection and the underground conduit for the traffic signal at the Hay Road intersection; and construct the acceleration and deceleration lanes for the right-in/right-out only entrance from Belmont Ridge Road to the PD-CC-CC district.
**Disclaimer:**
This document is not intended to be and shall not be deemed to be an official order, requirement, decision or determination made by or on behalf of the Zoning Administrator. Information contained within this document is based upon data available at the time the report was initiated, and may be subject to change.
Name of Segment: The Greenway Bridge (#3)

Segment Location: Dulles Greenway Bridge

Category: Bottleneck

Estimated Cost: $25M

Funding Options: Funds have not been identified for the design and construction of this segment.

Summary

Right-of-Ways:
Right-of-way for all four quadrants of this project has been dedicated.

Construction:
Per a Comprehensive Agreement with VDOT, construction of this segment would be performed by TRIP II upon the improvement being warranted.

Funding Sources:
While no funding options have been identified, it is important to note the TRIP II and VDOT entered into a Comprehensive Agreement which states, in part, that if warranted by projection studies (as outlined within the agreement), TRIP II would be responsible for the expansion of the Belmont Ridge Road bridge.

Current Status: The conceptual design for this interchange was approved as a part of the TRIP II/VDOT Comprehensive Agreement approved in 1993 to construct the Dulles Greenway. The design needs to be updated to reflect current transportation plans. The Greenway owners would need to initiate such an amendment.
SEGMENT # 3: DULLES GREENWAY BRIDGE

ROW STATUS: (NW QUADRANT)
PIN 154-48-0254 ROW DEDICATED FOR THE IMPROVEMENTS TO RT 659 REQUIRED BY ZMAP-2003-0008 GOOSE CREEK VILLAGE NORTH.

TRIP II IS RESPONSIBLE FOR DESIGN AND CONSTRUCTION RELATED TO ENLARGEMENTS AND EXPANSIONS TO THE DTRE AND SUBMITTING ANNUAL REPORTS TO VDOT ON EXISTING & PROJECTED SERVICE LEVELS. VDOT ALSO HAS ABILITY TO PROPOSE ENLARGEMENTS AND EXPANSIONS TO DTRE. IF WARRANTED BY PROJECTION STUDIES, TRIP II IS RESPONSIBLE FOR EXPANSION OF RT 659 BRIDGE.

ROW STATUS: (NE QUADRANT)
PIN 154-20-6279 ROW DEDICATED FOR DTRE INTERCHANGE RAMP REQUIRED BY ZMAP-1985-0015. ASBHURN FARM

ROW STATUS: (SW QUADRANT)
PIN 154-37-0101 ROW DEDICATED FOR RT 659 IMPROVEMENTS REQUIRED BY ZMAP-2002-0009 GOOSE CREEK PRESERVE

ROW STATUS: (SE QUADRANT)
PIN 154-19-9491 WOMEN’S HOSPITAL INDIANAPOLIS ROW DEDICATED FOR RT 659 IMPROVEMENTS REQUIRED BY ZMAP-1999-0009, FALLEN WILLOW FARM.
Proffer/Conditions Analysis

ROW Status:
Belmont Ridge Road (Route 659) Bridge over the Dulles Greenway (Route 267)
The Route 659 right-of-way was recorded on 5/20/96 (Instrument #1996605200038603) by a Quit Claim Deed between Toll Road Investors Partnership II, LP (“TRIP II”) and VDOT and a plat titled “Plat Showing Dedication and Transportation easement on the Property of Toll Road Investors Partnership II, LP and The Commonwealth of Virginia”.

Comprehensive Agreement Information – Dedication and Road Improvements
On 9/28/93 TRIP II and VDOT entered into a Comprehensive Agreement (“The Agreement”) for the Dulles Toll Road Extension (“DTRE”). Section VIII identifies the responsibilities of the parties to provide for the enlargement and expansion of the initially constructed DTRE.

VIII. Widening, Extensions, Additions This section identifies the responsibilities of the parties to this Agreement to provide for the enlargement and expansion of the initially constructed DTRE to maintain access and a capacity on the roadway. The operation level of service (“LOS”) to be maintained on the DTRE is LOS “D”, except within the present limits of the Town of Leesburg, where LOS “C” is to be maintained.

B. Future Enlargement and Expansion
   1. Feasibility and Funding: TRIP II shall construct future enlargements or expansions of the DTRE, including those necessary to maintain specified levels of service, (other than the work referred to in Section VIII.A.) when “unsatisfied demand for the use of the roadway makes it economically feasible to do so”, as provided for in Section 56-543-B.2 of the Act, recognizing that in making the determination of economic feasibility, or in requiring any future enlargements and expansions under this paragraph B., there shall have been taken into consideration any applicable requirements for the incurrence of indebtedness under the operator’s financing documents entered into in connection with the DTRE. Such enlargements or expansions may be financed through additional borrowings by TRIP II. These borrowings may be secured by pledges of anticipated revenues and other project assets as provided in the Act. Equity investors in the project will receive distributions of income from the project (including any distributions on account of the return of the reinvested earnings account referred to in the financing plan for the project approved by the State Corporation Commission (“SCC”) only to the extent available funds exceed the amounts then necessary to fund current operating costs, debt service and any required reserve accounts (including any debt service and reserve funds on account of the financing of the project (including such enlargements and expansions).

Per The Agreement, TRIP II is responsible for submitting annual reports to VDOT stating the existing and projected service levels for each interchange ramp and each intervening section of roadway on the DTRE. In addition to the annual reports, TRIP II is required to make projections for 5, 10 and 20 years and identify those areas projected to deteriorate below the specified LOS. Based on these projections, TRIP II is responsible for identifying and providing for appropriate enlargements and expansions to the DTRE including its ramp system. VDOT may propose enlargements and expansions to the DTRE and its ramps to meet area transportation needs. These proposals shall provide projected increase in traffic volumes at the time of the proposal to enable TRIP II to determine the economic feasibility of the enlargements and expansions. If warranted by the projection studies, TRIP II would be responsible for the expansion of the Route 659 bridge.

2. Determination of Need
a. TRIP II shall prepare and submit to VDOT an annual report stating existing and projected service levels for each interchange ramp and each intervening section of roadway on the DTRE. Projections shall be based on the prior five (5) year usage record supplemented by demographic growth statistics, provided that for the first five years of operation of the DTRE, projections shall be based on usage records, so supplements for the period from the date of commencement of operation of the DTRE to the date of such projections. TRIP II shall make projections for 5, 10 and 20 years. TRIP II shall identify those areas projected to deteriorate below the specified LOS, (or its equivalent, as defined by the then current edition of the Highway Capacity Manual). TRIP II shall identify and provide for appropriate enlargements and expansions to the DTRE, including its ramp system, in future year design and construction programs. TRIP II shall allow adequate lead time for LOS projections and planning and design of future enlargements and expansions so that the enlargements and expansions shall be in place in time to avoid deterioration of the level of service below that specified. TRIP II shall prepare cost estimates for constructing the enlargements and expansions and shall include recommendations for annual reserves to fund them.

b. VDOT may propose enlargements and expansions to the DTRE and its ramps to meet area transportation needs, including dedication of existing lanes to, or the construction of additional lanes for high occupancy vehicles (“HOV”) as part of a region-wide network of HOV transportation. VDOT shall provide projected increases in traffic volumes at the time of any proposal to enable TRIP II to determine the economic feasibility of the enlargements and expansions. TRIP II will develop, in conjunction with VDOT, a schedule for implementing design and construction of enlargements and expansions contemplated by Paragraph VIII.B.1 and Section 56-543.B.2 of the Act.

c. VDOT shall notify TRIP II of improvements on The Existing DTR, as well as the public roadway network in the service area of the DTRE. Based on such information, TRIP II shall take appropriate steps to maintain appropriate LOS and acceptable access on the DTRE. Upon request VDOT shall provide TRIP II with copies of VDOT’s six year plan each year when it is published. VDOT shall also provide TRIP II upon request with copies of planning and construction documents for all secondary roads interchanging with the DTRE and for primary routes 7, 15, 28, 50 and 267.

C. Scope of Enlargement’s and Expansions
1. TRIP II’s responsibility for enlargement and expansion of the DTRE shall be limited to the roadway, entrance and exit ramps, toll collection facility’s, public roadway sections between ramps at interchanges and safe transition between these facilities and connecting roads.
2. If public roadway improvements adjacent to the interchanges and outside the ramp limits contemplate a change in access, VDOT will require the party responsible for such improvements to coordinate them with TRIP II to provide for continued access to and from DTRE interchanges.
3. The work described in VIII.A. and the future enlargements and expansions described in Section VIII.B. shall be designed and built in accordance with the design standards provided for in this Comprehensive Agreement, except to the extent different standards are required at the time of design by Section 56-543.B.2 of the Act.
4. TRIP II shall obtain approvals from local and state agencies as required by applicable law or under this Agreement before any enlargement or expansion of the DTRE. The issuance of such required approvals shall be a condition precedent to TRIP II’s obligation to enlarge or expand the DTRE.

D. Responsibility for Cost
TRIP II shall be responsible for costs associated with design and construction, to the extent provided in Paragraph VIII.B.1., of the work described in Section VIII.A. and the future enlargements and expansions described in Section VIII.B., including reimbursement of direct costs incurred by VDOT.
for design review, inspection and approval of construction in accordance with the terms of Section X of this Agreement.

Per The Agreement TRIP II is required to prepare construction drawings in accordance with Volumes I and II of the Road and Bridge Standards, January 1993 editions, Road and Bridge Specifications, 1991 edition, as amended by Appendix A-2 annexed to this Agreement. Section III.A 1. States that the initial design (and current condition) of Route 659 (identified as segment BS-2 in The Agreement and shown on TABLE 1 Initial Conditions For Secondary Roadways as shown in Appendix A-1) is Classification GS-5 consisting of (2) 12’ open shoulders, and (3) 12’ lanes (a portion of the future bridge). TABLE II – 2013 Design Year Condition for Secondary Roadways shows Route 659 as an Urban Principal Arterial VDOT STD GS-5, 6 lane divided open shoulder road with a 28’ median requiring 150’ of right-of-way. 174’ of right-of-way has been dedicated to accommodate the ultimate design condition for this bridge.

ROW Status:

**PIN #154-48-0254, Goose Creek Commercial LLC (NW quadrant)**
Right-of-way has been dedicated for the improvements to Route 659 that were required by Goose Creek Village North, ZMAP-2003-0008.

**Proffer Information – Dedication and Road Improvements**
There are no Proffers associated with this application that provide funding or road improvements for the Route 659 bridge over the Dulles Greenway. The road improvements provided with this application apply to Route 643 (Sycolin Road) and Route 659 along the property frontage and have been constructed.

**PIN #154-20-6279, Ashburn Farm HOA (NE quadrant)**
Right-of-way has been dedicated for the Dulles Toll Road Extension interchange ramp as required by Ashburn Farm, ZMAP-1985-0015.

**Proffer Information – Dedication and Road Improvements**
There are no Proffers associated with this application that provide funding or road improvements for the Route 659 bridge over the Dulles Greenway.

**PIN #154-19-9491, Women’s Hospital Indianapolis LP. (SE quadrant)**
Right-of-way has been dedicated for the improvements to Belmont Ridge Road that were required by Fallen Willow Farm, ZMAP-1999-0009.

**Proffer Information – Dedication and Road Improvements**
There are no Proffers associated with this application that provide funding or road improvements for the Route 659 bridge over the Dulles Greenway. The road improvements provided with this application apply to the property frontage along Route 659 and were constructed pursuant to the Broadlands Route 659 Transportation Improvement Reimbursement Agreement.

**PIN #154-37-0101, Goose Creek Estates LLC c/o Lennar (SW quadrant)**
Right-of-way has been dedicated for the improvements to Route 659 that were required by Goose Creek Preserve, ZMAP-2002-0009.
Proffer Information – Dedication, Road Improvements and Cash in Lieu
There are no Proffers associated with this application that provide funding or road improvements for the Route 659 bridge over the Dulles Greenway. The Route 659 road improvements provided with this application are located along the property frontage and Off-Site Improvements from the southern Property line to Truro Parish Drive. The Phase 1 road improvements were completed by Broadlands Associates/Van Metre. Broadlands Associates/Van Metre was reimbursed by the Broadlands TIF for a portion of the work.

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Name of Segment: Farmwell Road (#103)

Segment Location: Ashburn Road to Smith Switch Road

Category: Bottleneck

Estimated Cost: $6,600,000

Funding Options: The only available funding for this section of Farmwell Road is provided by ZMAP-2007-0011, Cameron Chase Village Center. The account currently contains $30,212.

Summary

Right-of-Way:
There are no proffers or conditions that provide additional right-of-way dedication for this portion of Farmwell Road.

Construction:
There are no proffers or conditions that provide for widening of this portion of Farmwell Road. Staff believes that construction of Farmwell Road was completed by a private agreement made between numerous Developers, in conjunction with the Ashburn Farm Development, that were required by proffers and conditions to make improvements to Farmwell Road. The Farmwell Road improvements began in Ashburn Farm and continued to the Broad Run Bridge Crossing.

Funding Sources:
There is $30,212 that may be used for road improvements to Route 640, Farmwell Road. These funds were provided by ZMAP- 2007-0011, Cameron Chase Village Center.

Current Status: There are no improvements funded or planned for this segment.
Proffer/Condition Analysis

ROW Status:
PIN #061-46-0385 – Navy Federal Credit Union, #060-16-1531 – Commonwealth Recreation Partners LC, #060-15-6750 – CC Loudoun Holdings LLC and #060-15-3377 – Cameron Chase Village Center Partners (Cameron Chase Village Center)

These parcels are currently subject to the proffers associated with ZMAP-2007-0011, Cameron Chase Village Center, and the conditions of approval associated with SPEX-2007-0057, Ashburn Ice House, which were approved on 07/21/09. This property was originally developed subject to the proffers of Ashburn Center, ZMAP 1988-0027. Proffer 3 required the dedication of 120 feet of right of way for this portion of Farmwell Road and construction of the road as a four lane median divided roadway, as is shown on the approved concept development plan. This proffer was fulfilled by the dedication of 120 feet of right-of-way recorded in deed book 1046, page 1080 on 6/28/1989.

3. The Applicant shall dedicate and construct the on-site streets as shown on the Plan and Plat in accordance with the Virginia Department of Transportation (VDOT) and/or Loudoun County standards, as directed by the County.
   Dedications of the rights-of-way shall be from forty (40) feet to one hundred twenty (120) feet as shown on the Plan and Plat. Dedication of these rights-of-way shall take place at the time of approval of record plats for portions of the Property adjoining these rights-of-ways. Construction of all roads shall take place concurrent with the development of the Property located adjacent to said roadways. Site entrances entering Routes 641, 640 and 625 shall meet VDOT requirements. Other public streets within the Property not shown on the Concept Plan will be dedicated at time of approval of record plats and constructed concurrent with development of the Property in accordance with VDOT and Loudoun County standards and as required by VDOT and by the Loudoun County Land Subdivision and Development Ordinance and the Loudoun County Zoning Ordinance.

PIN #060-25-1762 – Cameron Chase Homeowners Association and PIN #060-25-0509 – G. and Shah Abbas and R. Fazal (Cameron Chase Subdivision)
The Cameron Chase Subdivision was developed by right. There are no proffers or conditions that require right-of-way dedication for Farmwell Road.

PIN #087-29-6573 and #087-38-5724 – Ashburn Village Community Association
This property is subject to the proffers associated with ZMAP-1984-0007/ZMAP-1984-0329, Ashburn Village, which was approved on 04/21/86. Proffer F requires the Applicant to dedicate and construct half of a four lane roadway along the property frontage. Right-of-way was dedicated in Deed Book 1046 Page 1121 recorded on 10/6/88.

F. Route 640 and Route 805
   The Applicant agrees to dedicate and construct, if required by VDH&T, Route 640 and Route 805 for that portion of the road that abuts the Applicant’s property. The construction shall be commenced after a traffic study by VDH&T reveals that such construction
is required and, at that time, the Applicant shall dedicate and construct one-half (1/2) of a four (4) lane roadway that abuts the Applicant’s Property.

PIN#087-38-2109 – Diane M Schemm
There are no rezoning or special exception applications associated with this parcel; therefore there are no proffers or conditions that require right-of-way dedication for Farmwell Road.

PIN #088-40-3678 – Loudoun County Board of Supervisors, #087-10-4193 – Crossroads Condominiums LLC, #087-29-4802 – Crossroads Building 5 LLC c/o Crossroads Overlook Commercial Condominium, #087-29-8037 – PNC Bank, NA, #087-29-3133 – Ashburn Crossroads Restaurants, LLC, #087-28-6470 – Lee Property ATS, LLC, #087-37-6422 and #087-36-7249 – Farmwell Hunt Homeowners Association, #087-37-1555 – Lagniappe Virginia LLC., #086-10-4449 - KA Fields of Ashburn LLC. (Ashburn Center)
These parcels are subject to the Proffers associated with ZMAP-1988-0027, Ashburn Center, which was approved on 02/20/1990 and ZMAP-1991-0001, Ashburn Center (2), which was approved on 10/15/91. The Proffers associated with ZMAP-1988-0027 were restated in the Proffer statement associated with ZMAP-1991-0001. Proffer 3 provides for right-of-way dedication of onsite roadways according to the approved Concept Plan. The right-of-way was dedicated by a Plat titled “Plat Showing Street Dedication and Various Easements Through the Property of Ashburn Center Partnership” which was recorded in Plat Cabinet D, Slot 577, Pages 9 and 10.

Numerous Special Exceptions were filed among these parcels. However, the only application that provides for additional right-of-way dedication is SPEX-2003-0012, Ashburn Crossroads, which was approved on 01/06/04. Condition 1 provides for right-of-way dedication of up to a total of 64’ for a future third lane and turning lane. Road improvements were processed with SBPR-2004-0002 which was approved on 03/10/05 and recorded with instrument #20040917-0101377.

3. The Applicant shall dedicate and construct the on-site streets as shown on the Plan and Plat in accordance with the Virginia Department of Transportation (VDOT) and/or Loudoun County standards, as directed by the County.

Dedications of the rights-of-way shall be from forty (40) feet to one hundred twenty (120) feet as shown on the Plan and Plat. Dedication of these rights-of-way shall take place at the time of approval of record plats for portions of the Property adjoining these rights-of-ways. Construction of all roads shall take place concurrent with the development of the Property located adjacent to said roadways. Site entrances entering Routes 641, 640 and 625 shall meet VDOT requirements. Other streets within the Property not shown on the Concept Plan will be dedicated at time of approval of record plats and constructed concurrent with development of the Property in accordance with VDOT and Loudoun County standards and as required by VDOT and by the Loudoun County Land Subdivision and Development Ordinance and the Loudoun County Zoning Ordinance.

Signalization of intersections within Ashburn Center shall be designed and installed by the Applicant, when warranted, for all "onsite" roadways. Signalization of the "off-site"
intersections; i.e., Ashburn Village Boulevard/Route 625, Ashburn Village Boulevard/Route 640 and Route 641/North Ryan ByPass, shall be designed and installed by the Applicant and adjacent property owners, when warranted. The Applicant’s responsibility to signalize these intersections shall terminate at such time as the last record subdivision plat or final site plan for the Property, whichever occurs last in time, is approved as a part of the Property’s initial development.

1. The Owner shall dedicate up to sixty-four (64) feet of right-of-way from the centerline of Farmwell Road for a future third lane and turning lane. Compliance with this condition does not relieve the Applicant from complying with other applicable VDOT requirements.

Proffer Information – Construction and Cash Contribution:
Staff believes that construction of Farmwell Road was completed by a private agreement made between numerous Developers, in conjunction with the Ashburn Farm Development, that were required by Proffers and Conditions to make improvements to Farmwell Road. The Farmwell Road improvements began in Ashburn Farm and continued to the Broad Run Bridge Crossing.

- Proffer II.A. of Cameron Chase Village Center, ZMAP-2007-0011, provides for a cash contribution for a third westbound lane along the property’s frontage or any other transportation improvement located in the Planning Subarea. This proffer was fulfilled by a contribution of $30,000. This proffer account has earned $212 in interest and there have been no expenditures resulting in a balance of $30,212 (LMIS sequence #99069880). If available, these funds could be used for road improvements to this section of Farmwell Road.

II. TRANSPORTATION
   A. Cash Contribution
   The Owner of the parcel identified as Lot 3 on the Concept Development Plan, which is also identified as MCPI 060-15-6750 among the records of the Loudoun County Assessor’s Office (the “Lot 3 Owner”), shall within 60 days of approval of ZMAP-2007-0011 contribute to the County, or its designee, Thirty Thousand and 00/100 ($30,000) to be used for either (1) the design and/or construction by others of an additional westbound lane of Farmwell Road across the frontage of the Property, or (2) any other transportation improvement selected by the Board for funding within the area designated as the Suburban Policy Area in the Loudoun County Revised General Plan. Performance of this proffer shall be the sole responsibility of the Lot 3 Owner and none of the owners of the remaining parcels that comprise the Property shall be obligated or responsible in any way to perform or ensure performance by others of this Proffer II.A.

- Ashburn Village, ZMAP-1984-0007/ZMAP-1984-0329 Proffer F requires construction of half of a four lane roadway along the property frontage.

  F. Route 640 and Route 805
The Applicant agrees to dedicate and construct, if required by VDH&T, Route 640 and Route 805 for that portion of the road that abuts the Applicant’s property. The construction shall be commenced after a traffic study by VDH&T reveals that such construction is required and, at that time, the Applicant shall dedicate and construct one-half (1/2) of a four (4) lane roadway that abuts the Applicant’s Property.

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Name of Segment: Gloucester Parkway (Item #30)

Segment Location: Between Loudoun County Parkway and Pacific Boulevard

Category: Missing Link

Estimated Cost: $7,527,000 (approximately $40 - $50 million with bridge)

Funding Options: This improvement is proffered to be constructed by the owner of Kincora; therefore, no funds have been identified for it.

Summary

Right-of-Way:
Kincora Village Center has proffered to dedicate the necessary on-site right-of-way and acquire the off-site right-of-way. Approximately 110 feet of right-of-way for Gloucester Parkway has been dedicated on the west side of the Broad Run.

Construction:
Kincora proffers for the construction of Gloucester Parkway to be done in phases tied to the development of the property. The owner of Kincora, NA Dulles Real Estate Investor LLC, worked with the Industrial Development Authority of Loudoun County to secure a loan from the Virginia Transportation Infrastructure Bank (VTIB), which will expedite the construction of its proffered improvements to Pacific Boulevard.

Funding Sources:
There are no funds allocated for the extension of this segment of Gloucester Parkway.

Current Status: The developer of Kincora has indicated if the VTIB loan closes in 2012, it is their intent to begin design in early 2013 and construction in late 2013. If the loan does not close, the proffers call for construction to be done in phases tied to the development of the project. The proffers do contain a cash in lieu of provision in the event the improvements are constructed by others.
Proffer/Condition Analysis

ROW Status:
PIN #041-29-8238, NA Dulles Real Estate Investor LLC
This parcel is subject to the proffers of Kincora Village Center, ZMAP 2008-0021, which provides for the dedication of 120 foot right-of-way to be made for Gloucester Parkway (Refer to Item 31 for a copy of the Kincora transportation proffers.) Proffer III.E provides for the owner to make a good faith effort to acquire the necessary off-site right-of-way for Pacific Boulevard.

PIN #042-27-3760, REDESKIN PARK INC F/K/A/BYRNLEY CORP.
This property is subject to the Beau Meade Corporate Park special exception application, SPEX 1986-0051. It appears that there was 60 feet of right-of-way recorded for Gloucester Parkway with the deed recorded in deed book 1102, page 44; plat cabinet A, slot 193, page 5. According to the County’s mapping system, the right-of-way for this section of Gloucester Parkway measures approximately 110 feet.

PIN #042-36-3888, REDESKIN PARK INC F/K/A/BYRNLEY CORP.
This property is subject to the Beau Meade Corporate Park special exception application, SPEX 1986-0051. It appears that there was 60 feet of right-of-way recorded for Gloucester Parkway with the deed recorded in deed book 1102, page 44; plat cabinet A, slot 193, page 5. According to the County’s mapping system, the right-of-way for this section of Gloucester Parkway measures approximately 110 feet.

PIN #041-37-4022, LOUDOUN COUNTY SANITATION AUTHORITY
This property is subject to the Broad Run Regional Reclamation Facility special exception application, SPEX 1989-0018, which was approved by the Board of Supervisors on November 21, 1989. SPEX 1989-0018 Condition 3 provided for the dedication of 120 feet of right-of-way for Route 638/647. It appears that this condition has been partially fulfilled by the street ESMT-2004-0010, recorded with instrument # 200408040080436. According to the County’s mapping system, the right-of-way for this section of Gloucester Parkway measures approximately 110 feet.

Proffer Information – Construction and Cash in Lieu:

- Kincora, ZMAP 2008-0021, Proffer III provides for various transportation improvements, including the construction of Gloucester Parkway as a four lane median divided, built to the outside of the 120 foot right-of-way. The construction is either at Phase 3 (full build out) if no CDA is established for the project, or within three years of the date the CDA is created by the Board of Supervisors. The owner of Kincora, NA Dulles Real Estate Investor LLC, worked with the Industrial Development Authority of Loudoun County to secure a loan from the Virginia Transportation Infrastructure Bank (VTIB), which will expedite the construction of its proffered improvements to Pacific Boulevard.

- Kincora Proffer III.G provides for a cash equivalent contribution if any of the proffered transportation improvements are constructed or bonded for construction by others.
**Proffer Information – Cash Contributions:**
Kincora Proffer III.M provides for a fund to accelerate construction of Gloucester Parkway without a CDA. At the present time, no zoning permits have been issued for any residential dwelling units on the Property; therefore, no contributions have been made for Proffer III.M.

**M. Fund to Accelerate Construction of Gloucester Parkway without a CDA.**
If within eighteen (18) months of the approval of this rezoning application ZMAP 2008-0021, the Board has not created a CDA for the Property to fund the road and transportation improvements described in Proffer III.C., then the Owner shall make a cash contribution to the County in the amount of $24,538.00 for each residential dwelling unit, exclusive of the ADU Equivalent Units and the nine percent (9%) of Unmet Housing Needs Units to be affordable for purchase or rental by households whose income does not exceed thirty percent (30%) of AMI.

Such contributions shall be paid at the time of issuance of the zoning permit for each such residential dwelling unit constructed on the Property. If, at the end of said eighteen- (18) month period, any zoning permits for residential dwelling units have previously been issued, the cash contribution amounts payable for such units pursuant to the preceding paragraph shall at that time be due and payable. The County shall collect and hold such contributions in a separate interest-bearing account (the "Gloucester Parkway Fund") to be used solely for construction of the extension of Gloucester Parkway described in Proffers III.C. and III.D. At such time as (i) the County elects to accelerate the construction of Gloucester Parkway by supplementing the funds accumulated in the Gloucester Parkway Fund with other available sources of funding that together will cover the entire cost of such extension of Gloucester Parkway, or (ii) the Owner elects to proceed with the construction of Gloucester Parkway in accordance with Proffer III.C. (should a CDA be created in the future) or in accordance with Proffer III.D., then all of the funds accumulated in the Gloucester Parkway Fund, with any accrued interest, shall be used to fund the construction of such extension of Gloucester Parkway. The amount of the cash contributions proffered in this paragraph shall be adjusted annually in accordance with changes to the CPI from a base year of 2010 (see Proffer VIII.C.). Any funds remaining or subsequently paid and deposited into the Gloucester Parkway Fund after all expenses of designing and constructing the extension of Gloucester Parkway have been paid, shall be used by the County for regional road and/or transportation and/or capital facilities improvements in the vicinity of the Project.

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Name of Segment: Lexington Drive (#15)

Segment Location: Atwater Drive to Russell Branch Parkway

Category: Missing Link

Estimated Cost: $3,321,000

Funding Options: There are no funds currently allocated for this section of Lexington Drive

Summary

Right-of-Way: There are no proffers or conditions that provide right-of-way dedication for this portion of Lexington Drive.

Construction: There are no proffers or conditions that provide for construction of this portion of Lexington Drive.

Funding Sources: There are no proffers or conditions that provide cash contributions for this project.

Current Status: There are no proffers for right of way and there are no cash proffers or construction proffers for this project. A funding source would have to be identified to move this project forward.
SEGMENT #15: LEXINGTON DRIVE (ATWATER DRIVE TO RUSSELL BRANCH PKWY)

ROW STATUS:
PIN 057-27-8575
SUBJECT TO ASHBROOK ZMAP-1994-0012, WHICH LIMITED THE DEDICATION OF ROW FOR LEXINGTON DR. TO THE SEGMENT BETWEEN ROUTE 7 AND ATWATER DR. NO PROFFERS FOR THE DEDICATION BETWEEN ATWATER DR AND RUSSELL BRANCH PKWY.

PROFFER INFORMATION:
ASHBROOK PROFFER 8.5 PROVIDED FOR CONSTRUCTION FROM RT 7 TO A POINT APPROXIMATELY 1,000 FT SOUTH. NO PROFFERS PROVIDE FOR CASH CONTRIBUTIONS, DESIGN OR CONSTRUCTION OF THIS SEGMENT FROM ATWATER DR TO RUSSELL BRANCH PKWY.
Proffer/Condition Analysis

ROW Status:
PIN #057-27-8575, Loudoun Intertech Development Corp
This property is subject to the proffers of Ashbrook, ZMAP 1994-0012, which limited the dedication of right-of-way for Lexington Drive to the segment between Route 7 and Atwater Drive. There is no provision in the Ashbrook proffers for the dedication Lexington Drive between Atwater Drive and Russell Branch Parkway.

Proffer Information – Construction and Cash in Lieu:
Ashbrook Proffer B.5 provided for the construction of Lexington Drive from Route 7 to a point approximately 1,000 feet south, to an intersection with an internal street, which has been constructed as Atwater Drive. The Ashbrook proffers do not provide for the extension of Lexington Drive from Atwater Street to Russell Branch Parkway.

5. The Applicant will construct Lexington Drive as a four-lane divided roadway from its intersection with Route 7 to a point approximately 1000 feet south of that intersection such that it intersects with an internal street of the project. This proffer will be satisfied prior to the issuance of Zoning Permits for any residential dwelling units or office uses unless Russell Branch Parkway access to Ashburn Village Boulevard has, by then, been completed, in which event this improvement of Lexington Drive will be completed prior to the issuance of Zoning Permits for more than 500,000 gross square feet of office uses on the Property.

Proffer Information – Cash Contributions:
There are no proffers or conditions that provide cash contributions for the design and construction of this segment of Lexington Drive.

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Name of Segment: Loudoun County Parkway (Item #28)

Segment Location: Gloucester Parkway to W&OD Trail

Category: Bottleneck

Estimated Cost: $3,780,000

Funding Options: This road improvement is proffered by the developer of Beaumeade North; therefore, there are no County or state funds allocated for this project.

Summary

Right-of-Way:
It appears that the right-of-way currently exists for this project.

Construction:
The additional half section of Loudoun County Parkway between Gloucester Parkway and the W&OD Trail will be constructed by the owner of Beaumeade North pursuant to ZRTD 2011-0007. Construction is to commence by July 17, 2015 or prior to issuance of the zoning permit for second building on the subject property.

Funding Sources:
No County or state funding has been identified for this project.

Current Status: The developer of Beaumeade North has submitted updated Construction Plans and Profiles (CPAPs) to the Virginia Department of Transportation (VDOT) for review. Upon receipt of VDOT approval, the developer has indicated it is their intention to move forward to utility relocation and construction, possibly in the 2013 construction season.
SEGMENT # 28: LOUDOUN COUNTY PKWY (GLOUCESTER PKWY TO W&OD TRAIL)

ROW STATUS:
PIN # 060-30-7119, BEAUMEADE ASSOCIATES
SUBJECT TO ZRTD-2011-0007 PROFFERS. ROW PREVIOUSLY
DEDICATED WITH PLAT CABINET A SLOT 193, PG 5 DB 1102,
PG 24, WHICH WAS AMENDED BY INSTRUMENT #200309080117687

ZRTD-2011-0007

ROW STATUS:
PIN # 042-36-3888, REDSKIN PARK INC F/K/A BRYNLEY CORP
ROW PREVIOUSLY DEDICATED WITH PLAT CABINET A SLOT
193, PG 5 DB 1102, PG 24, WHICH WAS AMENDED BY
INSTRUMENT #200309080117687

PROFFER INFORMATION:
ZRTD-2011-0007 PROFFER 4 PROVIDES FOR CONSTRUCTION OF THIS SEGMENT.
TWO CONSTRUCTION TRIGGERS IN THE PROFFER. ROAD IMPROVEMENT IS CURRENTLY
BONDED WITH CPAP-1996-0003, A PORTION OF WHICH WAS CONSTRUCTED BY OTHERS.
NO PROFFERS/CONDITIONS PROVIDE CASH CONTRIBUTIONS FOR THIS SEGMENT.
Proffer/Condition Analysis

ROW Status:
PIN #060-30-7119, Beaumeade Associates LLLP
This property is subject to the proffers for Beaumeade North, ZRTD 2011-0007, which was approved by the Board of Supervisors on July 17, 2012. Right-of-way for Loudoun County Parkway was previously dedicated as shown on the plat filed in cabinet A, slot 193, page 5; deed recorded in deed book 1102, page 44, which was subsequently amended by instrument #200309080117687.

PIN #042-36-3888, Redskin Park Inc F/K/A/Byrnley Corp
Right-of-way for Loudoun County Parkway was previously dedicated as shown on the plat filed in cabinet A, slot 193, page 5; deed recorded in deed book 1102, page 44, which was subsequently amended by instrument #200309080117687.

Proffer Information – Construction and Cash in Lieu:
As stated in the proffer text below, Beaumeade North, ZRTD 2011-0007, Proffer 4 provides for the construction of this segment of Loudoun County Parkway. Construction is to commence prior to the earlier to occur: three years following approval of ZRTD 2011-0007, which will be July 17, 2015, or the approval of a zoning permit for the second building on PIN #060-30-7119. It is noted that this road improvement is currently bonded with CPAP 1996-0103, a portion of which has been previously constructed by others.

4. The Owner shall make timely application for and shall diligently pursue and carry out all actions necessary to obtain all governmental and/or regulatory permits and/or approvals necessary to allow Owner to commence and complete the construction of the Loudoun County Parkway (“LCP”) as a four-lane divided section as provided herein. Provided that all required permits and/or approvals are issued by the applicable governing, regulatory bodies to allow construction in accordance herewith, the Owner shall complete the construction of Loudoun County Parkway (“LCP”) as a four-lane divided section (the “Work”) consistent with the approved construction plans and profiles prepared by Patton, Harris, Rust & Associates and designated as County application CPAP 1996-0103 (the “CPAP”), (a portion of which has been previously constructed by others), on the following terms and conditions:

(a) The segment of LCP covered by the Work extends from a point north of the existing Washington and Old Dominion (W&OD) Trail crossing at approximate station 50+00 to Gloucester Parkway at approximate station 74+00.

(b) A notice to proceed with respect to the Work shall have been issued by the Owner for the Work, with a copy of such notice delivered to the Loudoun County Zoning Administrator, prior to the earlier to occur of (i) Three (3) years following the approval by the Loudoun County Board of Supervisors of ZRTD 2011-0007 (Beaumeade North Parcel C); or (ii) The approval of a zoning permit for the second building on Tax Map # 80/13// CV (PIN # 060-10-7119) as such parcel exists as of the date of this Proffer Statement, and thereafter the Work shall be diligently pursued to completion.

(c) The Work shall include the following VDOT requested changes: (i) CG-12 curb ramps shall be installed per current VDOT regulations; (ii) any new pavement installed shall meet current VDOT standards; and (iii) the existing median nose of the west approach of Gloucester Parkway shall be adjusted to accommodate the four-lane divided section of LCP.
**Proffer Information – Cash Contributions:**
There are no proffers or conditions that provide cash contributions for this roadway segment.

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Name of Segment: North Collector Road (Item #22)

Segment Location: Tamarack Ridge Square to Lakeland Drive

Category: Missing Link

Estimated Cost: $268,000 (based on County bond estimate)

Funding Options: There are no funds currently allocated to this road improvement

Summary

Right-of-Way:
The necessary right-of-way for the North Collector Road has been reserved and is proffered to be dedicated upon request by the County.

Construction:
This improvement will be constructed by the developer of Richland Business Center who has been working with the County and VDOT to direct funds that he would have spent on the signalization of Cedar Drive and Route 7 to the construction of the North Collector Road segment between Tamarack Ridge Square and Lakeland Drive.

Funding:
No County or state funding has been identified for this project.

Current Status: The developer is working with VDOT to obtain permits and has indicated he will be moving the project to construction.
Proffer/Condition Analysis

ROW Status:
PIN #013-17-5814, Richland Investment Group LLC
This property is subject to the proffers of Richland Business Center, ZMAP 2002-0010. Proffer 7 as clarified provides for a 50 foot reservation for the Route 7 North Collector Road. The right-of-way reservation is shown on site plan that was approved for development of the property, STPL-2004-0106

7. RIGHT OF WAY OR PUBLIC USE RESERVATION. The Applicant shall reserve a 50-foot wide right of way along the northern Property boundary running between the Maple Leaf Place right-of-way to the west and the Cedar Drive right-of-way to the east, as shown on Sheet 4 of the CDP, for the Route 7 North Collector Road as currently shown on the Countywide Transportation Plan. The right-of-way reservation shall be recorded among the land records of Loudoun County prior to issuance of the first zoning permit for the building. The Applicant may install landscaping within this right-of-way reservation, but no structures may be constructed or installed within the right-of-way reservation. Underground utilities may be installed only in a perpendicular direction across the right-of-way reservation and shall not be permitted in a linear direction within the right-of-way area. The Applicant will dedicate this reserved right-of-way in fee simple, and at no cost to the County, upon written request of the County, at any time after construction plans and profiles for the roadway have been prepared by or are submitted to the County or the Virginia Department of Transportation (VDOT). This reservation also may be dedicated for other public use purposes as deemed appropriate by the County upon written request for such dedication by the County. Forty (40) years after the date of recordation of the deed creating the right-of-way or public use reservation, unless the County shall have previously requested the dedication, the obligation to reserve and dedicate this right-of-way or public use area shall terminate and the property included in the reserved right-of-way or public use area shall become permanent open space as shown on Sheet 6 of the CDP. Notwithstanding the foregoing provision, the obligation to reserve and dedicate this right-of-way or public use reservation shall terminate and the Property included in this reserved right-of-way or public use area shall become permanent open space in the event the Board of Supervisors adopts an amendment to the Countywide Transportation Plan deleting the planned Route 7 North Collector Road and in the event the Board of Supervisors adopts a resolution stating that the public use area no longer needs to be reserved.

Proffer Information – Construction and Cash in Lieu:
In 2009, the developer of Richland Business Center, Mike Nikzad, approached the County with his desire to construct the planned North Collector Road and expressed his desire to use the funds that he would otherwise spend on the signalization of Cedar Drive and Route 7, which was required pursuant to Proffer 9. A proffer performance bond was posted in the amount of $213,850 for the proffer traffic signal. Based on a traffic study performed for the Route 7 corridor study, VDOT no longer recommends the installation of a traffic signal at Route 7/Cedar
Lake Drive. Pursuant to Proffer 9.c.(ii), if VDOT determines the traffic signal is not deemed necessary or desirable, the Applicant shall contribute a cash amount equal to the estimated installation cost for the signal, less the current balance in the Cedar Lake account. Mr. Nikzad designed the extension of the North Collector Road (SPAM-2011-0043), which is conditionally approved pending the recordation of the dedication plat, DEDI-2011-0019 and resolution of site distance easements.

9. ROUTE 7/CEDAR DRIVE TRAFFIC SIGNAL.

a.) The Applicant shall install a traffic signal at the intersection of Route 7 and Cedar Drive when warranted by VDOT as a regional transportation contribution. The Applicant’s agreement to install the signal, as set forth in this proffer, is based on its understanding that, upon installation by the Applicant and subsequent acceptance of the traffic signal for maintenance by VDOT, the Applicant shall be entitled to receive the funds on deposit with the County that have been contributed specifically for the Route 7/Cedar Drive traffic signal. The Applicant understands that there is currently on deposit with the County a balance in an account referred to as LMIS Proffer Sequence Number 98071785, contributed by the Shops at Cedar Lake under Condition #2 of Special Exception SPEX 1996-0014, contributed specifically for the Route 7/Cedar Drive traffic signal (the “Cedar Lake Account”).

b.) Prior to approval of the first site plan for the Property, the Applicant shall provide the County with an acceptable traffic signal warrant analysis to be reviewed by the County and VDOT for the Route 7/Cedar Drive intersection, which shall include current traffic counts by movement and the projected traffic generated by the Applicant’s development. No Zoning Permit shall be issued until after VDOT has made its determination as to the necessity and desirability of the installation of the signal.

c.) Prior to issuance of the first Zoning Permit for the building:

   (i.) If, based upon the above traffic signal warrant analysis, VDOT determines that the signal is warranted and VDOT agrees that a signal should be installed at this intersection, the Applicant shall commence the design/installation process for the traffic signal. The initial Occupancy Permit for the building shall not be issued until the signal has been installed. Notwithstanding the foregoing, if the Zoning Administrator determines that the Applicant has diligently pursued the traffic signal installation process since the date of approval of the site plan, then the Applicant may obtain the initial Occupancy Permit upon furnishing a bond satisfactory to the County to guarantee completion and acceptance of such installation.

   (ii) If VDOT determines that a traffic signal is not warranted based upon the above traffic signal warrant analysis, or otherwise
d.) The cash contribution may be used for transportation improvements including but not limited to signalization of the Route 7/Cedar Drive intersection (when warranted in the future); closing the median break at the Route 7/Cedar Drive intersection; construction of the Route 7 North Collector Road; construction of a pedestrian trail or sidewalk along Route 7; or other regional transportation improvements in the vicinity, at the discretion of the County.

Condition Information – Cash Contributions:
Condition 2 of the approved special exception application for Cedar Lake Center, SPEX-1996-0014, provides for a contribution of $40,000 toward the costs of a traffic signal at the intersection of Route 7/Cedar Lake Drive. The current balance of this fund is $59,817 (LMIS sequence #98071785). The Board of Supervisors could consider applying these funds from a nearby special exception, to the construction of the North Collector Road.

2. The applicant shall contribute $40,000 toward the cost of a signal to be located at the intersection of Cedar Drive and Route 7 prior to zoning permit issuance for the initial drive-through facility.

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Name of Segment: Pacific Boulevard (#31)

Segment Location: Between Gloucester Parkway and Severn Way

Category: Bottleneck

Estimated Cost: $2,295,000

Funding Options: This improvement is proffered to be constructed by the owner of Kincora; therefore, no funds have been identified for it.

Summary

Right-of-Way:
Kincora Village Center has proffered to dedicate the necessary on-site right-of-way and acquire the off-site right-of-way

Construction:
The Kincora proffers provide for the construction of Pacific Boulevard to be done in phases tied to the development of the property. The owner of Kincora, NA Dulles Real Estate Investor LLC, worked with the Industrial Development Authority of Loudoun County to secure a loan from the Virginia Transportation Infrastructure Bank (VTIB), which will expedite the construction of its proffered improvements to Pacific Boulevard. It is also noted that pursuant to a settlement between VDOT and NA Dulles Real Estate Investor LLC, VDOT is constructing two additional lanes of Pacific Boulevard from Gloucester Parkway to the southern property line of NA Dulles.

Funding:
There are no funds on hand or pledged to the County to provide for the expansion of this portion of Pacific Boulevard.

Current Status: The developer of Kincora has indicated if the VTIB loan closes in 2012, it is their intent to begin design in early 2013 and construction in late 2013. If the loan does not close, the proffers call for construction to be done in phases tied to the development of the project. The proffers do contain a cash in lieu of provision in the event the improvements are constructed by others.
SEGMENT # 31: PACIFIC BLVD (GLOUCESTER PKWY TO SEVERN WAY)

ROW STATUS:
PIN #042-29-6582 & #041-29-8238
ZMAP-2008-0021 PROVIDES FOR ON-SITE DEDICATION TO BE DONE IN PHASES.
PROFFER II LE PROVIDES FOR OWNER TO MAKE GOOD FAITH EFFORT TO ACQUIRE ROW.

PROFFER INFO:
ZMAP-2008-0021 PROFFER III PROVIDES FOR VARIOUS IMPROVEMENTS. OWNER WORKED
WITH IDA TO SECURE A LOAN FROM VTB TO EXPEDITE CONSTRUCTION. PER A SETTLEMENT
BETWEEN VDOT & NA DULLES REAL ESTATE INVESTOR LLC, VDOT IS CONSTRUCTING 2 ADDITIONAL LANES OF
PACIFIC BLVD FROM GLOUCESTER PKWY TO SOUTHERN PROPERTY LINE OF NA DULLES. PROFFER III.G PROVIDES
FOR CASH EQUIVALENT CONTRIBUTION.
EXISTING SECTION BETWEEN SOUTHERN BOUNDARY OF
KINGORA AND SEVERN WAY WAS CONSTRUCTED
BY DEVELOPER OF RAVERTON WEST PER SPFI-1987-0030

ROW STATUS:
PIN #042-28-7250
ROW DEDICATION OF 30 FT DONE IN DB 917 PG 719.

ROW STATUS:
PIN #042-29-2950
ROW DEDICATION OF 30 FT FROM CENTERLINE
RECORDED IN DB 917, PG 586 PER SPEX-1988-0008
CONDITION #5

ROW STATUS:
PIN #042-29-6413
ROW RECORDED IN DB 648, PG 719
SPEX-1989-0042 PROVIDED FOR 15 FT RESERVATION OF ROW. SPEX USE NOT COMMENCED, NOR ADDITIONAL ROW RESERVED.

ROW STATUS:
PIN #042-29-2913
ROW DEDICATION RECORDED IN DB 648, PG 719
ROW Status:
PIN # 042-29-6582 and 041-29-8238, NA Dulles Real Estate Investor LLC
This parcel is subject to the proffers of Kincora Village Center, ZMAP 2008-0021, which provides for the on-site dedication of Pacific Boulevard to be done in phases as specified in the proffer statement. Proffer III.E provides for the owner to make a good faith effort to acquire the necessary off-site right-of-way for Pacific Boulevard.

042-29-2950, M G K Inc.
Right-of-way dedication of 30 feet from centerline was recorded on 10/31/1986 in deed book 917, page 586. This dedication was made pursuant to Condition 5 of the Staverton West Lot 6A special exception application, SPEX 1988-0008.

042-29-2913, Staverton East LLC
Right-of-way dedication for this section of Pacific Boulevard was recorded on 9/16/1976 in deed book 648, page 719. At that time, the road was known as Derwent Close.

042-28-7250, Staverton West LLC
Right-of-way dedication of 30 feet from centerline was recorded on 10/31/1986 in deed book 917, page 586.

042-28-6413, B D C TECH II LLC
Right-of-way dedication for this section of Pacific Boulevard was recorded on 9/16/1976 in deed book 648, page 719. At that time, the road was known as Derwent Close.

There is a special exception application that was approved by the Board of Supervisors on February 6, 1990, SPEX 1989-0042, Staverton West Tech II Restaurant, which provides for the reservation of 15 feet of right-of-way for future dedication at no public cost for Pacific Boulevard. A restaurant has not been constructed on this site; therefore, the special exception use has not commenced, nor has the additional right-of-way been officially reserved. However, the special exception application remains valid because the property is subject to the 1972 Zoning Ordinance

Proffer Information – Construction and Cash in Lieu:
- Kincora, ZMAP 2008-0021, Proffer III (attached) provides for various transportation improvements, including the expansion of Pacific Boulevard from the southern property boundary to Gloucester Parkway. The owner of Kincora, NA Dulles Real Estate Investor LLC, worked with the Industrial
Development Authority of Loudoun County to secure a loan from the Virginia Transportation Infrastructure Bank (VTIB), which will expedite the construction of its proffered improvements to Pacific Boulevard. It is also noted that pursuant to a settlement between VDOT and NA Dulles Real Estate Investor LLC, VDOT is constructing two additional lanes of Pacific Boulevard from Gloucester Parkway to the southern property line of NA Dulles. Kincora Proffer III.G provides for a cash equivalent contribution if any of the proffered transportation improvements are constructed or bonded for construction by others, except for the portions of Pacific Boulevard that are constructed in association with STEX-2008-0054.

- Staff believes that the existing section of Pacific Boulevard between the southern boundary of Kincora and Severn Way was constructed by the developer of Staverton West in accordance with the final site plan, SPFI 1987-0030, and pursuant to Condition 7 of the Staverton West Lot 7A special exception application, STEX 1989-0029.

7. Complete the half section improvement (26 ft. from face of curb to centerline) of the Pacific Drive frontage.

Proffer Information – Cash Contributions:
There are no cash contributions that were proffered or conditioned for this portion of Pacific Boulevard.

Disclaimer:
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Name of Segment: Pacific Boulevard (Item #32)

Segment Location: Between Russell Branch Parkway and Gloucester Parkway

Category: Missing Link

Estimated Cost: $20.6M

Funding Options: This improvement is proffered to be constructed by the owner of Kincora; therefore, no funds have been identified for it.

Summary

Right-of-Way:
On the west side of the Broad Run, the right-of-way for the extension of Russell Branch Parkway/Pacific Boulevard is only available from one parcel; right-of-way will need to be acquired from four parcels. Kincora Village Center is located on the east side of the Broad Run and has proffered to dedicate the necessary right-of-way and also proffered to make a good faith effort to acquire the necessary off-site right-of-way. A portion of Pacific Boulevard has been dedicated on-site, just north of Gloucester Parkway.

Construction:
The Kincora proffers and special exception conditions provide for the construction of Pacific Boulevard to be done in phases tied to the development of the property. The owner of Kincora, NA Dulles Real Estate Investor LLC, worked with the Industrial Development Authority of Loudoun County to secure a loan from the Virginia Transportation Infrastructure Bank (VTIB), which will expedite the construction of its proffered improvements to Pacific Boulevard. It is also noted that pursuant to a settlement between VDOT and NA Dulles Real Estate Investor LLC, VDOT is constructing a four lane divided extension of Pacific Boulevard from Gloucester Parkway, curving eastward to appoint sufficiently beyond the eastern limits of the Broad Run Floodplain.

Funding Sources:
There are no funds allocated for the expansion and extension of this segment of Pacific Boulevard.

Current Status: The developer has indicated it is their intent, if the VTIP loan goes to closing in 2012, to begin construction in 2013. There is a cash in lieu provision in the proffers in the event to improvements are built by others.
SEGMENT # 32: PACIFIC BOULEVARD (RUSSELL BRANCH PKWY TO GLOUCESTER PKWY)

ROW STATUS:
PIN: # 041-29-6238
ZMAP-2008-0021 KINCORA PROFFER III.E.
PROFFER INFORMATION:
ZMAP-2008-0021 PROFFER III EXPANSION OF PACIFIC BLVD FROM SOUTHERN BOUNDARY TO GLOUCESTER PKWY.
KINCORA OWNER WORKED WITH IDA TO SECURE LOAN FROM VTB TO EXPEDITE CONSTRUCTION.
PROFFER III.G PROVIDES FOR CASH EQUIVALENT CONTRIBUTION IF CONSTRUCTED OR BONDED BY OTHERS, EXCEPT FOR PORTIONS CONSTRUCTED WITH SPEX-2008-0054.

ROW STATUS:
NOT SUBJECT TO ANY PROFFERS OR CONDITIONS. THEREFORE, NO ROW RESERVED OR DEDICATED.

PROFFER INFORMATION:
KINCORA SPEX-2008-0054 CONDITION #24 PROVIDES FOR CONSTRUCTION FROM GLOUCESTER PKWY TO NORTHERNMOST ENTRANCE PRIOR TO FIRST SITE PLAN APPROVAL FOR THE REC FACILITY OR SITE PLAN FOR OFFICE GREATER THAN 300,000 SQ. FT.
NO DEVELOPMENT, CONDITION PENDING.

PROFFER INFORMATION:
KINCORA SPEX-2008-0054 CONDITION #23 PROVIDES FOR ROW DEDICATION FROM GLOUCESTER PKWY TO NORTHERNMOST ENTRANCE ON PACIFIC BLVD.

KINCORA PROFFER III.E.
PROFFER INFORMATION:
ZMAP-1987-0030 PROFFER #6
DEDICATION OF 70 FT ROW PLUS RESERVATION OF ADDITIONAL 20 FT ROW. 70 FT ROW RECORDED 1/9/89 WITH DB 1023, PG 164
PROFFER #8 PROVIDES FOR CASH IN LIEU FOR 3RD LN ON RT 7 ACROSS PROPERTY FRONTAGE. VDOT CONDUCTED 50% CONTRIBUTION OWED TO COUNTY. PROFFER #11 PROVIDES CASH CONTRIBUTION OF $.60 PER FAR FT IN EACH BUILDING, NOT TO EXCEED A TOTAL OF 100,800.
Proffer/Condition Analysis

ROW Status:
PIN #040-38-7478, Khashayar Tavakoli
This property is subject to the proffers of West Pointe Office Park, ZMAP 1987-0030, which was approved by the Board of Supervisors on July 18, 1988. Proffer 6 provides for dedication of a 70 foot right-of-way for an east-west road through the property, plus a reservation for an additional 20 feet of right-of-way. This proffered east-west service road is now known as Russell Branch Parkway to the west of the property. A deed was recorded on January 9, 1989 in deed book 1023, page 164 that dedicated 70 feet of right-of-way through this parcel.

6. The applicant shall dedicate, upon request, to the County and/or State for public use, a seventy (70) foot right-of-way, having an alignment mutually acceptable to the County and applicant, running in an east-west direction in the general location shown on the Concept Plan. This right-of-way shall connect with the east-west service road south of Route 7 at the western boundary of subject property and shall provide applicant with initial access to Route 7 through the existing alignment of east-west service road on the properties known as Cross Creek Business Center and Loudoun Square immediately to the west of subject property.

The developer of Cross Creek Business Center will be constructing an extension of the east-west service road within its property to its eastern boundary line. The applicant will construct, at the time of development, a continuation of the east-west service road across applicant's property in the right-of-way mentioned in the immediately preceding paragraph. The segment of the east-west service road to be constructed on applicant's property shall be constructed to Virginia Department of Transportation ("VDOT") standards at a width of 52’ from face of curb to face of curb from its western boundary line to its eastern boundary line. Said road improvements shall be bonded at the time of subdivision or site plan approval, whichever occurs first.

If, and only if, at the time of development of subject property the east-west service road has already been constructed within the 70 foot right-of-way by others, applicant shall provide the County with a cash equivalent contribution in an amount equal to the cost of aforesaid improvements. Applicant shall make such cash contribution in lieu of posting the bond mentioned in the preceding paragraph but shall not be required to make said contribution prior to the earlier of obtaining site plan approval or subdivision approval.
In addition to the aforementioned 70 foot right-of-way, applicant shall reserve, and dedicate upon request, an additional 20 feet of right-of-way, 10 feet on each side of the 70 foot right-of-way, for the future widening of that portion of the east-west service road through the applicant's property. This reservation shall be in force until such time as the County of Loudoun requests the dedication of the additional 20 feet of right-of-way for construction of the widening of the east-west service road, at which time the applicant shall dedicate the additional 20 feet of right-of-way to the County. Nothing contained herein shall prohibit the applicant from petitioning to have such reservation or such dedication vacated should the applicant be advised by the County that said reserved/dedicated additional 20 feet of right-of-way will not be needed for the widening of the east-west service road.

The applicant shall not lose density credit for the land area comprising the additional 20 feet of right-of-way reservation. Further, set backs for parking and buildings from the east-west service road shall be calculated from the 70 foot right-of-way line.

PIN #040-39-0661, Alfred E. & Mary C. Hurley
This property is not subject to any proffers or conditions; therefore, right-of-way for the extension of Pacific Boulevard has not been reserved nor dedicated.

PIN #040-39-1727, Mehdi & F. Chizari Pahlavani
This property is not subject to any proffers or conditions; therefore, right-of-way for the extension of Pacific Boulevard has not been reserved nor dedicated.

PIN #040-39-5426, Mehdi & F. Chizari Pahlavani
This property is not subject to any proffers or conditions; therefore, right-of-way for the extension of Pacific Boulevard has not been reserved nor dedicated.

PIN #040-39-8734, Loudoun County Board of Supervisors
This property is not subject to any proffers or conditions; therefore, right-of-way for the extension of Pacific Boulevard has not been reserved nor dedicated.

PIN #041-29-8238, NA Dulles Real Estate Investor LLC
This parcel is subject to the proffers of Kincora Village Center, ZMAP 2008-0021, which provides for the on-site dedication of Pacific Boulevard to be done in phases as specified in the proffer statement. Proffer III.E provides for the owner to make a good faith effort to acquire the necessary off-site right-of-way for Pacific Boulevard. (Refer to Item 31 for a copy of the Kincora transportation proffers.) A portion of the right-of-way for Pacific Boulevard has been dedicated just north of Gloucester Parkway; the corresponding instrument number for the plat is 20120131-007697.
Additionally, this parcel is subject to the conditions of approval for the Kincora Village – Office/Recreational Complex special exception application, SPEX 2008-0054, which was approved by the Board of Supervisors on July 21, 2009. Condition 23 provides for right-of-way dedication from Gloucester Parkway to the northernmost entrance on Pacific Boulevard that is shown on the SPEX plat. This right-of-way dedication is to be provided upon request by the County or prior to site plan approval for the special exception use.

23. Pacific Boulevard Right-of-way Dedication. Prior to approval of (1) the first site plan for any Special Exception Use or at the request of the County, the Applicant shall dedicate to the County, at no cost to the County, sufficient right-of-way, as shown on the SPEX Plat, for construction of a full four (4) lane divided section of Pacific Boulevard, including applicable turn lanes and easements, from Gloucester Parkway to the northernmost entrance from Pacific Boulevard into the Property as shown on the SPEX Plat.

Proffer Information – Construction and Cash in Lieu:

- West Pointe Office Park Proffer 6 provides for construction of the east-west road at time of development. The road improvements are to be bonded at time of subdivision or site plan approval, whichever occurs first. The property has not yet been developed. Proffer 6 also provides for cash in lieu contribution if the east-west service road is constructed by others.

- Kincora, ZMAP 2008-0021, Proffer III provides for various transportation improvements, including the extension of Pacific Boulevard as a four lane median divided road from Gloucester Parkway northward to connect with the current terminus of Russell Branch Parkway. The owner of Kincora, NA Dulles Real Estate Investor LLC, worked with the Industrial Development Authority of Loudoun County to secure a loan from the Virginia Transportation Infrastructure Bank (VTIB), which will expedite the construction of its proffered improvements to Pacific Boulevard. It is also noted that pursuant to a settlement between VDOT and NA Dulles Real Estate Investor LLC, VDOT is constructing a four lane divided extension of Pacific Boulevard from Gloucester Parkway, curving eastward to appoint sufficiently beyond the eastern limits of the Broad Run Floodplain.

- Kincora Proffer III.G provides for a cash equivalent contribution if any of the proffered transportation improvements are constructed or bonded for construction by others, except for the portions of Pacific Boulevard that are constructed in association with SPEX-2008-0054.

- Kincora, SPEX-2008-0054, Condition 24 provides construction of four lanes of Pacific Boulevard from Gloucester Parkway to the northern most entrance prior to first site plan approval for the recreational facility or the site plan for office uses that results in more than 300,000 square feet of office uses. This property has not yet been developed; therefore, this condition is pending.
24. Pacific Boulevard Construction. Prior to approval of (1) the first site plan for the recreational facility or (2) the site plan for office uses that would result in the aggregate of office uses on the Property exceeding 300,000 square feet, whichever occurs first, the Applicant shall construct, as shown on the SPEX Plat, the full four (4) lane divided section of Pacific Boulevard from Gloucester Parkway to the northernmost entrance from Pacific Boulevard into the Property and including applicable turn lanes and easements, sidewalks, and a multipurpose trail. Such road shall be open to public traffic prior to issuance of the first occupancy permit for (1) the recreational facility or (2) office uses that would result in the aggregate of office uses on the Property exceeding 300,000 square feet, whichever occurs first. If the first site plan for the Property does not include the recreational facility or office uses that would result in the aggregate of office uses on the Property exceeding 300,000 square feet, then, prior to approval of the first site plan for the Special Exception Area, the Applicant shall construct a half-section of Pacific Boulevard including necessary turn lanes, easements, sidewalks, and a multi-purpose trail, subject to approval by VDOT and the County. Such road shall be open to public traffic prior to issuance of the first occupancy permit for a Special Exception Use on the Property.

Proffer Information – Cash Contributions:
- West Pointe Office Park Proffer 11 provides for a cash contribution of $.60 per FAR foot in each building that is constructed on the property, not to exceed a total of $100,800; this contribution is to be used by the County for improvements to Route 7 in the vicinity of the Property. The County has not received any contributions for Proffer 11 because no buildings have been constructed on the property. In the future, if the County does not plan to improve Route 7, the County may desire to exercise the provisions of the Code of Virginia §15.2-2303.2(C) to use these contributions for an alternative improvement.

11. Applicant agrees to make a cash contribution to the County in an amount not to exceed $100,800.00 in the aggregate for a Fund for Route 7 to be used by the County for certain improvements to Route 7 in the vicinity of subject property to include a pro-rata contribution to the signalization of Route 7 at the Loudoun Square intersection. The total amount to be contributed by applicant shall be determined by the total amount of FAR square footage to be constructed on the property, but in no event shall the amount exceed $100,800.00. Contributions to the Fund shall be made at the time of issuance of zoning permits for each building to be constructed on the Property and the amount contributed shall be computed at the rate of $.60 per FAR Foot in each building. For example, if applicant intends to construct a building having 40,000 FAR square feet, applicant shall contribute $24,000.00 (40,000 FAR Feet x $.60/FAR Foot) to the Fund. In the event applicant constructs only 100,000 FAR square feet on the
entire site, the total contribution to the Fund shall be $60,000.00 (100,000 FAR Feet x $.60/FAR Foot).

- West Pointe Office Park Proffer 8 provides for cash in lieu of construction contribution for one additional travel lane (third lane) on Route 7 across the property’s frontage. Since VDOT constructed the third lane, this contribution will be owed to the County prior to site plan or subdivision approval.

8. In addition, the applicant will at the time of first subdivision or first site plan approval, whichever is first in time, provide for a performance bond to guarantee construction of one additional lane of Route 7 across the frontage of the property and shall construct said one lane of Route 7 across the frontage of the property to the VDOT specifications and requirements at the time of development of the property.

If, and only if, at the time of development of subject property, the additional lane of Route 7 across the frontage of the property has already been constructed and paid for by others, the applicant shall provide the County with a cash equivalent in an amount equal to the cost of aforesaid improvements. Applicant shall make such cash contribution in lieu of posting the bond mentioned in the preceding paragraph but shall not be required to make said contribution prior to the earlier of obtaining site plan approval or subdivision approval.

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Name of Segment: Route 7/Riverside Parkway Overpass (#11)

Segment Location: Intersection of Route 7/Riverside Parkway
Category: Bottleneck
Estimated Cost: $25M
Funding Options: There are no funds currently allocated for the Riverside Parkway overpass.

Summary

Right-of-Way:
North of Route 7, 120 feet of right-of-way exists for Riverside Parkway. South of Route 7, there are no proffers or conditions that provide right-of-way for Riverside Parkway.

Construction:
There are no proffers or conditions that provide for construction of the Riverside Parkway overpass.

Funding Sources:
There are no proffers or conditions that provide cash contributions specifically for the construction of the Riverside Parkway overpass.

Current Status: Based on staff findings above, this project would require right of way and funding to move forward.
SEGMENT #11: RIVERSIDE PARKWAY (OVERPASS AT ROUTE 7)

PIN 039-17-4565 (NW QUADRANT) DEVELOPED UNDER UNIVERSITY CENTER. ROW OF 120 FT DEDICATED FOR RIVERSIDE PKWY TO RT 7 WITH PLAT OF CORRECTION, UNIVERSITY CENTER PH 1, DB 1093, PG 346.

PIN 039-17-8435 (NE QUADRANT) DEVELOPED UNDER UNIVERSITY CENTER. ROW OF 120 FT DEDICATED FOR RIVERSIDE PKWY TO RT 7 WITH PLAT OF CORRECTION, UNIVERSITY CENTER PH 1, DB 1093, PG 346.

THE ORIGINAL REZONING FOR UNIVERSITY CENTER ZMAP-1992-0004 HAD PROFFERED A TRANSPORTATION PHASING PROGRAM. THIS WAS REMOVED WITH ZCPA-2000-0009. THEREFORE, NO PROFFERS PROVIDE CONSTRUCTION OR FUNDING FOR THE OVERPASS.

PIN 040-26-1613 SUBJECT TO ZMAP-1990-0001 COMMONWEALTH CENTER. NO PROFFERS PROVIDE FOR ROW OR CONSTRUCTION.
Proffer/Condition Analysis

ROW Status:

PIN #039-17-4565, George Washington University (NW quadrant)
This property was developed subject to the proffers of University Center. Right-of-way of 120 feet was dedicated for Riverside Parkway adjacent to this parcel, extending to Route 7, with a plat of correction for University Center Phase 1, which was recorded in deed book 1093, page 346.

PIN #039-17-8435, A&N Development (NE quadrant)
This property was developed subject to the proffers of University Center. Right-of-way of 120 feet was dedicated for Riverside Parkway adjacent to this parcel, extending to Route 7, with a plat of correction for University Center Phase 1, which was recorded in deed book 1093, page 346.

PIN #040-26-1613, Dulles Overlook (SE & SW quadrant)
This property is subject to the proffers of Commonwealth Center, ZMAP 1990-0001. There is no provision for right-of-way dedication or construction of the Riverside Parkway overpass in the proffers for Commonwealth Center.

Proffer Information – Construction and Cash in Lieu:
The original rezoning application for University Center, ZMAP 1992-0004, had a proffered transportation phasing program which included provision of funding for the design and funding for the North/South Collector Road (now known as Riverside Parkway) connector bridge over Route 7 at the east end of the property. The existing segment of Riverside Parkway located to the north of Bridgefield Way/Research Place was constructed as a phase 1 transportation improvement. The University Center transportation plan was removed in a subsequent zoning concept plan amendment, ZCPA 2000-0009. Therefore, there are no proffers that provide construction or funding for the Riverside Parkway overpass.

Proffer Information – Cash Contributions:
There are no proffers or conditions that provide cash contributions specifically for the construction of the Riverside Parkway overpass.

It is noted that there are two University Center cash proffer accounts that contain contributions that were paid to the University Center Transportation Trust Fund along with accrued interest (LMIS sequence numbers 95060274 and 97020062). The two proffer accounts have a current balance of $303,530; the use of these funds is subject to the University Center Transportation Trust Agreement dated January 21, 1991.

Additionally, a contribution of $1.1M was received for the Route 7/Loudoun County Parkway interchange pursuant to University Center, ZCPA 2006-0005, Proffer 7.A.1. With the addition of accrued interest, this proffer account has a current balance of $1,126,768 (LMIS sequence #99069099). Since the interchange has been constructed, the County should follow the provisions of the Code of Virginia §15.2-2303.2.C to utilize this cash proffer contribution for alternative improvements.

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Name of Segment: Riverside Parkway - Ashburn Village Boulevard to Lexington Drive (#9)

Segment Location: Ashburn Village Boulevard to Lexington Drive

Category: Missing Link

Estimated Cost: $3,321,000

Funding Options: No funds have been identified for the design and construction of this segment because it is a proffered segment.

Summary

Right-of-Way: Proffers associated with the Janelia Farm zoning concept plan amendment provide for dedication of the required right-of-way; however, dedication has not taken place at this time.

Construction: Construction is an option in Phase 3 of the Janelia Farm development (now Howard Hughes Medical Institute). Phase 3 triggers have not been met.

Funding Sources: Proffers associated with the Janelia Farm zoning concept plan amendment provide for construction of this segment.

Current Status: There are no cash proffers or triggered construction proffers for this road segment. A funding source would have to be identified to move this project forward.
SEGEMENT # 9: RIVERSIDE PKWY-ASHBURN VILLAGE BLVD TO LEXINGTON DRIVE

PIN 056-36-7444 HOWARD HUGHES MEDICAL INSTITUTE ROW HAS NOT BEEN DEDICATED OR RESERVED ZCPA-1997-0007 PROFFER 9 BAAN CAMPUS PROVIDES FOR ROW DEDICATION AND CONSTRUCTION. PROFFER 13 PROVIDES FOR PHASING PLAN. PROFFER 15 PROVIDES FOR CASH IN LIEU. COUNTY HAS NOT ACCEPTED ANY PROFFERS THAT PROVIDE CASH CONTRIBUTIONS FOR THIS SEGMENT.

RIVERSIDE PKWY MISSING LINK

Segment #9
Page 2
Proffer/Conditions Analysis

ROW Status:
PIN #056-36-7444, Howard Hughes Medical Institute (property owner for entire segment)
Right-of-way has not been dedicated or reserved.

Proffer Information – Construction and Cash in Lieu:
Baan Campus at Janelia Farm, ZCPA 1997-0007, Proffer 9 provides for the dedication of on-site right of way for the construction of Riverside Parkway.

9. Dedication of Janelia Farm Boulevard And Riverside Parkway.
Concurrent with the approval of the first zoning permit in the development of Phase 2, and in accordance with the terms of Proffer 13, the Owner shall dedicate, if it has not already been dedicated, the right of way and improvements to Janelia Farm Boulevard as described in Proffer 7, above. In addition, the Owner shall dedicate the necessary on-site right of way to provide for the construction of Riverside Parkway as shown on Exhibit B.

Exhibit B depicts Riverside Parkway, with a 120’ ROW, traversing the southern portion of the property from Lansdowne and extending northeastward to a connection with Brockett & Brockett. On June 15, 2010, the Board of Supervisors adopted the 2010 Revised Countywide Transportation Plan (CTP), which revised the alignment of Riverside Parkway, relocating it to a more southerly route through the Howard Hughes Medical Institute property.

Baan Campus at Janelia Farm Proffer 13 provides for the Phasing Plan which is tied to the completion of various transportation improvements. The Phase 1 improvements have been completed and Phase 2 has been fulfilled by the construction of Riverside Parkway as a four lane divided roadway from the Property entrance to Route 7 to Lansdowne. The Phase 3 improvements, which are required prior to issuance of zoning permits resulting in development of over 1,150,000 square feet (or such larger amount as may be approved in Phase 2), include the selection of another one of the improvement options listed in Phase 2, and the completion of the grade separated interchange at Route 7 and Ashburn Village Boulevard. The remaining Phase 2 transportation improvement options are constructing or bonding for construction of Riverside Parkway from the Route 7 Property entrance eastward to University Center (Option 2) and four-lane divided roadway connection from the Route 7 Property entrance to Potomac Farms Business Park (Option 3).

A proffer determination issued on January 24, 2011 (ZCOR-2010-0314) found that the Baan Campus at Janelia Farm proffer requirement to dedicate the remaining segment of Riverside Parkway may be fulfilled by dedicating the 120 foot right-of-way needed to construct Lexington Drive Extended/Riverside Parkway which is alignment shown on the 2010 CTP. Construction of this road as a four-lane divided roadway connection from the intersection of Riverside Parkway and Janelia Farm Boulevard to Potomac Farms Business Park will satisfy a portion of the Phase 3 transportation proffers.
The owner of the adjacent development, Lexington Seven, designed the extension of Lexington Drive westward from its current terminus to Riverside Parkway. The construction plans for Lexington 7, Lexington Drive Extension, CPAP 2010-0080, was approved on February 10, 2012. The two year bond amount is $1,580,000. A bond has not been posted for this road improvement.

Baan Campus at Janelia Farm Proffer 15 provides for cash in lieu contribution if any of the proffered road improvements are performed by others.

15. **Cash In Lieu Payments.** In the event that any one or more of the individual public roadway improvements, or traffic signals, proffered by the Owner herein is substantially performed by others prior to bonding for such construction by the Owner, then the actual paid and reasonable construction costs of such individual improvements is required to be provided by the Owner pursuant to this Proffer Statement. Such contribution shall be made by the Owner, and shall be placed in a fund established by the County for the provision of transportation improvements in the immediate vicinity of the Property, or if the County is a party to an applicable pro-rata reimbursement agreement, then to be paid pursuant to such agreement. For purposes of this proffer, immediate vicinity shall be deemed to mean within one mile of the Property. Such contributions in lieu of actual construction shall occur at the time specified in the applicable proffer for bonding or construction. The amount of said contributions shall be increased on a yearly basis starting from the time the improvement is bonded and changing annually thereafter based on the corresponding increase in the CPI until such contribution has been paid. No such contribution shall be made pursuant to these Proffers in the event that the proffered improvements are constructed as part of a private contract between the Owner and other parties.

**Proffer Information – Cash Contributions:**
The County has not accepted any proffers that provide cash contributions for this road segment.

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Name of Segment: Riverside Parkway (#10)

Segment Location: Lexington Drive to Loudoun County Parkway

Category: Missing Link

Estimated Cost: $5,535,000

Funding Options: There are no funds available for this segment of Riverside Parkway.

Summary

Right of Way:
There is no right-of-way available for this segment of Riverside Parkway. According to Note J of the 2010 Revised Countywide Transportation Plan, an alignment study will need to be performed to determine the ultimate alignment of Riverside Parkway in this vicinity.

Construction:
There is no proffered road construction for this segment of Riverside Parkway. The future alignment has not been determined pending an alignment study.

Funding Sources:
There are no funds available for this segment of Riverside Parkway.

Current Status: To move this project forward will require identifying a source of funding to undertake the alignment study. This project is number 5 on the Board of Supervisors Transportation Project Priority List adopted at the September 24, 2012 Retreat. If the Board would like to begin the alignment study for this road segment, staff should be directed to identify available regional road cash proffers or cash proffers that could be “flexed” for this project.
NOTE: ALIGNMENT OF RIVERSIDE PARKWAY IS SHOWN FOR ILLUSTRATIVE PURPOSES ONLY. AN ALIGNMENT STUDY NEEDS TO BE COMPLETED.

SEGMENT #10: RIVERSIDE PARKWAY (LEXINGTON DR TO LOUDOUN COUNTY PKWY)

NO ROW AVAILABLE AT THIS TIME. ACCORDING TO NOTE J OF THE 2010 REVISED CTP, AN ALIGNMENT STUDY WILL NEED TO BE PERFORMED TO DETERMINE THE ULTIMATE ALIGNMENT. ALIGNMENT SHOWN IS FOR ILLUSTRATIVE PURPOSES ONLY.
Proffer/Conditions Analysis

ROW Status:
PIN # - Staff cannot identify parcel numbers due to an outstanding alignment study.
There is no right-of-way available for this segment of Riverside Parkway. An alignment study
will need to be performed to determine the ultimate alignment of Riverside Parkway in this vicinity.

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contained within this document is based upon data available at the time the report was initiated,
and may be subject to change.
Name of Segment: Route 7/659 Interchange (#18)

Segment Location: Intersection of Route 7/Route 659

Category: Bottleneck

Estimated Cost: $81.9M

Funding Options: The Route 7/659 interchange is currently funded in the FY2013 CIP with general obligation bonds, cash proffers, and state capital assistance. This project will be built with the realignment of Belmont Ridge Road between Route 7 and Gloucester Parkway. The funding outlined below is the same as that project.

<table>
<thead>
<tr>
<th>AMOUNT</th>
<th>SOURCE</th>
<th>NOTE/COMMENT</th>
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<td>$4,500,000</td>
<td>General obligation bonds</td>
<td></td>
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<td>$2,630,000</td>
<td>Proffer funds (Lansdowne Village Greens)</td>
<td>ZCOR-2010-0008 issued 2/5/2010</td>
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<td>$2,745,000</td>
<td>Proffer funds (Cedar Ridge, Belmont Forest, Broadlands South, and Lansdowne Village Greens)</td>
<td>ZCOR-2012-0031 issued 6/24/2012</td>
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<td>$72,000,000</td>
<td>State Capital Assistance</td>
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<td>$81,875,000</td>
<td>TOTAL</td>
<td>ADOPTED 2013 CIP</td>
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</tbody>
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Summary

Right-of-Way:
Right-of-way dedications for three of the four quadrants of this interchange are proffered through rezoning applications associated with the Lansdowne, Lansdowne Village Greens and Belmont developments, with the dedicated to be provided upon request of the County. There are neither proffers, nor conditions, that provide for the SW quadrant of the interchange.

Construction:
Construction of the Route 7/659 interchange is scheduled to commence in December 2013.

Funding Sources:
This project is fully funded within the Adopted 2013 CIP. It is important to note, that in addition to right-of-way dedication, Proffer VII.B.55 of ZMAP 1996-0003; Belmont, as clarified, provides for construction of 50% of the interchange, or an equivalent cash contribution in lieu of construction (up to $4.75M adjusted by CPI). The trigger for this proffer contribution is prior to issuance of any zoning permit within Landbay KK.

Current Status:
VDOT is reviewing the Interchange Justification Report. The County has authorized moving forward with development of the 60% design plans. The goal is to bid the project in 2014.
**Proffer/Conditions Analysis**

**ROW Status:**
**PIN #113-38-9078, Lansdowne Community Development LLC (NW quadrant)**
This parcel was created pursuant to Lansdowne, ZMAP 1994-0001, Proffer VII.A.3, which provides for the dedication of right-of-way for the grade separated interchange as stated in the proffer text below. Plat note 12 of the record plat recorded for SBPR-2000-0012 in deed book 1989-1715, plat cabinet F, slot 317, page 7 states: PARCEL R IS CREATED FOR THE PURPOSE OF FUTURE RIGHT-OF-WAY DEDICATION FOR THE PROPOSED INTERCHANGE AT ROUTE 7 AND ROUTE 659.

**VII.A.3. Routes 7 and 659:**
Owner proffers to dedicate, upon the request of the County, sufficient land on the north side of Route 7 for the construction of a grade-separated interchange in the vicinity of the intersections of Routes 7 and 659 at a precise location agreed upon by Owner, VDOT and the County. As an interim measure, Owner also proffers to construct at-grade intersection improvements. Such interim improvements shall consist of one left turn lane into Lansdowne from eastbound Route 7 and two outer ramps from the existing Lansdowne entrance onto westbound Route 7, all to be constructed at such time as the average daily trips generated by development within Lansdowne, and entering or exiting Lansdowne, reach or exceed 33,861 ADTs. The trip generation levels shall be determined by actual traffic as measured in studies required in Subsection C herein.

**PIN #113-39-9265, Saul Holdings L.P. (NE quadrant)**
59,403.93 sq. ft. reserved for public street purposes as shown on recorded deed and plat, instrument #200603080021092. This reservation was recorded pursuant to Lansdowne Village Greens Proffer III.B.1.b.

Lansdowne Village Greens, ZMAP 2003-0006, Proffer III.B.1.a provides for the Applicant to prepare a traffic analysis and preliminary alignments for urban diamond interchange at Route 7 and Route 659. In letter dated 9/20/2005 to Art Smith, the applicant provided copies of the Revised Synchor/SimTraffic Analysis for the Rt 7/659 interchange and the Proposed Interchange Concept for Route 7 & Route 659 along with preliminary vertical alignment data to support the conceptual interchange design.

a. Prepare and submit to the County and VDOT, for review, a conceptual engineering design consisting of detailed traffic analysis and preliminary proposed horizontal and vertical alignments for the construction of a single-point urban diamond interchange at the intersection of Route 7 and Route 659, provided (i) the Owners shall not be required to obtain a land development application form from any off site owners and (ii) any funds proffered by any other owners of property abutting the proposed interchange toward the cost of such design shall be made available by the
County for such purpose, or if such funds are received from such other owners abutting the interchange after the costs for such design have been incurred, but within twenty (20) years of the date of these Proffers, then the County shall reimburse the Owners for fifty percent (50%) of the costs of such design upon the later to occur of (i) thirty (30) days following receipt of written invoices evidencing such payment or (ii) the County’s receipt of such funds from such other owners.

b. Reserve right-of-way on Land Bay E to provide for the construction of a single point urban diamond interchange at the intersection of Routes 7 and 659 in accordance with the Concept Development Plan, with such right-of-way to be dedicated following approval by VDOT of final construction plans for such interchange upon written request of the County. Such reserved right-of-way shall not be transferred to the HOA or COA (both as defined herein) without the consent of the County.

PIN #083-35-9224, Belmont Land L.P. (SE quadrant)
Belmont, ZMAP 1996-0003, Proffer VII.B.55, as clarified, provides for the dedication of approximately 11 acres for the interchange at Route 7 and 659 and construction of half the interchange or an equivalent cash contribution. Staff can find no record of the dedication; therefore, this proffer is pending.

7. Section VII, Transportation, B. Right-of-Way Dedication and Construction, Proffer 55, Page 46. Beginning on Line 9 of Page 46, the proffer language which states: “Notwithstanding the above, the Applicant may, with the affirmative concurrence of the Board of Supervisors provided by resolution, substitute its commitment to design and construct one half or portions thereof of the Route 659/Route 7 interchange for an equivalent cash contribution toward, or the design and construction of, one half of the Route 7/Claiborne Parkway interchange at anytime in the future with no requirement for a formal land use application. This substitution may occur at any time prior to the commencement of construction of the Route 7/Claiborne Parkway interchange. The construction phasing of the substitution (portion of Route 7/Claiborne Parkway interchange) shall follow the phasing for the Route 7/Claiborne Parkway interchange outlined in Exhibit C" is hereby deleted.

55. Route 659/Route 7 Interchange: Applicant shall dedicate to the County approximately 11 acres of right-of-way or such right-of-way as may be reasonably required for the construction of the Route 659 and Route 7 interchange generally as shown on the Plan at the time of the first record plat or first site plan, whichever is first in time, for any development lot abutting said right-of-way or earlier, upon the request of the County. Applicant shall construct one-half or portions thereof of the Route 659 and Route 7 grade separated interchange as conceptually depicted in Figure 1 of Exhibit C. In the event this
improvement is constructed by others, Applicant shall contribute funds equivalent to 50% of the estimated cost of the design and construction of the Route 659 and Route 7 grade separated interchange. In the event the Applicant constructs a portion of the interchange but less than fully half of the interchange then the Applicant shall contribute the difference between the partial construction cost and the estimated cost for 50% of the interchange. The estimated cost shall be the lesser of (1)$4,750,000 adjusted each January 1 following the 1992 zoning approval based on the CPI, or (2) the current estimated cost of design and construction to be determined at the time of the contribution. The current estimated cost shall be determined by two qualified independent licensed engineers, employed by the Applicant, one selected by the Board of Supervisors and one selected by Applicant, who shall agree on the cost of design and construction. In the event the engineers are unable to agree, they shall select a third engineer who shall render his estimate of the cost of design and construction. The average of the three estimates shall be used to determine the current estimated cost. The cost of those engineers shall be included as part of the costs of design and construction improvements.

Notwithstanding the above, the Applicant may, with the affirmative concurrence of the Board of Supervisors provided by resolution, substitute its commitment to design and construct one half or portions thereof of the Route 659/Route 7 interchange for an equivalent cash contribution toward, or the design and construction of, one half of the Route 7/Claiborne Parkway interchange at anytime in the future with no requirement for a formal land use application. This substitution may occur at any time prior to the commencement of construction of the Route 7/Claiborne Parkway interchange. The construction phasing of the substitution (portion of Route 7/Claiborne Parkway interchange) shall follow the phasing for the Route 7/Claiborne Parkway interchange outlined in Exhibit C.

PIN #113-37-2932, Barcroft Assoc. (SW quadrant)
There are no proffers or conditions that provide for right-of-way dedication or cash contributions from this parcel.

Proffer Information – Construction and Cash in Lieu:
Belmont, ZMAP 1996-0003, Proffer VII.B.55, as clarified, provides for construction of one-half of the interchange or a contribution of 50% of the estimated cost of the design and construction of the interchange.

Proffer Information – Cash Contributions:
- Lansdowne Village Greens, ZMAP 2003-0006, Proffer III.C provides a regional transportation fund contribution of $5,000 per residential unit which may be used for design and construction of the Route 7/659 interchange. The County has received $2.9M, $2.8M has been spent from this fund for the interchange; with the addition of accrued
interest, the current balance of Proffer III.C is $160,798 (LMIS sequence #99066403, index 911282).

- Broadlands South, ZCPA 1994-0005, Proffer V.A.44 provides for a contribution for the construction of improvements to the Route 7/Route 659 intersection. The County received $335,530 for Broadlands South Proffer V.A.44; $501,623 was spent for the interchange; with the addition of accrued interest, the current balance of this fund is $209 (LMIS sequence #96062851, Index #910456).

Disclaimer:
This document is not intended to be and shall not be deemed to be an official order, requirement, decision or determination made by or on behalf of the Zoning Administrator. Information contained within this document is based upon data available at the time the report was initiated, and may be subject to change.
Name of Segment: Route 7/Ashburn Village Boulevard Interchange (Item #16)

Segment Location: Intersection of Route 7/Ashburn Village Boulevard

Category: Bottleneck

Estimated Cost: $72M

Funding Options: The developer of One Loudoun is proffered to design and construct the Route 7/Ashburn Village Boulevard interchange and receive a $5M contribution from the County; therefore, no other funds have been identified for this project.

Summary

Right-of-Way: The majority of the right-of-way for the Route 7/Ashburn Village Boulevard interchange is proffered. First submission dedication plats have been prepared.

Construction: This interchange is proffered to be constructed by the developer of One Loudoun (Miller & Smith) upon completion of a series of pre-requisite events. The construction plans for the interchange have been reviewed but are not yet approved due to issues with Loudoun Water and access concerns of the developer of Ashburn Village Section 11. Once the construction plans are approved, the dedication plats will be finalized and Miller & Smith will be able to obtain permits for the interchange.

Funding Sources: Pursuant to the One Loudoun proffers, the County is to provide $5M of funding to the developer of One Loudoun.

Current Status: The outstanding issue with Loudoun Water and One Loudoun with respect to the interchange design are in the process of being worked out and should be resolved soon. A proposal is underway to resolve the issue of the design concerns. A tri-party agreement is being drafted for consideration by the Board of Supervisors, One Loudoun and B. F. Saul that could resolve the issue. That agreement will be presented to the Board at its December 4, 2012 meeting. The 60% redesign will be completed in 90 days from issuance of notice to proceed. If the cost of the alternative design is less than the current design, One Loudoun will proceed to final design and right of way can be acquired. Construction could begin in 2013.
SEGMENT #16: ROUTE 7/ASHBURN VILLAGE BLVD INTERCHANGE

PIN# 083-30-2178 LANDOWNE (NW QUADRANT)
DEDI-2008-0032

PIN# 083-10-3151 BF SAUL (SW QUADRANT)
DEDI-2008-0038 ZMAP-1984-0007/ZCPA-1990-0001
PROFFER VII.C. PROVIDED FOR TURN LANES. CONSTRUCTED WITH
CPAP-1994-0011. ZCPA-1990-0001 PROFFER VII.L DEDICATE 16 ACRES
FOR INTERCHANGE

PIN 113-39-9265 (NE & NW QUADRANT)
ZCPA-1997-0007, PROFFER 8 RESERVATION ON SE CORNER
NOT TO EXCEED 7.9 ACRES FOR INTERCHANGE

PIN# 083-30-3928 (NW QUADRANT)
DEDI-2008-0033 ZMAP-1986-0041

ONE LOUDOUN ZMAP-2005-0008
PROFFER VIII-DEVELOPER WILL DESIGN & CONSTRUCT

PIN 057-45-5492 & 057-36-2950 ASHBROOK (SE QUADRANT)
DEDI-2009-0039 & DEDI-2008-0037
ZMAP-1984-0012 PROFFER B.20 ROW DEDICATION
13.8 ACRES RESERVED DB 2175, PG 1683

PIN 056-17-0894 & 057-48-4066 (NE QUADRANT)
LEXINGTON SEVEN
DEDI-2008-0035 DEDI-2008-0036
ZMAP-1986-0033 PROFFER 4 PROVIDES
FOR RESERVATION OF 3.5 ACRES OF ROW

PIN 083-35-9224 BELMONT LAND L.P. (SE QUADRANT)
ZMAP-1996-0003 PROFFER VII.B.55
DEDICATE 11 ACRES AND CONSTRUCT HALF OF
INTERCHANGE OR EQUIVALENT CASH CONTRIBUTION
NO RECORD OF DEDICATION-PROFFER PENDING
Proffer/Condition Analysis

ROW Status:
PIN #083-30-2178-000, Lansdowne (NW quadrant)
This property is subject to the proffers of Lansdowne, ZMAP 1994-0001. There is no provision in the Lansdowne proffers for right-of-way dedication for the Route 7/Ashburn Village Boulevard interchange. The initial submission of the dedication plat, DEDI-2008-0032, proposes 5,964 sq. ft./1.369 ac. of street dedication.

PIN #083-30-3928-000, Ash Mill Associates (NW quadrant)
This property is subject to the proffers of Ash Mill Associates, ZMAP 1986-0041. There is no provision in the Ash Mill Associates proffers for right-of-way dedication for the Route 7/Ashburn Village Boulevard interchange. The initial submission of the dedication plat, DEDI-2008-0033, proposes 5,258 sq. ft./.1207 ac. of street dedication.

PIN #056-36-7444-000, Howard Hughes Medical Institute (NW & NE quadrant)
This property is subject to the proffers of Baan Campus at Janelia Farm, ZCPA 1997-0007. Proffer 8 provides for a reservation area on the property’s southeast corner not to exceed 7.9 acres for a future urban diamond interchange. Staff can find no record of the reservation; therefore, this proffer is pending. The initial submission of the dedication plat, DEDI-2008-0034, proposes 431,552 sq. ft/9.9071 ac. of street dedication.

8. Reservation And Dedication of Future Interchange. The Owner shall reserve for future dedication a portion of the Property located at the southeast corner of the Property where it fronts on Route 7 as so designated on the CDP as "Reservation Area for Future Grade Separated Interchange". The acreage reserved shall be adequate to accommodate the construction of a single point urban diamond grade-separated interchange, provided, however, that the area reserved shall not exceed 7.9 acres. Any and all plats of subdivision or site plans depicting this area shall note the reservation. Also, the area so reserved shall not be included in any FAR calculations so long as the reservation is in effect. Upon written request from VDOT or the County, the Owner will dedicate, without compensation, that area so reserved (or such lesser portion thereof as is necessary for the construction of said interchange) for a grade separated interchange with Route 7 that will give access to the Property from Route 7, as shown on the CDP. Upon dedication of the area, the reservation of any excess property shall be released and the property so released shall become subject to development at the square footage as shown on the CDP. The land so reserved shall not be considered as dedicated during the period of reservation. Simultaneous with the acceptance by VDOT for maintenance and commencement of use of the interchange, provided that suitable access is provided to eastbound and westbound Route 7, Owner agrees to close its at-grade access to and from Route 7 and to relinquish its right to such access without compensation. Upon closure of the at-grade access, and following application by the Owner in accordance with then applicable statutes, Owner shall be entitled to reconveyance of the portion of the Property previously dedicated for such entrance, without cost.

PIN #056-17-0894 and 057-48-4066-000, Lexington Seven (portion of NE quadrant)
This property is subject to the proffers of Potomac Farms Business Park, ZMAP 1986-0033. Proffer 4 provides for the reservation of approximately 3.5 acres for the grade separated interchange that will be constructed at Route 7 and Ashburn Village Boulevard/Janelia Farm Boulevard. The right-of-way reservation was recorded with SBPR-2007-0012, instrument
The initial submission of the dedication plats for this property proposes 28,224 sq. ft./.54793 ac. of street dedication (DEDI-2008-0035) and 6,166 sq. ft./.14156 ac. of street dedication (DEDI-2008-0036).

4. Applicants will reserve for future dedication to the County or the Virginia Department of Transportation (“VDOT”) as directed by the County, a portion of the Property, which shall not exceed 3.5 acres located at the southwest corner of the Property which is designated on the Plan as the “Land Area to be Dedicated for Interchange”. Any and all plats of subdivision or site plans depicting this area shall note this reservation. At the time of recordation of the first record subdivision plat or approval of the first final site plan for any portion of the Property, or upon written request by VDOT or the County, Applicants will dedicate to VDOT or the County without compensation the Land Area to be Dedicated for Interchange. In the event that less than 3.5 acres of the Property is required for the Land Area to be Dedicated for Interchange, the balance of the Property reserved shall be available for development at an average .40 FAR density.

PIN #057-45-5492-000 & 057-36-2950-000, Ashbrook (SE quadrant)
This property is subject to the proffers of Ashbrook, ZMAP-1994-0012. Proffer B.20 provides for the dedication of right-of-way for the grade separated interchange at Route 7 and Ashburn Village Boulevard. The Applicant reserved approximately 13.8 acres, recorded 5/16/2002 in deed book 2175, page 1683. The initial submission of the dedication plats for this property proposes 64 sq ft./.00148 ac. of street dedication (DEDI-2008-0039) and 630,634 sq. ft./14.47737 ac. of street dedication (DEDI-2008-0037).

20. At such time as the grade separated interchange between Route 7 and Ashburn Village Boulevard is fully funded, as evidenced by the awarding of a construction contract, the Applicant will dedicate that portion of the northwest comer of the Property, designated on the Concept Plan as a “Reservation”, to Loudoun County for the purpose of accommodating that construction.

PIN #0183-10-3151-000, BF Saul (SW quadrant)
This property is subject to the proffers of Ashburn Village: ZMAP 1984-0007/ZCPA 1990-0001. Proffer VILL of ZCPA 1990-0001 provides for the dedication of up to 16 acres when appropriate for the construction of a grade separated interchange at Route 7 and Ashburn Village Boulevard. The initial submission of the dedication plat, DEDI-2008-0038, proposes 303,454 sq. ft./6.96635 ac. of street dedication.

L. Route 7 Interchange
The Applicant agrees to cooperate with the County of Loudoun in the study of the location of a grade-separated interchange in the Ashburn area along Route 7. Further, Applicant agrees that, in the event that a grade-separated interchange is determined to be appropriate and requires the dedication of land of Applicant, Applicant will, without cost or expense to the County of Loudoun, dedicate up to sixteen (16) acres of land for such purpose, provided that Ashburn Village Boulevard shall have access to Route 7 either directly or through a service road interlink with such grade-separated interchange. Further, Applicant agrees to participate ratably, together with other land owners and the County in bearing the costs of such traffic analyses as may be deemed necessary or appropriate to determine the location of such grade-separated interchange. Applicant's contribution to the cost of the construction of such grade-separated interchange will be funded by the transportation facility funds in the Ashburn Community Trust.
Proffer Information – Construction and Cash in Lieu:
The developer of One Loudoun, Miller & Smith, proffered to design and construct the Route 7/Ashburn Village Boulevard interchange pursuant to Proffer VIII of ZMAP 2005-0008. The timing of this effort is provided in paragraph B, which identifies the pre-requisite events; within three months following the completion of all of the events, the construction bond for the interchange must be posted and construction is to commence. Item numbers 1, 2, 6 and 7 are outstanding.

Miller & Smith has prepared the construction plans and profiles for the interchange, CPAP-2007-0081, which are not yet approved. Miller & Smith is working out an agreement with Loudoun Water for the relocation of water mains within the interchange’s proposed right-of-way.

One Loudoun Proffer VIII.C provides for a $20M cash in lieu of construction contribution for the Route 7/Ashburn Village Boulevard interchange, which may occur prior to the fulfillment of all of the conditions of VIII.B. 1 through 8, if approved by the Board of Supervisors. If this option is selected, the Applicant shall make three installment payments, totaling $20 million dollars. It is noted that this contribution is not subject to an escalation provision.

VIII. CONSTRUCTION OF ASHBURN VILLAGE BOULEVARD INTERCHANGE

A. Design, Timing of Design and Plans and Construction of the Ashburn Village Boulevard/Route 7 Interchange

1. The Applicant shall design, at its sole cost and expense, the Ashburn Village Boulevard/Route 7 Interchange, including the associated entrance and exit ramps (“Interchange”) such that Loudoun County and its agents and the Virginia Department of Transportation (“VDOT”) may issue appropriate permits and approvals allowing for the Interchange to be constructed by the Applicant.

2. The Applicant has submitted and attached to these Proffers a conceptual sketch for the Interchange (included as Exhibit D) (reflecting the basic design and proposed configuration; that is, generally, of a typical diamond configuration with the ramps being offset from the mainline bridge and constructed of earth embankment sections).

3. The Applicant shall submit a preliminarily engineered and designed plan that complies with Chapter 2A of Virginia Department of Transportation Road Manual Volume I, sections 2A-4 through 2A-8 within eight (8) months of approval (by Loudoun County, VDOT and any other governing authority) of its conceptual plan for the Interchange. The dedication of right-of-way for the Interchange, as required by Proffer VIII.B.2., shall be in conformance with the preliminary engineered and designed plan.

4. The Applicant shall submit its final, fully engineered plans for the Interchange
upon both (a) the County’s approval of the Applicant’s first submitted site plan, Construction Plans and Profiles (“CPAP”) or preliminary subdivision plat (whichever comes first) and (b) within six (6) months of approval (by Loudoun County, VDOT and any other governing authority) of its preliminary design for the Interchange. The Applicant’s proposed construction schedule and phasing of the Interchange, based upon existing and projected traffic counts, will be submitted with these final plans.

**B. Timing and Pre-Construction Events for Interchange**

The Applicant shall, within three (3) months after the fulfillment/completion of all of the following, noted events, bond the approved Interchange and commence construction immediately thereafter, and exercise all due diligence to complete construction of the Interchange as soon as commercially practicable:

1. Final approval of its fully engineered Interchange plans by the County, Loudoun County Sanitation Authority (“LCSA”), VDOT and any other governing authority;
2. Dedication and or conveyance to the County, LCSA, VDOT and any and all other utility companies and entities (including but not limited to electric, telephone and cable television companies), of all necessary rights-of-way and easements required for utilities, storm drainage, construction and maintenance of the approved Interchange design (all at no cost to the Applicant);
3. Issuance of the Applicants’ first residential or non-residential zoning permit by Loudoun County, whichever comes first;
4. The bonding and award of a final contract by Loudoun County for the complete construction of the Loudoun County Parkway\Route 7 grade-separated interchange (which is located contiguous to the Property and east of the Ashburn Village Boulevard\Route 7 Interchange);
5. The commencement of construction of the Loudoun County Parkway\Route 7 grade-separated interchange;
6. Provision of $5 million to the Applicant (to off-set the costs of utility relocation, provision of storm water management, wetlands mitigation, permitting costs and traffic management plans associated with the construction of this Interchange) from Loudoun County (through sufficient proffer funding from other landowners currently seeking zoning approvals, from those having previously received zoning approval in the vicinity of the Subject Property, from the allocation of proffer monies held or anticipated-to-be-held by Loudoun County and/or from any other sources);
7. Issuance of any and all required permits by any and all agencies having jurisdiction for the Ashburn Village Boulevard\Route 7 Interchange construction to commence; and

8. The construction by the Applicant of the Ashburn Village Boulevard Interchange shall not be governed by the provisions of Proffer VII.K.

C. County Option and Alternative to Construction of Interchange – Completion of Design and Contribution of $20 Million

1. Prior to the time of fulfillment of all the conditions of VIII.B. 1 through 8 (or such other time as mutually agreed to by the Applicant and the Board of Supervisors) the County, by a final, majority vote of the Board of Supervisors, may direct the Applicant, in writing, to provide funds to the County, or its designee for the construction of the Interchange. Applicant shall make the following three (3) installment payments, totaling $20 million dollars (not subject to the escalation provision of any other Proffers):

   a. first $6 million paid concurrent with the issuance of the first residential zoning permit for Phase 1 by the County, if not previously issued, or upon receipt of notice by the County if the first residential zoning permit has been issued,

   b. an additional $8 million contribution ten (10) months after the initial payment, and assuming the final engineering documents described in Proffer VIII.A.4. have been approved, and

   c. a third and final $6 million payment due eight (8) months after the second payment.

2. If the County chooses to direct the Applicant to provide such funds in lieu of construction, then the Applicant will have no further additional obligations with regard to the Ashburn Village Boulevard\Route 7 Interchange under these Proffers.

3. Should the County, or its designee, not require the Applicant’s total contribution to complete the Interchange, the Applicant shall be entitled to either a return of any contributed funds and/or the County may notify the Applicant that the total funding is not necessary and reduce the amount(s) paid. Should the County, or its designee, proceed with the Interchange construction, the Applicant may request reasonable documentation of the costs of construction associated with its proffered improvements.
Proffer Information – Cash Contributions:

- Potomac Farms Business Park, ZMAP-1986-0033, Proffer 9 provides for a cash contribution of $1.25/square foot that will be used to construct the grade separated interchange at Route 7 and Ashburn Village Boulevard or other regional road improvements. This proffer is pending; no zoning permits have been issued for Potomac Farms Business Park, which is the trigger for this proffer. ZMAP 1986-0033 approved a total of 1,143,000 square feet of development for Potomac Farms Business Park; therefore it is anticipated that the cumulative maximum contribution for proffer 9 will be $1,428,750.

9. Applicants will contribute the Land Area to be Dedicated for the Interchange as per Paragraph Four of the Proffers and will contribute to the cost of construction of regional traffic improvements in the immediate vicinity of the Property (the "Regional Traffic Contribution"), in accordance with the Phasing Plan on a per square foot basis. The Regional Traffic Contribution for development approved for the Property shall be allocated by the County towards construction of the grade-separated interchange described above in Paragraph Four or such other off-site regional traffic improvements which lessen traffic impacts resulting from development of the Property. The Regional Traffic Contribution in the amount of $1.25 per square foot of approved building to be developed on the Property will be paid immediately prior to receipt of a zoning permit for each portion of the Property. The term "square foot of approved development" will mean the per square foot of floor area to be developed on that portion of the Property. All payments of the Regional Traffic Contribution will be deposited in an interest bearing escrow account to be used for construction of the grade separated interchange described above in Paragraph Four, or such other off-site regional traffic improvements which lessen traffic impacts resulting from development of the Property.

- Baan Campus at Janelia Farm, ZCPA 1997-0007, Proffer 10 provides for a contribution of $3,125,000 for the construction of a grade separated interchange at Route 7 and Janelia Farm Boulevard/Ashburn Village Boulevard; the current CPI adjusted amount due for Janelia Farm Proffer 10 is $4,500,000. The portions attributed to phases 1 and 2 ($1,437,500) are due at approval of the first site plan for phase 3. However, if the interchange contribution is required earlier, and the County has allocated transportation funds for the construction, the County can request full contribution earlier. The Board of Supervisors approved on 9/17/07 to appropriate $5M in cash proffer revenue for construction of Rt 7/Ashburn Village Blvd interchange, including Janelia Farm’s portion. Zoning determinations have been issued requesting the contribution; Howard Hughes Medical Institute replied that it will provide the interchange contribution when construction of the interchange commences.

10. **Interchange Contribution.** The Owner shall contribute to the cost of the construction of the grade separated interchange (specified in Proffer 8 above) an amount equal to the product of $1.25 times the developable square footage approved for the Property (i.e. $3,125,000.00) (the "Interchange Contribution"). The Interchange Contribution allocable to Phases 1 and 2 (i.e., $1,437,500.00) shall be paid to the County in a lump sum payment concurrent with approval of the first site plan submitted for
Phase 3 development. The Interchange Contribution for the building square footage developed in Phase 3 shall be paid proportionately based on the square footage contained in the building for which site plan approval is being sought, at the time and as a condition to such site plan approval for each building developed in Phase 3. However, if the Interchange Contribution is required by the County earlier than the time when payment would be made pursuant to the preceding sentences, and the County certifies to the Owner, in writing, that such earlier payment is required to proceed with actual construction of the interchange and that the County has approved the allocation of transportation funds for the actual construction of the grade separated interchange, then, upon receipt of such certification, Owner shall pay to the County the full Interchange Contribution, less any payments previously made. The Interchange Contribution shall be adjusted annually from a base year of January 1, 1999, in accordance with the Consumer Price Index ("CPI") published by the Bureau of Labor Statistics, U.S. Department of Labor. Application of these funds to uses other than for the interchange shall only be as might be agreed between the parties.

Disclaimer:
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Name of Segment: Route 7/Lexington Drive Overpass (#17)

Segment Location: Intersection of Route 7/Lexington Drive

Category: Bottleneck

Estimated Cost: $25M

Funding Options: The Board of Supervisors endorsed this project in the FY13 to FY17 RSTP Funding Plan. The project is currently in design. Additional RSTP and CMAQ funds are being requested in the FY2014 to FY2019 funding plan.

Summary

Right-of-Ways:
Right-of-way for the NW quadrant of this project is provided by the proffers associated with the Potomac Farms Business Park rezoning application. A right-of-way is available in the NE quadrant pursuant to conditions associated with the Blue Mount Nursery special exception approval; however, it is subject to a reservation that expires on February 26, 2013. The properties in both the SE and SW quadrants are subject to proffers; however, there are no provisions for right-of-way dedication on either parcel.

Funding Sources:
There are no proffers or conditions that provide for construction of this overpass.

Current Status: This project is fully funded with RSTP and CMAQ funding. VDOT is in the process of procuring a design firm. The project is scheduled to be advertisement for construction in 2016.
SEGEMENT # 17: ROUTE 7/LEXINGTON DRIVE OVERPASS

PIN 057-48-4066 MELADON PARK (NW QUADRANT).
ZMAP-1986-0033, PROFFER 7 PROVIDES FOR RESERVATION
OF ROW. SLOPE MAINTENANCE AGREEMENT RECORDED
INSTRUMENT # 20080905-0054159

PIN 057-48-9129 BLUEMONT NURSERY (NE QUADRANT)
SUBJECT TO CONDITIONS OF SPEX-1989-0044
& SPEX-1996-0004.
SPEX-2012-0031 & SPEX-2012-0033
ARE CURRENTLY BEING PROCESSED.

PIN 057-27-8575 LOUDOUN INTERTECH DEVELOPMENT CORP. (SW QUADRANT).
PROPERTY IS SUBJECT TO PROFFERS FOR ASHBROOK

PIN 057-10-2844 ONE LOUDOUN HOLDINGS LLC (SE QUADRANT).
PROPERTY IS SUBJECT TO PROFFERS FOR ONE LOUDOUN
Proffer/Conditions Analysis:

ROW Status:
PIN #057-48-4066, Meladon Park LLC (NW quadrant)
Potomac Farms Business Park, ZMAP-1986-0033, Proffer 7 provides for the reservation of right-of-way that will be required to construct the Lexington Drive fly-over bridge over Route 7. A slope maintenance easement for the future overpass was recorded with the dedication plat for Lexington Drive, DEDI-2007-0021 (instrument #20080905-0054159).

7. In accordance with the phasing plan described in Paragraph Ten of these proffers, Applicants will dedicate, bond, and construct in accordance with VDOT standards, a 90 foot four lane divided through collector road (U4R) (shown as “Road A” on the Plan) between the northern end of the fly-over bridge (which is to be constructed by others across Route 7 in the approximate location shown on the Plan) and the East Spine Road. “Road A” will allow access to the Property from Route 7 and from the East Spine Road. Applicants will reserve a portion of their Property determined by the County, VDOT, and the Applicants to be sufficient in accordance with good engineering practices for construction of a vehicular fly-over bridge from Road A north across Route 7. Applicants will not be required to construct such fly-over bridge, but will merely reserve a sufficient amount of their Property for its construction and will dedicate such land to VDOT or the County upon request by the County.

PIN #057-48-9129, Blue Mount Nursery (NE quadrant)
This property is subject to the special exception conditions of approval for SPEX 1989-0044 and SPEX 1996-0004, which has a condition for a 20 year reservation of a 50 foot right-of-way of a portion of Smith Circle Loop Road north of Route 7 (Smith Circle and Lexington merge just north of Route 7), with dedication upon request. The reservation was recorded on February 26, 1993; therefore, it expires February 26, 2013. It is noted that there are two special exception applications currently being processed for this property, SPEX 2012-0031 and SPEX 2012-0033.

PIN #057-10-2844, One Loudoun Holdings LLC (SE quadrant)
This property is subject to the proffers of One Loudoun, ZMAP 2005-0008. There is no provision for right-of-way dedication or construction of the Lexington Drive overpass in the proffers for One Loudoun.

PIN #057-27-8575, Loudoun Intertech Development Corp (SW quadrant)
This property is subject to the proffers of Ashbrook, ZMAP 1994-0012. There is no provision for right-of-way dedication or construction of the Lexington Drive overpass in the proffers for Ashbrook.

Proffer Information – Construction and Cash in Lieu:
There are no proffers that provide for construction of the Lexington Drive overpass or cash in lieu if it is constructed by others.

Proffer Information – Cash Contributions:
There are no proffers that provide cash contributions specifically for the construction of the Lexington Drive overpass.

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Name of Segment: Route 7/Sterling Boulevard Intersection Improvements (#19)

Segment Location: Route 7/Sterling Boulevard Intersection

Category: Bottleneck

Estimated Cost: $5,207,153 (estimated cost also includes segments 20 and 21)

Funding Options: This project is funded by cash proffers, Transportation Funds, land sale revenue, CIP funding and gasoline tax funds. This project is a part of the overall Route 7 Traffic Operations project. The funding listed is the same for all three intersection projects that make up the Route 7 Traffic Operations Project.

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<th>AMOUNT</th>
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<td>Grove, Church Road Mews, Mirror Ridge Center</td>
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<td>South, Five Oaks, Chatham Green, Chatham Glen,</td>
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Summary
ROW Status: No right-of-way acquisition required.

Road Improvements:
The purpose of this project is to provide operational and safety improvements, drainage upgrades and stormwater treatment. CPAP-2009-0018, approved on 11-17-11, provides the following road improvements for this segment of the project. Road construction began in August 2012 and is expected to be complete in the fall of 2013.

- Widen Route 7 to add right turn lane on eastbound Route 7 onto southbound Sterling Boulevard and acceleration land from northbound Sterling Boulevard onto eastbound Route 7.
- Add 3rd left turn lane on northbound Sterling Boulevard onto westbound Route 7
- Close connections from Amherst Street/Place to Sterling Boulevard
- Safety Improvements
Disclaimer:
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SEGMENT # 19: ROUTE 7/STERLING BOULEVARD INTERSECTION

CONSTRUCTION BEGAN AUGUST 2012
EXPECTED COMPLETE DATE: FALL 2013
ROAD IMPROVEMENTS:
WIDEN ROUTE 7
ADD RIGHT TURN LANE ON EAST BOUND ROUTE 7 TO SOUTHBOUND STERLING BLVD.
ACCELERATION LANE FROM NORTHBOUND STERLING BLVD ONTO EASTBOUND ROUTE 7
ADD 3RD LEFT LANE ON NORTHBOUND STERLING BLVD ONTO WESTBOUND ROUTE 7
CLOSE CONNECTIONS FROM AMHERST ST/PLACE TO STERLING BLVD

NO ROW ACQUISITION REQUIRED.
OPERATIONAL AND SAFETY IMPROVEMENTS,
DRAINAGE UPGRADES AND STORMWATER TREATMENT.

Segment #19
Page 3
Name of Segment: Route 7/Potomac View Road Intersection Improvements (#20)

Segment Location: Route 7/Potomac View Road Intersection

Category: Bottleneck

Estimated Cost: $5,207,153 (estimated cost also includes segments 19 and 21)

Funding Options: This project is funded by cash proffers, Transportation Funds, land sale revenue, CIP funding and gasoline tax funds. This project is a part of the overall Route 7 Traffic Operations project. The funding listed is the same for all three intersection projects that make up the Route 7 Traffic Operations Project.

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<tr>
<td>$5,207,153</td>
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Summary
ROW Status:
ESMT-2012-0001 provides temporary grading and construction easement and was recorded on 9/14/12 by Instrument #20120914-0071336.

Road Improvements:
The elements of the intersection improvements are:

- Add 3rd left turn lane on southbound Potomac View Road onto eastbound Route 7
- Add 2nd left turn lane on westbound Route 7 onto southbound Potomac View Road

Current Status: Construction began in August, 2012 and is scheduled for completion in the fall of 2013.
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SEGMENT # 20: ROUTE 7/POTOMAC VIEW ROAD INTERSECTION

ROW STATUS:
ESMT-2012-0001 PROVIDES TEMPORARY GRADING AND CONSTRUCTION EASEMENT.
RECORDED 9/14/12 INSTRUMENT #20120914-0071336

CONSTRUCTION BEGAN AUGUST 2012
EXPECTED COMPLETE DATE: FALL 2013

ROAD IMPROVEMENTS:
ADD 3RD LEFT TURN LANE ON SOUTHBOUND POTOMAC VIEW ROAD ONTO EASTBOUND ROUTE 7
ADD 2ND LEFT TURN LANE ON WEST BOUND ROUTE 7 ONTO SOUTHBOUND POTOMAC VIEW ROAD.
Name of Segment: Route 7/Augusta Drive Intersection Improvements (#21)

Segment Location: Route 7/Augusta Drive Intersection

Category: Bottleneck

Estimated Cost: $5,207,153 (estimated cost also includes segments 19 and 20)

Funding Options: This project is funded by cash proffers, Transportation Funds, land sale revenue, CIP funding and gasoline tax funds. This project is a part of the overall Route 7 Traffic Operations project. The funding listed is the same for all three intersection projects that make up the Route 7 Traffic Operations Project.

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</tr>
<tr>
<td>$5,207,153</td>
<td>TOTAL</td>
<td>ADOPTED 2013 CIP</td>
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</table>

Summary
ROW Status:
No right-of-way acquisition required.

Road Improvements:
The elements of this intersection improvement include:

- Add 3rd left turn lane on southbound Augusta Drive onto eastbound Route 7
- Extend left turn lane on eastbound Route 7 onto northbound Augusta Drive

Current Status: Road construction began in August 2012 and is expected to be complete in the fall of 2013.
Disclaimer:
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SEGMENT # 21: ROUTE 7/AUGUSTA DRIVE INTERSECTION

ROW STATUS:
NO ROW ACQUISITION REQUIRED.

CONSTRUCTION BEGAN AUGUST 2012
EXPECTED COMPLETE DATE: FALL 2013
ROAD IMPROVEMENTS:
ADD 3RD LEFT TURN LANE ON SOUTHBOUND
AUGUSTA DRIVE ONTO EASTBOUND ROUTE 7.
EXTEND LEFT TURN LANE ON EASTBOUND ROUTE 7
ONTO NORTHBOUND AUGUSTA DRIVE
Name of Segment: Russell Branch Parkway (#8)

Segment Item #: 8

Segment Location: Belmont Ridge Road to West of Tournament Drive

Category: Missing Link

Estimated Cost: $11,481,804

Funding Options: No funds have been identified for the design and construction of this segment because it is a proffered segment

Summary

Right-of-Way:
The proffers associated with the Belmont rezoning application provide for dedication of the right-of-way necessary to construct on-site public roadways and for turn lanes associated with the construction of Russell Branch Parkway, during Phases V and VI of the development’s phasing plan. Phases V and VI of Belmont are Land Bays KK and LL. These land bays are the undeveloped commercial sections. As such, the proffers are not triggered at this time. The right-of-way proffered in association with the Belmont Executive Center rezoning have been dedicated and recorded.

Construction:
Construction of this road segment is proffered within the Belmont and Belmont Executive Center rezoning applications, but construction is not triggered as yet.

Funding Sources: There are no cash proffers available for this project.

Current Status: Design and construction of this segment of Russell Branch Parkway are proffered through the Belmont and Belmont Executive Center rezonings. The triggers have not been met. There is a cash in lieu provision in the proffers if the improvements are built by others. A funding source would have to be identified to move this project forward.
SEGMENT # 8: RUSSELL BRANCH PARKWAY (BELMONT RIDGE ROAD TO RICHFIELD WAY)

PIN 083-35-9224 BELMONT LAND L.P.
ROW HAS NOT BEEN DEDICATED.
ZCPA-1996-0003 PROFFER VII.A.39 AND PROFFER VII.B.50 PROVIDES FOR ROW DEDICATION AND CONSTRUCTION.
PROFFERS VII.B.48 AND VII.C.57 PROVIDES FOR PHASING PLAN.
PROFFER VII.A.42 PROVIDES FOR CASH IN LIEU.

PIN 083-27-1064 BELMONT LAND L.P.
ZMAP-1997-0009 BELMONT EXECUTIVE CENTER
PROFFER VI.B.1 AND 2 PROVIDES FOR DEDICATION AND CONSTRUCTION PROFFER IV.E. PROVIDES FOR CASH IN LIEU.
Proffer/Conditions Analysis

ROW Status:
PIN# 083-35-9224  Belmont Land L.P.
Right-of-Way has not yet been dedicated.

Proffer Information – Construction and Cash in Lieu:

Belmont, ZMAP-1996-0003, Proffer VII.A.39 provides for the dedication and construction of all on-site public roadways as shown on the approved Concept Development Plan.

39. **General:** Applicant shall dedicate the right of way necessary to construct on-site public roadways as described herein. Dedication shall occur at the time of the first record plat or first site plan whichever is first in time for any development lot abutting said right-of-way or earlier, upon the request of the County. Should the County request the early dedication of certain right-of-way, such dedication shall not require construction plan approval and/or bonding earlier than would have been required under these proffers. The Applicant shall construct and provide a performance guarantee for all public roadway improvements in accordance with the requirements of the Land Subdivision Development Ordinance. For the purposes of these proffers the term “construct” in intended to mean constructed or bonded for construction and does not necessitate acceptance into the VDOT system prior to the issuance of a specified zoning permit.

Proffer VII.B.50 Russell Branch Parkway provides for the dedication of 120-feet of right-of-way and construction of a four-lane divided urban cross-section roadway, with turn lanes as required by VDOT standards as shown on the phasing plan and Sheet 7 of the Concept Development Plan.

50. **Russell Branch Parkway:** Applicant shall dedicate to the County a 120 foot right-of-way, increased as necessary for turn lanes, as required by VDOT and the County, for the construction of the Russell Branch Parkway through the property in the general location shown on the plan.

Applicant shall construct Russell Branch Parkway as a four lane divided urban cross-section roadway, with turn lanes as required by VDOT standards, through the Property, in compliance with the landscaping details shown on Sheet 7 of the plan.

Proffers VII.B.48 and VII.C.57 provide The Transportation Phasing Plan for Belmont (Exhibit C of the approved CDP).

48. **Right-of-Way Dedication and Construction:** Right-of-Way dedication and construction outlined in proffers 49-63 shall be performed in accord with the Transportation Phasing Plan described in Section VII.C below and Exhibit C.

57. **Phasing Plan:** On-site and off-site regional road improvements necessary to accommodate the development anticipated by ZMAP-1996-0003 and ZCPA-1996-0002.
and to provide additional regional capacity are outlined in “Transportation Phasing Plan for Belmont”, Exhibit C, dated March 13, 1998, attached hereto and incorporated herein. The development of Belmont and the phasing of transportation improvements shall be done in accordance with the Transportation Phasing Plan (Exhibit C) and Transportation proffers outlined herein.

Belmont Proffer VII.A.42 provides for cash in lieu contribution if any if the proffered road improvements are performed by others.

42. In all proffers wherein the Applicant has agreed to construct road improvement, the Applicant shall contribute to the County or its designee an amount equal to the cost of constructing such improvements in lieu of actual construction if said improvements have been constructed by others or if said improvements are under contract to be constructed as part of a of a regional road improvement undertaken by the County or its designee. For the purposes of determining the in lieu of contribution costs shall be defined as all engineering, surveying, bonding, permit fees, utility relocation, and other actual costs of construction. Such contributions in lieu of actual construction shall occur at the time specified in the applicable proffer for construction or bonding of the improvements, or at the Applicant’s sole discretion, earlier than the time specified when construction is part of a regional road improvement project. As determined by the County such contribution shall either be used to reimburse the party who constructed such improvements or for regional roadway improvements in the vicinity of and for the benefit of the Property. In the event of a disagreement between the Applicant and the County as to the construction cost amount, then the cash in lieu of construction shall be determined by two qualified independent licensed engineers, fully paid for by the Applicant, one selected by the Board of Supervisors and one selected by the Applicant, who shall agree on the cost amount. In the event the engineers are unable to agree, the two referenced engineers shall select a third engineer who shall render a professional estimate of the cost amount. The average of the three estimates shall be used to determine the cost amount for cash in lieu of construction. The cost of those engineers shall be included as part of the cash in lieu of construction.

The right-of-way dedication and construction of this segment of Russell Branch Parkway are not required until Phases VI and V of the Transportation Phasing Plan. Phase IV (0-1,000,000 square feet of office, including 31,000 square feet of retail) provides construction of Russell Branch Parkway from Route 659 into Landbay KK as required serving proposed office as it develops. The improvements shall be completed prior to issuance of any zoning permit within Landbay KK. Phase V (369,000 square feet of office; cumulative total of 1,369,000 square feet of office) requires the extension of 2 additional lanes of Russell Branch Parkway across Landbay LL into Landbay NN prior to issuance of zoning permit for the one millionth one square foot of office in Landbay KK. At this point in time, since no development plans for Landbays KK or LL have been submitted, the trigger for this proffer has not been met. A right-of-way phasing diagram is provided in Exhibit A below.
ROW Status:
PIN# 083-35-9224 and 083-27-1064 Belmont Land L.P.

Proffer Information – Construction and Cash in Lieu:
Belmont Executive Center, ZMAP-1997-0009, Proffer VI.B.1 and 2 provides for the dedication and construction of Russell Branch Parkway.

**B.1 Russell Branch Parkway:** Right-of-Way Dedication. The Applicant shall dedicate a 120-foot wide right-of-way, increased as necessary for turn lanes, through the Property for the planned alignment of Russell Branch Parkway as shown on the CDP. This right-of-way shall be dedicated to the County in conjunction with the approval of construction plans and profiles for this section of Russell Branch Parkway.

**B.2 Road Improvements:** Road Improvements. The Applicant shall construct a 4-lane divided section of Russell Branch Parkway through the Property prior to or in conjunction with the development of the adjacent land bays. These improvements may be completed in phases and any such phase shall be bonded for construction prior to the issuance of zoning permits for use in an adjacent land bay.

Currently, Russell Branch Parkway is constructed beginning at Claiborne Parkway and terminating near the center of Landbays 4/5 to the west and Landbay 3 to the east. This right-of-way was provided by SBRD-1999-0001, recorded on 5/28/99 by DB 1682 PG 1355; SBRD-2005-0040, recorded on 11/20/06 by Instrument # 2006112000097421 and CPAP-2000-0102 approved on 4/4/01. The remaining right-of-way required to provide the Russell Branch Parkway extension to Belmont Landbay LL has been provided by SBRD-2007-0032 and was recorded on 9/23/08 by Instrument #200809230057374. Per Proffer IV.B.2 the extension is not required to be constructed at this time since there is no development on the adjacent Landbay.

Belmont Executive Center Proffer IV.E provides for cash in lieu contribution if any if the proffered road improvements are performed by others.

**E. Construction of Improvements by Others:** In the event that any improvements listed in IV. A. and B. above are constructed and paid for by others, the Applicant shall contribute to Loudoun County an amount equivalent to the verified actual reasonable cost of said improvements. Such contribution shall be paid to Loudoun County at the time the Applicant’s obligation to construct such improvements would occur under the terms of these proffers.

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EXHIBIT A
Name of Segment: Route 1061 (Russell Branch Parkway) (#7)

Segment Location: Ashburn Road to Ashburn Village Boulevard

Category: Missing Link

Estimated Cost: $4.75

Funding Options: Russell Branch Parkway is currently funded by a combination of gas tax revenue and proffer funds.

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Summary

Right-of-Way:
There are two rights-of-way proffered within the Ashburn Village development. The right of way on the western section of Russell Branch Parkway has been reserved and is available upon request from the County. The right-of-way from Ashburn Village Section 11 is proffered but has not yet been triggered. The right-of-way required pursuant to the approved conditions of Leesburg Pike Community Church has not yet been dedicated but is available at the request of the County.

Funding Sources:
Proffered funds and gas tax revenue are available for the construction of this segment. ZCPA 2011-0005 is seeking approval to amend the Ashburn Village proffers, to permit a cash contribution, so that the County may construct the BF Saul portion of Russell Branch Parkway.
**Current Status:** The design for this project should be completed by the end of 2012. Right of way acquisition will then be undertaken and bids for construction will be sought. The ZCPA currently being held by the Planning Commission pending design approval will also need to be acted on and considered by the Board of Supervisors. This segment should be complete.
SEGMENT # 7: RUSSELL BRANCH PARKWAY (BETWEEN ASHBURN VILLAGE BLVD & ASHBURN RD)

PIN 083-29-4511 COMMUNITY CHURCH
SPEX-2004-0039 CONDITION #4
RESERVE 120 FT ROAD ROW + 15 FT TRAIL ROW

PIN 083-10-3151 BF SAUL
120 FT ROW PROVIDED BY
ASHBURN VILLAGE ZMAP-1984-0007
PROFFER VII.B.

CPAP-2010-0030 IN REVIEW FOR
THIS SEGMENT OF RUSSELL BRANCH PKWY

PIN 083-18-4322 E Q R-LAKE VISTAS INC
1.34 ACRE PARCEL 8-C RESERVED FOR
FUTURE STREET WITH ZMAP-1984-0007
PROFFER VII. B DB 1399, PG 1396
Proffer/Conditions Analysis

ROW Status:
PIN #083-10-3151, BF Saul
120 foot right-of-way is proffered with Ashburn Village, ZMAP-1984-0007, Proffer VII.B; since the property is undeveloped, the dedication has not yet been triggered.

B. Spine Roads and Infrastructure

Applicant shall dedicate and construct several rights-of-way, as shown on the Conceptual Development Plan, that connect Ashburn Village Boulevard with Route 641 to the west and future extensions from adjoining properties so that a comprehensive network of roadways is provided. Dedications of the rights-of-way shall be from 60' to 120' and generally as shown on the Conceptual Development Plan. Construction will occur in phases concurrent with the development of adjacent parcels. The roadways shall be constructed in accordance with VDH&T standards.

PIN #083294511, Leesburg Pike Community Church
135 foot right-of-way reserved pursuant to Condition #4 of SPEX-2004-0039. It does not appear that this right-of-way has been recorded.

Condition #4 of SPEX-2004-0039, Leesburg Pike Community Church
4. Right of Way Reservation. The applicant shall reserve to the County 135 feet of right of way for the future dedication of Russell Branch Parkway and a trail on the south side of the roadway. The 120 foot in width right-of-way for Russell Branch Parkway shall generally follow the alignment shown shaded in on the attached exhibit, Exhibit 1, with adjustment as necessary for final engineering. The 15 foot in width right-of-way for the trail may be within the minor floodplain to the south of the road way alignment. Such future dedication shall occur, without compensation, upon request by the County.

PIN #083-18-4332, E Q R-Lake Vistas Inc
120 foot right-of-way proffered with Ashburn Village, ZMAP-1984-0007, Proffer VII.B; right-of-way has been reserved by deed recorded on 4/13/1988 in deed book 993, page 1649.

B. Spine Roads and Infrastructure

Applicant shall dedicate and construct several rights-of-way, as shown on the Conceptual Development Plan, that connect Ashburn Village Boulevard with Route 641 to the west and future extensions from adjoining properties so that a comprehensive network of roadways is provided. Dedications of the rights-of-way shall be from 60' to 120' and generally as
shown on the Conceptual Development Plan. Construction will occur in phases concurrent with the development of adjacent parcels. The roadways shall be constructed in accordance with VDH&T standards.

Proffer Information – Construction and Cash in Lieu:

- Pursuant to Ashburn Village, ZCPA 2002-0002, Proffer VIII.B, construction of Russell Branch Parkway through BF Saul is currently triggered when the abutting portion of the property develops or when others construct the roadway segment extending between the Property and Ashburn Road.

  **PROFFER VIII.B. NON-RESIDENTIAL USES.**

  At such time as any portion of the Property abutting the proposed section of Russell Branch Parkway extending west of Ashburn Village Parkway to the western edge of the Property is developed, or at such time as a four lane divided section of Russell Branch Parkway between the Property and Route 641 is constructed by others and upon request by VDOT or the County, the Applicant or its successors and assigns, will construct in accordance with VDOT standards a four lane divided urban section of Russell Branch Parkway from Ashburn Village Boulevard to the western boundary of the Property.

- The Leesburg Pike Community Church special exception application did not provide for the construction of Russell Branch Parkway through the church’s property.

Proffer Information – Cash Contributions:

It is noted that the Board of Supervisors initiated a Zoning Concept Plan Amendment application, ZCPA-2011-0005, which is being processed to amend Proffer VIII.B to provide a cash contribution to the County that would enable the County to construct the BF Saul portion of Russell Branch Parkway in conjunction with the previously approved County project to design and construct the road through the Community Church property to Ashburn Road.

Disclaimer:

This document is not intended to be and shall not be deemed to be an official order, requirement, decision or determination made by or on behalf of the Zoning Administrator. Information contained within this document is based upon data available at the time the report was initiated, and may be subject to change.
Name of Segment: Smith Switch Road (#27)

Segment Location: Gloucester Parkway to Farmwell Road/Waxpool Road

Category: Bottleneck

Estimated Cost: $6,480,000

Funding Options: There are no funds currently allocated for the design and construction of this segment of Smith Switch Road.

Summary

Right-of-Way:
The necessary right-of-way for the additional half section of Smith Switch Road currently exists south of the Northern Virginia Regional Park Authority property. There are conditions and proffers that provide additional right-of-way extending northward from the NVRPA property. It is noted that replacement land may be required if the W&OD Trail is impacted by the future expansion of Smith Switch Road.

Construction:
Construction of this project would entail adding two lanes to Smith Switch Road to improve it to its ultimate condition of four lanes undivided. With the exception of the Ashburn Village road frontage, there are no proffers and/or conditions that provide for the construction of this improvement. When the road is built to its ultimate section, it will require grade separation of the W&OD Trail.

Funding Sources:
No County or state funding has been identified for this project. There is a proffered cash in lieu of construction contribution that will be owed to the County for a small portion of the existing Smith Switch Road improvements that were constructed by the developer of Stonegate.

Current Status: The developer of Stonegate improved the two lane section south of the W&OD trail to Waxpool/Farmwell Road. The County has contracted with the developer of Stonegate to provide improvements to Smith Switch Road north of the W&OD to Gloucester Parkway. These improvements include paving and construction of a shared use trail to connect to the Trail. The design is underway and the project is scheduled for construction in Spring 2013.
Proffer/Condition Analysis

ROW Status:
PIN #060-30-7119, Beaumeade Associates LLLP
This property is subject to the proffers for Beaumeade North, ZRTD 2011-0007, which was approved by the Board of Supervisors on July 17, 2012. As stated in the proffer text below, Proffer 3 provides for dedication of 47 feet from the centerline of Smith Switch Road. This proffer is pending; site plan approval for Land Bay B has not yet occurred.

3. Prior to approval of the first site plan for development within Land Bay B, the Owner shall dedicate to the County at no public cost right-of-way to forty-seven (47) feet from centerline along the Property’s frontage on Smith Switch Road.

PIN #060-30-2345, Virginia Electric Power Company
This property is subject to the conditions of approval for the T Mobile Beaumeade special exception application, SPEX-2007-0009. Condition 6 provides for 35 feet of right-of-way dedication, which has been fulfilled as shown on the plat filed in plat cabinet B, slot 151, pages 4 and 5.

6. Dedication of Right-of-Way – The owner of the Property shall dedicate to the County, at no public cost, right-of-way, thirty-five (35) feet from the ultimate centerline, to accommodate the future widening of Smith Switch Road (Route 607). Such right-of-way dedication plat and deed shall be submitted to the County for review and approval, and shall be recorded by the Applicant or Owner, prior to site plan approval of the telecommunications monopole. Neither the property owner nor the Applicant shall receive compensation for the said dedication.

PIN #060-48-5060, Ashburn Crossing LLC
This property is subject to the proffers of Ashburn Village, ZMAP 1984-0007. Proffer VII.B provides for dedication and construction of several rights-of-way, including future extensions from adjoining properties. Construction is to occur concurrent with development of adjacent parcels. RTE. 607 is depicted on the Conceptual Development Plan adjacent to this property. This parcel is currently undeveloped; therefore, the proffer has not yet been triggered for dedication and construction of this portion of Smith Switch Road.

B. Spine Roads and Infrastructure

Applicant shall dedicate and construct several rights-of-way, as shown on the Conceptual Development Plan, that connect Ashburn Village Boulevard with Route 641 to the west and future extensions from adjoining properties so that a comprehensive network of roadways is provided. Dedications of the rights-of-way shall be from 60’ to 120’ and generally as shown on the Conceptual Development Plan. Construction will occur in phases concurrent with the development of adjacent parcels. The roadways shall be constructed in accordance with VDH&T standards.

PIN #033-20-7034, Northern Virginia Regional Park Authority (NVRPA)
A portion of this property is subject to the proffers of Ashburn Village, ZMAP 1984-0007, including Proffer VII.B which provides for dedication and construction of right-of-way shown on the Conceptual Development Plan.
Plan. It is noted that this parcel includes the W&OD Trail; replacement land may be required if the trail is impacted by the future expansion of Smith Switch Road.

**PIN #060-48-1813, Northern Virginia Regional Park Authority (NVRPA)**

This property is used by NVRPA as a maintenance facility. It is subject to a commission permit, CMPT 1989-0090, and a special exception application, SPEX 1989-0054, which were approved by the Board of Supervisors on April 3, 1990. SPEX 1989-0054 condition 6 provides for the reservation of 35 feet from the centerline of Route 607. This reservation is shown on the approved site plan for the maintenance facility, SPPF 1989-0066.

6. The applicant shall reserve 35 ft. to the centerline of Route 607 along the property frontage. Said area or portion thereof, shall be reserved for future transportation improvements in a form acceptable to VDOT, the County and the applicant.

**Stonegate (PIN #060-47-7190 & 060-27-2070)**

Right-of-way dedication recorded along the Stongate property frontage of 35 feet from centerline was processed with record plat SBRD 2010-0013 and recorded with instrument #201001222-0083230. This dedication was made pursuant to Stonegate, ZMAP 2005-0001, Proffer VII.A.

**VII. TRANSPORTATION**

A. Smith Switch Road Improvements

The applicant shall dedicate to the County the necessary right-of-way along the frontage of the property to ensure that there is a minimum of thirty-five feet (35’) of right-of-way from the current centerline of Smith Switch Road. In addition, the applicant shall construct a half section of the currently planned four lane section of Smith Switch Road along the Property frontage. The construction of Smith Switch Road will be completed to base paving prior to the issuance of the seventy-fifth (75) zoning permit. The applicant shall have two options for providing the half section of frontage improvements as set forth below.

**PIN #060-38-0622, Merritt – Beaumeade LLC**

Right-of-way dedication of 35 feet from centerline was recorded with the site plan for Beaumeade Merritt Tract Bldg 3 & 4, STPL 2005-0099, and recorded on instrument #20061120-0097413.

**PIN #060-27-7964, Yak Ventures LLC**

Right-of-way dedication of 35 feet from centerline was processed with ESMT 2008-0055 and recorded with instrument #20090230-0016777. This property is subject to the proffers for Poland, ZMAP 1986-0024. This dedication was made in accordance with Proffer 3.

3) Applicant will provide road improvements along the full length of the property frontage on Rt. 607 to accommodate a U4 road section per VDOT standards. Said improvements shall consist of right-of-way dedication equaling 35 feet from centerline, which shall be dedicated on request by the County or Virginia Department of Transportation, and road construction equal to 26 feet from centerline to face of curb, which shall be implemented in conjunction with the construction of the first building on this site. If above improvements are constructed by others prior to this project’s development, applicant shall provide a cash equivalent, prior to occupancy of first building, to the County for road improvements in Rt. 607 vicinity as deemed appropriate by the Board of Supervisors.
Ashburn Business Park
Right-of-way dedication was recorded in deed book 1063, page 176; plat cabinet A, slot 3, page 4 which resulted in 90 feet of right-of-way along the frontage of Ashburn Business Park. This dedication was made pursuant to the Dulles Executive Center special exception application, SPEX 1986-0036, Condition 5. There was additional dedication for 2,809 square feet processed with instrument number 20080826-0052102.

Cameron Chase
Right-of-way dedication along the Smith Switch Road frontage of Cameron Chase was recorded in deed book 1558, page 1236 and shown on the plat filed in cabinet D, slot 761, page 6. A ten foot trail easement was also recorded with the referenced instrument. N Cameron Chase is a by-right development; this project it is not subject to any proffers.

PIN #060-16-1531, Commonwealth Recreation Partners
Right-of-way dedication for Smith Switch Road adjacent to this property was recorded in deed book 1069, page 1568 and shown on the plat filed in plat cabinet A, slot 37, page 9; 14,607 square feet was dedicated to provide 45 feet from the centerline. This dedication was done pursuant to Ashburn Center, ZMAP 1988-0027, Proffer 3. The approved Concept Development Plan depicts what is now known as Smith Switch Road as a 90 foot four lane divided roadway along this property frontage and transitioning to a two lane roadway north of this site.

3. The Applicant shall dedicate and construct the on-site streets as shown on the Plan and Plat in accordance with the Virginia Department of Transportation (VDOT) and/or Loudoun County standards, as directed by the County.

Dedications of the rights-of-way shall be from forty (40) feet to one hundred twenty (120) feet as shown on the Plan and Plat. Dedication of these rights-of-way shall take place at the time of approval of record plats for portions of the Property adjoining these rights-of-ways. Construction of all roads shall take place concurrent with the development of the Property located adjacent to said roadways. Site entrances entering Routes 641, 640 and 625 shall meet VDOT requirements. Other public streets within the Property not shown on the Concept Plan will be dedicated at time of approval of record plats and constructed concurrent with development of the Property in accordance with VDOT and Loudoun County standards and as required by VDOT and by the Loudoun County Land Subdivision and Development Ordinance and the Loudoun County Zoning Ordinance.

Signalization of intersections within Ashburn Center shall be designed and installed by the Applicant, when warranted, for all "onsite" roadways. Signalization of the "off-site" intersections; i.e., Ashburn Village Boulevard/Route 625, Ashburn Village Boulevard/Route 640 and Route 641/North Ryan By-Pass, shall be designed and installed by the Applicant and adjacent property owners, when warranted. The Applicant’s responsibility to signalize these intersections shall terminate at such time as the last record

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subdivision plat or final site plan for the Property, whichever occurs last in time, is approved as a part of the Property’s initial development.

**PIN #061-46-0385, Navy Federal Credit Union**
Right-of-way dedication of 90 feet for Smith Switch Road was recorded in deed book 1046, page 1080. This dedication was made pursuant to Ashburn Center Proffer 3; refer to above item for proffer text.

**Proffer Information – Construction and Cash in Lieu:**

- Ashburn Village, Proffer VII.B provides for construction of rights-of-way shown on the Conceptual Development Plan at time of development of adjacent parcels. The Ashburn Village parcels that have frontage on Smith Switch Road are undeveloped and it is uncertain when development will occur. The Ashburn Village proffers do not contain a provision for cash in lieu contribution if Smith Switch Road is constructed by others.

**B. Spine Roads and Infrastructure**

Applicant shall dedicate and construct several rights-of-way, as shown on the Conceptual Development Plan, that connect Ashburn Village Boulevard with Route 641 to the west and future extensions from adjoining properties so that a comprehensive network of roadways is provided. Dedications of the rights-of-way shall be from 60’ to 120’ and generally as shown on the Conceptual Development Plan. Construction will occur in phases concurrent with the development of adjacent parcels. The roadways shall be constructed in accordance with VDH&T standards.

- Stonegate, ZMAP-2005-0001, Proffer VII.A.(i) provided for construction of a half section of the ultimate four lane Smith Switch Road. This proffer was fulfilled by the developer of Stonegate.

**(i) If the Applicant or the County is able to acquire the necessary off-site right-of-way from the property owners of PIN #060-278-493-000 and PIN #060-386-623-000 located on the east side of Smith Switch Road along the frontage of the Property, the Applicant will construct the extension of the existing eastern half section (northbound lanes) of Smith Switch Road as a half section of the ultimate four-lane divided roadway.**

It is noted that on June 5, 2012, the Board of Supervisors authorized a contract between the County and Capretti Land to construct two lanes of Smith Switch Road from Gloucester Parkway to the W&OD Trail. This project is being done to further the proffered construction of Stonegate’s improvements on the south side of the W&OD. The eastern half section of Smith Switch Road (future northbound lanes) will be constructed by this project.

- Poland, ZMAP 1986-0024, Proffer 3 provides for cash in lieu of construction contribution if the improvements to Route 607 along the property’s frontage are constructed by others. Since the developer of Stonegate constructed Smith Switch Road, including along the frontage of the Poland property, a cash equivalent contribution is owed to the County prior to the occupancy of the first building constructed on the site. The NIVO electric substation was constructed on this property, which was deemed not to be a building. Staff is not aware of any imminent plans to develop this property. Based on the construction costs provided by the developer of Stonegate, the estimated cash in lieu contribution is $360,000.
3) Applicant will provide road improvements along the full length of the property frontage on Rt. 607 to accommodate a U4 road section per VDOT standards. Said improvements shall consist of right-of-way dedication equaling 35 feet from centerline, which shall be dedicated on request by the County or Virginia Department of Transportation, and road construction equal to 26 feet from centerline to face of curb, which shall be implemented in conjunction with the construction of the first building on this site. If above improvements are constructed by others prior to this project’s development, applicant shall provide a cash equivalent, prior to occupancy of first building, to the County for road improvements in Rt. 607 vicinity as deemed appropriate by the Board of Supervisors.

- Smith Switch Road between Waxpool Road/Farmwell Road and the southern boundary of Poland was constructed by the developer of Ashburn Business Center according to the construction plans submitted for Ashburn Business Park Phase 1A and Phase 1B. The road currently exists as a four lane median divided roadway between Waxpool Rd/Farmwell Rd to Ice Rink Plaza. North of that point, the road transitions to a half section. This construction was performed pursuant to conditions 9 and 10 of the Ashburn Business Park preliminary subdivision application, SBPL 1988-0073.

9. Dedicate and construct a half section of a U4R roadway (90 ft. right-of-way) from the existing Route 640/Route 607 intersection north along the length of the applicant’s property.

10. Provide the appropriate transition from the 1/2 U4R section of Route 607 north of Route 640 to the full U4R section of Route 607 south of Route 640. This transition design shall be approved by VDOT and the County.

Proffer Information – Cash Contributions:

- Stonegate, ZMAP-2005-0001, Proffer VII.B provides for a cash contribution of $3,135 to be paid to the County at the time of issuance of each zoning permit. The County has received a total of $206,557 for Proffer VII.B, which is partially fulfilled. Pursuant to the Gloucester Parkway Draw Down Account that was approved with the proffers of Erickson, ZMAP 2005-0026, the funds that the County receives for Stonegate regional road contributions are to be reimbursed to the developer of Erickson (Ashby Ponds). Therefore, this proffer fund is not available to fund future improvement to Smith Switch Road.

B. Regional Transportation Improvements and Transit Facilities Contribution

(i) The Applicant shall make a one-time contribution, to be used by the County for regional transportation improvements, concurrent with the issuance of each residential zoning permit, in the amount of $3,135 to be applied to the following improvements in this order:

1. Smith Switch Road improvements from the subject property south to Waxpool Road. In the event the designation for Smith Switch Road in the County Transportation Plan (“CTP”) is reduced to a two (2) lane road, this priority shall be deemed satisfied.

2. The extension of Gloucester Parkway from its present terminus in Ashburn Village east to Route 28.

3. Any transportation improvement in the Broad Run District as it exists at the time of approval of this application.
Disclaimer:
This document is not intended to be and shall not be deemed to be an official order, requirement, decision or
determination made by or on behalf of the Zoning Administrator. Information contained within this document
is based upon data available at the time the report was initiated, and may be subject to change.
Name of Segment:  Waxpool Road (#25)

Segment Location:  Loudoun County Parkway to Smith Switch Road

Category:  Bottleneck

Estimated Cost:  $2,997,000

Funding Options:  There is approximately $213,138 in road improvement funds associated with ZMAP-1985-0014 and SPEX-1998-0017. Further evaluation is required to determine the appropriateness of the use of these funds for Route 625 Improvements.

Summary

Right-of-Way:
Worldcom Proffer II.F. requires Waxpool Road right-of-way reservation and dedication along the Property’s frontage to accommodate the owner’s half of right-of-way for the ultimate expansion of Route 625 to a six lane median divided roadway. There have been some right-of-way dedications recorded along the Worldcom frontage; however, further analysis is required to determine whether these dedications provide sufficient right-of-way to accommodate three eastbound lanes.

Construction:
Staff believes that construction of the existing Waxpool Road was completed by a private agreement made between numerous Developers, in conjunction with the Ashburn Farm Development, that were required by Proffers and Conditions to make improvements to Waxpool Road. The Waxpool Road improvements began in Ashburn Farm and continued to the Broad Run Bridge Crossing.

Worldcom Proffer II.F provides for construction of a third eastbound lane from Smith Switch Road to the bridge over Broad Run; this construction is to occur coincident with development of Land Bays A, B and C, which are currently undeveloped. It is noted that the Loudoun Center rezoning application, ZMAP 2010-0007, which is currently under review, proposes to remap Worldcom land bays A and B, which may modify Worldcom Proffer II.F.

Funding Sources:
There is approximately $213,137.59 in road improvement funds associated with ZMAP-1985-0014 and SPEX-1998-0017. Further evaluation is required to determine the appropriateness of the use of these funds for Route 625 Improvements.

Current Status:  The most recent improvements in the area were intersection improvements administered by VDOT at the intersection of Waxpool Road and Loudoun County Parkway. VDOT funded the project with $5 million in federal stimulus funds.
Proffer/Condition Analysis

ROW Status:
PIN #061-46-7942, Alshain Ventures LLC c/o Dupont Fabros Development
A portion of this parcel is subject to the Proffers associated with ZMAP-1985-0014, Systematics General (Loudoun Station), which was approved on 10/21/85 and Conditions associated with SPEX-1998-0015/1998-0016/1998-0017, Ashburn Corporate Center, which was approved on 5/5/99. See below for Proffer and Condition information.

A portion of this parcel is subject to the Proffers associated with ZMAP-1986-0035 and Conditions of Approval associated with SPEX-1986-0035, Dulles Executive Center which was approved on 03/16/1987. There are no Proffers associated with ZMAP-1986-0035. Condition 5 of, SPEX-1986-0035, requires right-of-way dedication along Route 625 as shown on the CDP. The Right-of-way dedication was provided by “Record Plat of the Property of Loudoun Station Limited Partnership” recorded in Plat Cabinet A, Slot 209, Pages 6-9 (Instrument #199011020406568) on 11/2/90. Additional right-of-way was dedicated by ESMT-2000-0027 recorded on 6/19/01 in Plat Cabinet F, Slot 247 Pages 7-9. This parcel is also subject to the Proffers associated with ZMOD-1990-0002, Ashburn Business Park which was approved on 08/7/1990. There are no Proffers associated with ZMOD-1990-0002 that require right-of-way dedication or road improvements to Route 625.

A portion of this parcel is subject to the Proffers associated with ZMAP-1988-0027, Ashburn Center, which was approved on 02/20/1990 and ZMAP-1991-0001, Ashburn Center (2), which was approved on 10/15/91. The Proffers associated with ZMAP-1988-0027 were restated in the Proffer statement associated with ZMAP-1991-0001.Proffer 3 requires right-of-way dedication and construction of the onsite-streets as shown on the Concept Plan. The right-of-way was dedicated by a Plat titled “Plat Showing Street Dedication and Various Easements Through the Property of Ashburn Center Partnership” which was recorded in Plat Cabinet D, Slot 577, Pages 9 and 10. Road improvements were shown on CPAP-1998-0065.

5) At the time of development or as requested by VDOT the property owner will dedicate rights-of-way along the western portion of the property shown on the Illustrative Concept Plan as “proposed dedicated area for highway expansion" and "proposed realignment of Normans Station Road”. The right-of-way dedications for these and other roadways shown will be as required by VDOT and in accordance with the County Comprehensive Plans at the time of development.

3. The Applicant shall dedicate and construct the on-site streets as shown on the Plan and Plat in accordance with the Virginia Department of Transportation (VDOT) and/or Loudoun County standards, as directed by the County.

Dedications of the rights-of-way shall be from forty (40) feet to one hundred twenty (120) feet as shown on the Plan and Plat. Dedication of these rights-of-way shall take place at the time of approval of record plats for portions of the Property adjoining these rights-of-ways. Construction of all roads shall take place concurrent with the development
of the Property located adjacent to said roadways. Site entrances entering Routes 641, 640 and 625 shall meet VDOT requirements. Other streets within the Property not shown on the Concept Plan will be dedicated at time of approval of record plats and constructed concurrent with development of the Property in accordance with VDOT and Loudoun County standards and as required by VDOT and by the Loudoun County Land Subdivision and Development Ordinance and the Loudoun County Zoning Ordinance.

Signalization of intersections within Ashburn Center shall be designed and installed by the Applicant, when warranted, for all "onsite" roadways. Signalization of the "off-site" intersections, i.e., Ashburn Village Boulevard/Route 625, Ashburn Village Boulevard/Route 640 and Route 641/North Ryan ByPass, shall be designed and installed by the Applicant and adjacent property owners, when warranted. The Applicant’s responsibility to signalize these intersections shall terminate at such time as the last record subdivision plat or final site plan for the Property, whichever occurs last in time, is approved as a part of the Property's initial development.

PIN #061-416-7942 – Ashlaim Ventures LLC (portion of), PIN #061-46-7942 and #061-37-5816 - Catapult Ventures LLC, PIN #061-37-8938 - BPG Hotel Partners VII LLC, PIN #061-38-2821 - GAPSI Real Estate Partners LLC, PIN #061-38-6803 - Ashburn Guardian LLC (Systematics General/Loudoun Station)

These parcels are subject to the Proffers associated with ZMAP-1985-0014, Systematics General (Loudoun Station), which was approved on 10/21/85 and Conditions associated with SPEX-1998-0015/1998-0016/1998-0017, Ashburn Corporate Center, which was approved on 5/5/99. PIN #061-38-6803, Ashburn Guardian, is not subject to the Conditions associated with SPEX-1998-0015/1998-0016/1998-0017, Ashburn Corporate Center. However, it is subject to the Conditions associated with SPEX-1997-0024, Guardian Storage Center of Ashburn, which was approved on 1/21/98.

Proffer 2 of ZMAP-1985-0014 provides for right-of-way dedication along Waxpool Road sufficient to expand the existing right-of-way to 55 feet from existing centerline. Right-of-way was dedicated per a Plat titled “Record Plat of the Property of Loudoun Station Limited Partnership” recorded in Plat Cabinet A, Slot 209, Pages 6-9 (Instrument #199011020406568) on 11/2/90. Additional right-of-way was dedicated by ESMT-2000-0027 recorded on 6/19/01 in Plat Cabinet F, Slot 247 Pages 7-9.

Condition 10 of SPEX-1997-0024 required the applicant to provide right-of-way for the ultimate condition of Route 625 at the time of site plan approval. Right-of-way was dedicated via a Plat titled “Plat Showing Dedication of Right-of-Way for Public Street Purposes, Storm Drainage Easement and Vacation of LCSA Waterline Easement on Lot 6 Loudoun Station” in Plat Cabinet E, Slot 225 Page 5, in conjunction with STPL-1998-0014.

2. TRANSPORTATION – DEDICATION OF LAND FOR PUBLIC RIGHT-OF-WAY

The Applicant agrees to reserve for public right-of-way the following described land and to dedicate said land to the County at such time as the County or the Virginia
Department of Highways and Transportation required in order to permit the construction thereon for public right-of-way improvements.

a. Land across Applicant’s frontage sufficient to expand the existing right-of-way of State Route 625 across said frontage to 55 feet from existing centerline to edge of each right-of-way for a total right-of-way width of 110 feet. In the event the County of Loudoun alters the Dulles North Area Management Plan to show no longer the plan to four-lane the public right-of-way across the aforesaid portion of the Applicant’s frontage, the Applicant shall no longer be required by this proffer to hold the aforesaid land in reservation or to make such dedication.

10. The applicant shall provide the dedicated right-of-way for the ultimate condition of Route 625 at the time of site plan approval.

PIN #061-29-1069, Beaumeade Professional Center Associates
This parcel is subject to the Conditions associated with SPEX-2000-0025, Beaumeade Lot 1A, which was approved on 10/4/00. Condition 8 provides for right-of-way dedication of 12’ on Waxpool Road along the site frontage. The right-of-way dedication was provided on ESMT-2000-0050, associated with STPL-2000-0041, recorded in Plat Cabinet F, Slot 59 Page 7, on 12/21/00.

8) The applicant shall dedicate, at time of site plan approval and at no cost to Loudoun County, twelve (12) feet along site frontage on Waxpool Road.

PIN #061-36-2081 and #061-36-2081 – Zebra Ventures LLC, PIN #061-25-4209 – UUNET Technologies
These parcels are subject to the Proffers and Conditions of Approval associated with ZMAP-1998-0003/SPEX-1998-0020 which was approved on 06/17/98. Proffer II.F. requires Waxpool Road right-of-way reservation and dedication along the Property’s frontage to accommodate the owner’s half of right-of-way for the ultimate expansion of Route 625 to a six lane median divided roadway. Waxpool Road right-of-way was dedicated per a Plat titled “Record Plat of the Property of Loudoun Station Limited Partnership” recorded in Plat Cabinet A, Slot 209, Pages 6-9 (Instrument #199011020406568) on 11/2/90 and SBRD-2003-0011 recorded on 04/13/04 via Instrument #20040413-0034406. Further analysis is required to determine whether these dedications provide sufficient right-of-way to accommodate three eastbound lanes.

F. ROUTE 640/625

Along the Property's Waxpool Road (Route 625) frontage from Smith Switch Road (Route 607 adjacent to the Islamic Saudi Academy) to the eastern property line at Broad Run, the Owner shall reserve additional right-of-way to provide the Owner’s half of up to a maximum of one hundred and twenty (120) feet of total right-of-way, as measured from the existing centerline of Route 625, so as to accommodate the Owner’s half of right-of-way for the ultimate expansion of Route 625 in this area to a six-lane median divided road. Upon request by the County and VDOT, the Owner shall dedicate the reservation area at no cost to
the County. The Owner shall also construct a third eastbound through lane from Smith
Switch Road to the existing bridge over Broad Run (but the Owner shall not be responsible
for the construction of additional bridge improvements over Broad Run) with right and left
turn lanes into and from the Property. These improvements will be provided coincident with
development in Land bays A, B and C fronting on this road. Inasmuch as the third eastbound
through lane is a regional transportation improvement, hard and soft design/construction
costs for this through lane (but not the turn lanes) may be credited against the $.50 per
square foot regional transportation contribution provided in Section G below.

Proffer Information – Construction and Cash Contributions:

Staff believes that construction of the existing Waxpool Road was completed by a private
agreement made between numerous Developers, in conjunction with the Ashburn Farm
Development, that were required by Proffers and Conditions to make improvements to Waxpool
Road. The Waxpool Road improvements began in Ashburn Farm and continued to the Broad
Run Bridge Crossing.

- Proffer 9 of ZMAP-1988-0027 and ZMAP-1991-0001, Ashburn Center, requires that a
  contribution of $500,000 be made for the construction of widening of Route 625 to a four
  lane divided facility between Route 625 and the Route 28 intersection. A cash
  contribution agreement was not received from the Applicant; these funds were instead
  used directly towards road improvements of Route 625 in conjunction with Ashburn
  Farms. A zoning letter from Bob Bosco, dated 10/6/94, clarified the Zoning
  Administrator’s determination dated 1/7/91 and reiterated that Proffer 9 of ZMAP-1988-
  27 and ZMAP-1991-0001 has been satisfied.

9. Prior to approval of the first record plat for the Property, the Applicant
shall contribute funds to the County or VDOT as directed by the County, in the
amount of FIVE HUNDRED THOUSAND DOLLARS ($500,000.00) for the
construction of widening Route 625 to a four (4) lane divided facility between the
existing Route 625/Route 607 intersection and the Route 625/Route 28
intersection, ("the Project").

In the event such construction has been accomplished by others, the
Applicant shall contribute to Loudoun County or VDOT, at the choice of Loudoun
County, the above-referenced FIVE HUNDRED THOUSAND DOLLARS
($500,000.00), with payment to be credited towards any shortfall in funding of the
Project, if one exists. If a shortfall does not exist or such shortfall is less than
FIVE HUNDRED THOUSAND DOLLARS ($500,000.00), then this payment or as
much as is left shall be used for the improvement of other roads within a five (5)
mile radius of the Applicant’s property.

- Proffer 1 of ZMAP-1985-0014 provides for a per square foot contribution at the time of
building permit issuance for transportation improvements. Ashburn Guardian fulfilled
this Proffer by contributing $46,264, the account earned $24,080 in interest and there
have been no expenditures resulting in a balance of $73,345. Further evaluation is
required to determine the appropriateness of the use of these funds for Route 625 Improvements.

1. **TRANSPORTATION - DONATION TO COST OF IMPROVEMENTS**

   The Applicant shall make monetary contribution for transportation improvements in the base amount of THIRTY-ONE CENTS ($0.31) per square foot of building erected on the subject property. The Applicant shall pay said sum at the time that the County of Loudoun issues a building permit for any portion of said construction and the sum donated to be constructed under said permit multiplied by said base amount; provided further that the total thus derived shall be increased by 6 percent for every year or fraction thereof that said payment is made after January 1, 1987. This donation is made expressly contingent upon said donation being used by the County or its agent to improve public right-of-way abutting the property of the Applicant.

   The County of Loudoun shall keep said donated amount(s) in an interest bearing account which provides for said donation and the interest accrued thereon to be determined at any point in time. In the event said donation is not used by the County or its agent to improve the aforesaid public right-of-way within TEN (10) years of the making of said donation the amount of said donation not so used within (10) year of the making thereof, together with accrued interest thereon, shall be make available by the County to the Applicant at such time as plans and profiles for improvement of right-of-way on the Applicant’s frontage have been submitted to the Virginia Department of Highways and Transportation by the Applicant and approved by said Department. Thereafter the Applicant shall cause such improvements to be completed pursuant to said approval within a reasonable time from the receipt of said funds from the County.

- Condition 7 of SPEX-1998-0015 and Condition 6 of SPEX-1998-0017 provide for a cash contribution to be used for improvements to the north side of Waxpool Road between Panorama Parkway (now called Loudoun County Parkway) and Lot 6 of Loudoun Station. Per a cash contribution agreement dated 07/27/0 $110,670 was contributed. The account earned $29,123 in interest and there were no expenditures resulting in a balance of $139,793. If available, these funds are available for improvements to this section of Waxpool Road.

7. The applicant shall contribute $105,000 (in 1999 dollars, adjusted in accord with the Consumer Price Index) to the County for construction of the third lane improvements to the off-site frontage along the north side of Route 325 between Panorama Parkway and Lot 6 of Loudoun Station (Guardian Storage). The contribution shall be provided at the time of zoning permit issuance for total office buildings exceeding 500,000 square feet on the property subject to this Special Exception, and SPEX-1998-0017. This condition if replicated in SPEX-1998-0017, and the total contribution shall not exceed $105,000.
6. The applicant shall contribute $105,000 (in 1999 dollars, adjusted in accord with the Consumer Price Index) to the County for construction of the third lane improvements to the off-site frontage along the north side of Route 325 between Panorama Parkway and Lot 6 of Loudoun Station (Guardian Storage). The contribution shall be provided at the time of zoning permit issuance for total office buildings exceeding 300,000 square feet on the property subject to this Special Exception, and SPEX-1998-0015. This condition if replicated in SPEX-1998-0015, and the total contribution shall not exceed $105,000.

- Condition 6 of SPEX-1998-0015 and 8 of SPEX-1998-0017 provides for construction of the third westbound lane of Route 625/640 between Loudoun Station Lot 5A and Smith Switch Road with right and left turn lanes where required. Catapult Ventures LLC provided frontage improvements to Route 625 as shown on CPAP-2000-0014 which was approved on 7/07/2000.

6. The Applicant shall construct the third westbound lane of Route 625/640 between Loudoun Station lot 5A and Smith Switch Road with appropriate single left and right turn lanes where needed. These third lane improvements shall be constructed or bonded for construction prior to the issuance of the Zoning Permit causing the total office building area to exceed 300,000 square feet, as part of this special exception and Special Exception 1998-0017.

8. The Applicant shall construct the third westbound lane of Route 625/640 between Loudoun Station lot 5A and Smith Switch Road with appropriate single left and right turn lanes where needed. These third lane improvements shall be constructed or bonded for construction prior to Zoning Permit issuance of the total office building area exceeding 300,000 square feet as part of this special exception and Special Exception 1998-0015. If the County has received money for the construction of the third westbound lane of Route 625/640 pursuant to proffer 1 of ZMAP-1985-0014, Systematics General (now known as Loudoun Station) and such money has not been spent for such construction prior to approval by VDOT and the County of the Applicant’s construction plans and profiles for the third lane on Route 625/640, then upon approval of such construction plans and profiles and the written request of the applicant, and pursuant to the terms of proffer 1 of ZMAP 1985-0014, the applicant shall be designated the County’s agent for construction such improvements and such money shall be provided to the applicant and used by the applicant for the construction of the third westbound lane on Route 625/640 where it abuts the property which is the subject of ZMAP-1985-0014. The applicant shall provide an accounting of the expenditure of such funds to the County and any unused funds shall be returned to the County.

- Condition 9 of SPEX-1997-0024 provides for construction of a right turn lane from westbound Route 625 along the property frontage of Ashburn Guardian. The right turn lane was provided with STPL-1998-0014 which was approved on 12/10/02.
9. The applicant shall provide a right turn lane for the site, from westbound Route 625 (Waxpool Rd.).

- Proffer II.B.(d) of ZMAP-1998-0003, Worldcom, requires the Applicant to restripe the intersection of Panorama Parkway (now named Loudoun County Parkway) and Route 625 to provide 2 southbound through lanes and a southbound left turn lane. Intersection improvements shall also include a right turn lane from eastbound Route 625 and expanded existing left turn lane to a dual left turn lane. These improvements were provided with CPAP-1998-0028 and VDOT Permit #949-32337.

II. TRANSPORTATION PROFFERS

B. RIGHT-OF-WAY DEDICATION AND CONSTRUCTION

(d) Route 625/Panorama Parkway Intersection. Concurrently with the construction of Loudoun County Parkway, the Owner shall cause the intersection of Panorama Parkway at Route 625 (primary entrance to Beaumeade Corporate Park) to be restriped so as to provide two southbound through lanes and a southbound left turn lane. Intersection improvements for this intersection shall include a right turn lane from eastbound Route 625 onto Loudoun County Parkway, and will be constructed concurrently with Loudoun County Parkway. The existing left turn lane from westbound Route 625 to Loudoun County Parkway shall be expanded into a dual left turn lane at such time as development within the Property makes this improvement necessary pursuant to VDOT standards.

- Worldcom, ZMAP 1998-0003, Proffer II.F provides for the Owner to construct a third eastbound through lane from Smith Switch Road to the existing bridge over Broad Run. This improvement is to occur coincident with development in Land Bays A, B and C fronting Waxpool Road. At the present time, Land Bay A, B and C are undeveloped; therefore, this proffer has not yet been triggered. It is noted that the Loudoun Center rezoning application, ZMAP 2010-0007, which is currently under review, proposes to remap Worldcom land bays A and B, which may modify Worldcom Proffer II.F

F. ROUTE 640/625

Along the Property's Waxpool Road (Route 625) frontage from Smith Switch Road (Route 607 adjacent to the Islamic Saudi Academy) to the eastern property line at Broad Run, the Owner shall reserve additional right-of-way to provide the Owner's half of up to a maximum of one hundred and twenty (120) feet of total right-of-way, as measured from the existing centerline of Route 625, so as to accommodate the Owner's half of right-of-way for the ultimate expansion of Route 625 in this area to a six-lane median divided road. Upon request by the County and VDOT, the Owner shall dedicate the reservation area at no cost to the County. The Owner shall also construct a third eastbound through lane from Smith Switch Road to the existing bridge over Broad Run (but the Owner shall not be responsible for the construction of additional bridge improvements over Broad Run) with right and left turn lanes into and from the Property. These improvements will be provided coincident with
development in Land bays A, B and C fronting on this road. Inasmuch as the third eastbound through lane is a regional transportation improvement, hard and soft design/construction costs for this through lane (but not the turn lanes) may be credited against the $.50 per square foot regional transportation contribution provided in Section G below.

Disclaimer:
This document is not intended to be and shall not be deemed to be an official order, requirement, decision or determination made by or on behalf of the Zoning Administrator. Information contained within this document is based upon data available at the time the report was initiated, and may be subject to change.
Name of Segment: Waxpool Road (#26)

Segment Location: Loudoun County Parkway to Route 28

Category: Bottleneck

Estimated Cost: $8,505,000

Funding Options: No funding has been identified to widen this section of Waxpool Road. The Board of Supervisors recently approved $1M to design improvements to two intersections on Waxpool Road and approved an additional $1.2M of gas tax revenue to be used for land acquisition and construction of the improvements. VDOT has indicated it will include $7 million in the upcoming FY 14 – FY 19 Six Year Plan for use in the Waxpool Road corridor. A specific scope of work will be developed after the traffic analysis is completed for the corridor as a part of the Ashburn Traffic Analysis.

Summary

Right-of-Way:
There are no proffers or conditions that provide additional right-of-way dedication for this portion of Waxpool Road.

Construction:
Staff believes that construction of the existing Waxpool Road was completed by a private agreement made between numerous Developers, in conjunction with the Ashburn Farm Development, that were required by Proffers and Conditions to make improvements to Waxpool Road. The Waxpool Road improvements began in Ashburn Farm and continued to the Broad Run Bridge Crossing.

Worldcom Proffer II.F provides for construction of a third eastbound lane from Smith Switch Road to the bridge over Broad Run; this construction is to occur coincident with development of Land Bays A, B and C, which are currently undeveloped. However, VDOT constructed the third eastbound lane on Waxpool Road from Loudoun County Parkway to Route 28, along Worldcom Land Bay C. The Worldcom proffers do not provide for a cash in lieu contribution.

Funding Sources:
The County recently received a $1,943,829 contribution for Dulles 28 Center ZMAP-1989-0021. A determination has been requested to determine the appropriateness of the use of these funds to construct Route 625 intersection improvements.

Current Status:
Intersection Improvements - Waxpool Road/Pacific Boulevard and Waxpool Road/Broderick Drive intersections – On July 17, 2012, the Board of Supervisors approved funding for design of improvements to these intersections. An application for FY 14 Revenue Sharing funds for the construction of the intersection improvements has been submitted to VDOT. VDOT used $5 million in federal stimulus funds to improve the intersection at Waxpool Road and Loudoun County Parkway. As a part of the Ashburn Traffic Analysis project, updated traffic analyses will be done in
the Waxpool Corridor. The County and VDOT will then develop a scope of work for a project utilizing the $7 million the State will be including in the FY 14- FY 19 Six Year Plan.
Proffer/Condition Analysis

ROW Status:
**PIN #044-49-3578, Dulles 28 Center Retail Group LCC c/o Lerner Corporation**
This parcel is subject to the proffers approved with ZMAP-1989-0021, Dulles 28 Center, which was approved on 11/21/1989. Proffer 10 provides for the dedication of land for the 6-lane ROW on Route 625 as depicted on “Exhibit D” upon request of the County and Proffer 17 provides for dedication of land for the Route 28/Route 625 interchange. VDOT completed the widening of Waxpool Road Route 28 to the crossing with Broad Run from 4 to 6 lanes and the interchange and flyover Bridge in Fall 2005 with VDOT project 0028-053-110, RW201. The dedication was recorded in Highway Plat Instrument #200404010029595.

10. The applicant will dedicate the land within the property necessary for the 6 lane right-of-way for the improvements of Route 625, as depicted on the Dewberry & Davis plans for Route 625 as attached hereto as “Exhibit D”, upon written request from the County.

17. The applicant will dedicate to the County or State the area of the property required for the Route 28/625 interchange as crosshatched on the right-of-way drawings by Dewberry & Davis, Exhibit J, upon request of the Board of Supervisors.

**PIN #044-48-0782 W G Sterling VA, LLC c/o Wegmans Food Markets, Attn: R E Acnt, 043-17-2630 and 043-16-9304 Dulles 28 Associates LLP, c/o Lerner Corporation**
These parcels are subject to the proffers approved with ZMAP-1989-0021, Dulles 28 Center, which was approved on 11/21/1989, including Proffer #10. The right-of-way was dedicated with Instrument # 2004040010029595. VDOT completed the widening of Waxpool Road from Route 28 to the crossing with the Broad Run.

**PIN #043-17-2630, Dulles 28 Associates LLP**
This parcel is subject to the proffers approved with ZMAP-1989-0021 Dulles 28 Center which was approved on 11/21/1989, including Proffer #10 above. Right-of-way was dedicated in deed book 1100, page 63, and shown in Highway Plat book 8, page 365.

**PIN #044-47-0591, Dulles 28 Associates LLP, c/o Lerner Corporation**
This parcel is vacant and is not subject to any proffers or conditions. Right-of-way was dedicated in deed book 1100, page 63, and shown in Highway Plat book 8, page 365.

**PIN #043-26-6108, Beaumeade Dulles 28 Golf Assoct LLC, c/o Lerner Corporation**

**PIN #043-35-8969, Beaumeade Dulles 28 Golf Assoct LLC, c/o Lerner Corporation**
This parcel is subject to the conditions of SPEX-2006-0025, Presidential Golf Course, approved on 11/14/2006. There are no conditions that provide for right-of-way dedication. The right-of-way was dedicated with a highway plat recorded in deed book 1197, page 677.

**PIN #061-20-4719, Beaumeade Associates LL LLP, c/o Lerner Corporation**

This parcel is vacant and is subject to SPEX-1999-0027 Beaumeade Corporate Park Lots 55-59 approved on 6/19/2000. However, no conditions were approved which provide right-of-way dedication for Waxpool Road. The property is also subject to ZMAP-1986-0039, Beaumeade. Proffer 1 provided for dedication of two additional travel lanes along Route 625. Dedication for Route 625 was recorded in deed book 1197, page 677, shown in plat filed in cabinet A, slot 531, page 2.

1) Applicant will construct, at Applicant's expense, two additional travel lanes north of the existing two lanes of Route 625, along the frontage of the property, from the west bank of the Broad Run, to the eastern property line. The two lanes will be the westbound lanes of Route 625 which is to be a four lane divided facility.

**PIN #061-29-8643, Beaumeade Associates LL LLP, c/o Lerner Corporation**

This parcel is vacant and is subject to SPEX-1999-0027 Beaumeade Corporate Park Lots 55-59 approved on 6/19/2000. However, no conditions were approved which provide ROW dedication for Waxpool Road. The property is also subject to ZMAP-1986-0039, Beaumeade. Proffer 1 (see above) provided for dedication of two additional travel lanes along Route 625. Right-of-way dedication of 40 feet from centerline was recorded in deed book 994, page 1477.

**PIN #062-49-3798, Fairway Park Lot C1 LLC**

This parcel is vacant and is subject to the proffers approved with ZRTD-2009-0001, Fairway Park Lot C1 approved on 7/28/2009. The parcel is also subject to the conditions of SPEX-2005-0051, Presidential Golf Club South Course, approved on 6/14/2006. However, no conditions were approved with SPEX-2005-0051 and no proffers were approved with ZRTD-2009-0001 which provide right-of-way dedication for Waxpool Road. The subject property continues to be subject to the proffers approved with ZMAP-1998-0003 World Com that were reaffirmed with ZRTD-2009-0001 and conditions approved with SPEX-1998-0020 Worldcom/UUNet, approved on 6/17/1998.

Worldcom Proffer II.F provides for reservation of additional right-of-way so as to accommodate the Owner's half of right-of-way for the ultimate expansion of Route 625 in this area to a six-lane median divided road. Upon request by the County and VDOT, the Owner shall dedicate the reservation area at no cost to the County. Right-of-way dedication was recorded along this property was recorded with instrument #20041203-0128443.

Proffer II.F. Along the Property's Waxpool Road (Route 625) frontage from Smith Switch Road (Route 607 adjacent to the Islamic Saudi Academy) to the eastern property line at Broad Run, the Owner shall reserve additional right-of-way to provide the Owner's half of up to a maximum of one hundred and twenty (120) feet of total right-of-way, as measured from the existing centerline of Route 625, so as to accommodate the Owner's half of right-of-way for the ultimate expansion of Route 625 in this area to a six-lane median divided road. Upon request by the County and VDOT, the Owner shall dedicate the reservation area at no cost to the County. The Owner shall also construct a third eastbound through lane from Smith Switch Road to the existing bridge over Broad Run (but the Owner shall not be responsible for the construction of additional bridge improvements over Broad Run) with right and left turn lanes into and from the Property. These improvements will be provided coincident with...
development in Land bays A, B and C fronting on this road. Inasmuch as the third eastbound through lane is a regional transportation improvement, hard and soft design/construction costs for this through lane (but not the turn lanes) may be credited against the $.50 per square foot regional transportation contribution provided in Section G below.

PIN #062-49-3418 Fairway Office Park LLC
This property is subject to the proffers approved with ZMAP-1998-0003, Worldcom and conditions approved with SPEX-1998-0020 Worldcom/UUNet, approved on 6/17/1998. Refer to item above for proffer information.

PIN #044-37-0416 Boston Properties Lmtd Partnership
SPEX-1999-0021, Broad Run Tech Park, Condition #12 provides for the Applicant to use good-faith efforts to obtain off-site right-of-way or easements for the construction of an additional eastbound lane for the Route 625/Broderick Road Intersection Improvements. The property is subject to the conditions SPEX-2005-0051, Presidential Golf Club, South Course however, no conditions provide for dedication of right-of-way.

PIN #044-46-1959 AOL Inc. c/o Tax Department
This parcel is subject to SPEX-1997-0008, America Online British Aerospace approved on 7/2/1997. There are no conditions which provide for dedication of right-of-way.

PIN #044-36-2194 AOL Inc. c/o Tax Department
This parcel is subject to SPEX-1997-0008, America Online British Aerospace approved on 7/2/1997. There are no conditions which provide for dedication of right-of-way.

PIN #044-26-1032 AOL Inc. c/o Tax Department
This parcel is subject to the proffers approved with ZMAP-2008-0011, AOL, which was approved on 07/21/2009. The proffers associated with ZMAP-2008-0011 supersede the applicable conditions of approval of SPEX-1991-0008 and SPEX-1998-0012 for this rezoning application only. There are no proffers that provide additional right-of-way dedication along Waxpool Road, Route 625. The existing right-of-way was acquired by a Certificate of Take by VDOT which was recorded on 02/05/2004 by Instrument #200402050011163 in conjunction with VDOT plan #0028-053-110, RW201.

PIN #044-28-5198 AOL Inc. c/o Tax Department
This parcel is subject to the proffers approved with ZMAP-1998-0007, Eastport, and conditions of SPEX-1999-0004 approved on 7/24/2000. Proffer VII.J provides for dedication shown on the plan entitled “Dedication Area (20’ from existing property line)” and “Detail A: Right-of-Way Dedication.” Additional land area labeled as “Reservation Area” is provided for future dedication based upon CTB final design of the interchange at Route 28 and Waxpool Road. The right-of-way was dedicated via VDOT Certificate of Take 200402050011163 approved on 2/5/2004 in conjunction with VDOT plan #0028-053-110, RW201.

Proffer Information – Construction and Cash in Lieu:
Staff believes that construction of the existing Waxpool Road was completed by a private agreement made between numerous Developers, in conjunction with the Ashburn Farm Development, that were required by Proffers and Conditions to make improvements to Waxpool
Road. The Waxpool Road improvements began in Ashburn Farm and continued to the Broad Run Bridge Crossing. This Section of Waxpool Road was also part of the VDOT improvement project.

- SPEX-2006-0025, Presidential Golf Course, Conditions #5 and #6 provide for a right turn lane from westbound Route 625 and a left turn lane from eastbound Route 625 into the property entrance at the intersection with Broderick Drive. The right and left turn lanes were shown with STPR-2006-0033 and STPR-2009-0055.

5. As a condition of site plan approval, the applicant shall construct a right turn lane, acceptable to VDOT from westbound Route 625 into the property entrance at the intersection of Broderick Drive and Route 625.

6. As a condition of site plan approval, the applicant shall construct a left turn lane, acceptable to VDOT from eastbound Route 625 into the property entrance at the intersection of Broderick Drive and Route 625.

- ZMAP-1989-0021, Dulles 28 Center, Proffers 11, 12 and 13 provide for construction of two new westbound lanes of Route 625 and the construction of the Broad Run Bridge. Improvements built with private agreement between developers from Ashburn Village to Route 28 interchange and VDOT.

Proffer 11. Construction plans and profiles shall be filed prior to January 31, 1990 for the two new westbound lanes of Route 625 along the property frontage and the bridge over Broad Run. Said plan submission may be part of a submission of a full width 4 lane section of Route 625, but the applicant will only be responsible for bonding and construction of the 2 westbound lanes along the Property and the construction of the Broad Run bridge subject to Proffer #12 & 13 below.

Proffer 12. If approval of the plans and profiles for the two new westbound lanes, submitted in accordance with Proffer #11, is received from VDOT and County prior to April 30, 1990, then prior to the issuance of a zoning permit for the first building, the applicant will bond and commence construction on the two new westbound lanes for Route 625 along its property frontage from Rt. 28 to the east bank of Broad Run, inclusive of parcels not owned by NDRA, for any portion of the road not committed to constructions by VDOT Project #0625-053-251-C501 at that time. Said construction will consist of one half of a 4 lane divided section (2 lanes) on the ultimate right-of-way as depicted in bold on "Exhibit E." This improvement will include the median crossover, if necessary, at Pacific Boulevard and turn lanes associated with the applicant’s property. The applicant will not be responsible for turn lanes or median crossovers associated with other property owners’ entrances or access points, or median crossovers to the existing lanes of Route 625 for others’ entrances. If approval of said plans and profiles has not been received from VDOT and Loudoun County by April 30, 1990, the applicant will not be required to bond and commence construction of such improvements prior to the issuance of zoning permits for the first building or site plan on the Property. The applicant will continue to diligently pursue approval of said plans and profiles and will promptly bond and commence construction upon approval. Bonding for the lanes must
be in place prior to issuance of an occupancy permit for the first building, and prior to the issuance of zoning permits for any other building or site plan on the Property.

The applicant assumes the complete responsibility for the construction of these improvements listed in this Proffer including design, permitting bonding, construction inspection and acceptance.

Proffer 13. If approval of the plans for the westbound bridge over Broad Run on Rt. 625, submitted in accordance with Proffer #11, is received from VDOT and County prior to April 30, 1990, then prior to the issuance of a zoning permit for the first building, the applicant will bond and commence construction of said bridge. The bridge is approximately 350 feet long and 41 feet wide (as approved in concept by the Board of Supervisors [copy teste attached Exhibit F]) allowing 2 travel lanes and pedestrian access. The approximate location of the bridge is shown on Exhibit G.

If approval of said plans has not been received from VDOT and Loudoun County by April 30, 1990, the applicant will not be required to bond and commence construction of such improvements prior to the issuance of zoning permits for the first building or site plan on the Property. The applicant will continue to diligently pursue approval of said plans and will promptly bond and commence construction upon approval. Bonding for the bridge must be in place prior to issuance of an occupancy for the first building, and prior to the issuance of zoning permits for any other building or site plan on the Property. The applicant assumes the complete responsibility for the construction of these improvements listed in this Proffer including design, permitting, bonding, construction, inspection and acceptance.

- Worldcom, ZMAP 1998-0003, Proffer II.F provides for the Owner to construct a third eastbound through lane from Smith Switch Road to the existing bridge over Broad Run. This improvement is to occur coincident with development in Land Bays A, B and C fronting Waxpool Road. At the present time, Land Bay A, B and C are undeveloped; therefore, this proffer has not yet been triggered. However, VDOT constructed the third eastbound lane on Waxpool Road from Loudoun County Parkway to Route 28, along Worldcom Land Bay C. The Worldcom proffers do not provide for a cash in lieu contribution.

F. **ROUTE 640/625**

Along the Property's Waxpool Road (Route 625) frontage from Smith Switch Road (Route 607 adjacent to the Islamic Saudi Academy) to the eastern property line at Broad Run, the Owner shall reserve additional right-of-way to provide the Owner's half of up to a maximum of one hundred and twenty (120) feet of total right-of-way, as measured from the existing centerline of Route 625, so as to accommodate the Owner's half of right-of-way for the ultimate expansion of Route 625 in this area to a six-lane median divided road. Upon request by the County and VDOT, the Owner shall dedicate the reservation area at no cost to the County. The Owner shall also construct a third eastbound through lane from Smith Switch Road to the existing bridge over Broad Run (but the Owner shall not be responsible for the construction of additional bridge improvements over Broad Run) with right and left turn lanes into and from the Property. These improvements will be provided coincident with
development in Land bays A, B and C fronting on this road. Inasmuch as the third eastbound through lane is a regional transportation improvement, hard and soft design/construction costs for this through lane (but not the turn lanes) may be credited against the $.50 per square foot regional transportation contribution provided in Section G below.

Proffer Information – Cash Contributions:

- Proffer 9 of ZMAP-1988-0027 and ZMAP-1991-0001, Ashburn Center, requires that a contribution of $500,000 be made for the construction of widening of Route 625 to a four lane divided facility between Route 625 and the Route 28 intersection. A cash contribution agreement was not received from the Applicant; these funds were instead used directly towards road improvements of Route 625 in conjunction with Ashburn Farms. A zoning letter from Bob Bosco, dated 10/6/94, clarified the Zoning Administrator’s determination dated 1/7/91 and reiterated that Proffer 9 of ZMAP-1988-27 and ZMAP-1991-0001 has been satisfied.

9. Prior to approval of the first record plat for the Property, the Applicant shall contribute funds to the County or VDOT as directed by the County, in the amount of FIVE HUNDRED THOUSAND DOLLARS ($500,000.00) for the construction of widening Route 625 to a four (4) lane divided facility between the existing Route 625/Route 607 intersection and the Route 625/Route 28 intersection, ("the Project").

In the event such construction has been accomplished by others, the Applicant shall contribute to Loudoun County or VDOT, at the choice of Loudoun County, the above-referenced FIVE HUNDRED THOUSAND DOLLARS ($500,000.00), with payment to be credited towards any shortfall in funding of the Project, if one exists. If a shortfall does not exist or such shortfall is less than FIVE HUNDRED THOUSAND DOLLARS ($500,000.00), then this payment or as much as is left shall be used for the improvement of other roads within a five (5) mile radius of the Applicant's property.

Disclaimer:
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