NOTE: It is anticipated that the location of the Greenway Transit Connector, Segment 67, will be modified by ZCPA applications that will be submitted in 2014 for Moorefield Station and Loudoun Station.
<table>
<thead>
<tr>
<th>SEGMENT #</th>
<th>ROAD SEGMENT</th>
<th>PAGE #</th>
</tr>
</thead>
<tbody>
<tr>
<td>14</td>
<td>Ashburn Road – Faulkner Parkway to Waxpool Road</td>
<td>1</td>
</tr>
<tr>
<td>5</td>
<td>Belmont Ridge Road – Broadlands Boulevard to Truro Parish Drive</td>
<td>7</td>
</tr>
<tr>
<td>6</td>
<td>Belmont Ridge Road – Truro Parish Drive to Croson Lane</td>
<td>17</td>
</tr>
<tr>
<td>64</td>
<td>Centergate Drive – Moorefield Boulevard to Claude Moore Avenue</td>
<td>26</td>
</tr>
<tr>
<td>69</td>
<td>Claiborne Parkway – Croson Lane to Old Ryan Road</td>
<td>30</td>
</tr>
<tr>
<td>65</td>
<td>Claude Moore Avenue – Centergate Drive to Old Ryan Road</td>
<td>35</td>
</tr>
<tr>
<td>63</td>
<td>Claude Moore Avenue – Loudoun County Parkway to Centergate Drive</td>
<td>41</td>
</tr>
<tr>
<td>66</td>
<td>Croson Lane – Belmont Ridge Road to Ryan Road</td>
<td>46</td>
</tr>
<tr>
<td>42</td>
<td>Davis Drive – Yeager Court to Sunrise Valley Drive (partially in Fairfax County)</td>
<td>56</td>
</tr>
<tr>
<td>43</td>
<td>Glenn Drive – Cedar Green Road south to existing Glenn Drive</td>
<td>67</td>
</tr>
<tr>
<td>39</td>
<td>Greenway Loop Road – Bridge over Greenway</td>
<td>75</td>
</tr>
<tr>
<td>38</td>
<td>Greenway Loop Road – Lockridge Road to the Greenway</td>
<td>79</td>
</tr>
<tr>
<td>40</td>
<td>Greenway Loop Road – The Greenway to east of Loudoun County Parkway</td>
<td>108</td>
</tr>
<tr>
<td>68</td>
<td>Greenway Loop Road – West of Loudoun County Parkway to Moorefield Boulevard</td>
<td>136</td>
</tr>
<tr>
<td>67</td>
<td>Greenway Transit Connector – Old Ryan Road to Shellhorn Road with Bridge</td>
<td>140</td>
</tr>
<tr>
<td>41</td>
<td>Innovation Avenue – Route 28 Interchange to Fairfax County Line (realigned)</td>
<td>148</td>
</tr>
<tr>
<td>37</td>
<td>Lockridge Road – Loudoun County Parkway to Waxpool Road</td>
<td>154</td>
</tr>
<tr>
<td>36</td>
<td>Lockridge Road – Moran Road to Loudoun County Parkway</td>
<td>158</td>
</tr>
<tr>
<td>56</td>
<td>Loudoun County Parkway – Shellhorn Road to the Greenway</td>
<td>169</td>
</tr>
<tr>
<td>61</td>
<td>Moorefield Boulevard – Loudoun County Parkway to Mooreview Parkway</td>
<td>174</td>
</tr>
<tr>
<td>62</td>
<td>Mooreview Parkway – South of Croson Lane to Old Ryan Road</td>
<td>180</td>
</tr>
<tr>
<td>47</td>
<td>Moran Road – Bridge over Route 28</td>
<td>191</td>
</tr>
<tr>
<td>44</td>
<td>Moran Road – Glenn Drive to Davis Drive</td>
<td>195</td>
</tr>
<tr>
<td>45</td>
<td>Moran Road – Glenn Drive to Shaw Road</td>
<td>201</td>
</tr>
<tr>
<td>46</td>
<td>Moran Road – Lockridge Road to Bridge over Route 28</td>
<td>208</td>
</tr>
<tr>
<td>33</td>
<td>Pacific Boulevard – Dresden Street to Relocation Drive</td>
<td>236</td>
</tr>
<tr>
<td>34</td>
<td>Pacific Boulevard – Old Ox Road to Route 28/Innovation Avenue Interchange</td>
<td>239</td>
</tr>
<tr>
<td>35</td>
<td>Relocation Drive/Route 775 – Pacific Boulevard to Old Ox Road</td>
<td>243</td>
</tr>
<tr>
<td>85</td>
<td>Route 28: Hot Spot Widening – Route 28 Southbound between Sterling Boulevard and the Dulles Toll Road, and the Route 28 Bridge over the Dulles Toll Road</td>
<td>253</td>
</tr>
<tr>
<td>SEGMENT #</td>
<td>ROAD</td>
<td>PAGE #</td>
</tr>
<tr>
<td>-----------</td>
<td>------</td>
<td>--------</td>
</tr>
<tr>
<td>86</td>
<td>Route 28/Innovation Avenue Interchange – Route 28 Interchange to Fairfax County Line (realigned)</td>
<td>256</td>
</tr>
<tr>
<td>52</td>
<td>Shaw Road – David Drive to Sterling Annex</td>
<td>262</td>
</tr>
<tr>
<td>49</td>
<td>Shaw Road – Old Ox Road to Innovation Avenue</td>
<td>265</td>
</tr>
<tr>
<td>51</td>
<td>Shaw Road – Sterling Annex to Sterling Boulevard</td>
<td>273</td>
</tr>
<tr>
<td>50</td>
<td>Shaw Road – Sterling Boulevard to Old Ox Road</td>
<td>288</td>
</tr>
<tr>
<td>54</td>
<td>Shellhorn Road – Greenway Loop Road to Lockridge Road</td>
<td>298</td>
</tr>
<tr>
<td>55</td>
<td>Shellhorn Road – Loudoun County Parkway to Greenway Loop Road</td>
<td>301</td>
</tr>
<tr>
<td>53</td>
<td>Sterling Boulevard – Pacific Boulevard to Moran Road</td>
<td>307</td>
</tr>
<tr>
<td>23</td>
<td>Waxpool Road – Faulkner Parkway to Ashburn Road</td>
<td>311</td>
</tr>
<tr>
<td>24</td>
<td>Waxpool Road – Unbridled Way to Faulkner Parkway</td>
<td>322</td>
</tr>
</tbody>
</table>
Name of Segment: Ashburn Road (Item #14)

Segment Location: Faulkner Parkway to Waxpool Road

Category: Bottleneck

Estimated Cost: $1,755,000

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

Summary

Right-of-Way: All proffered and conditioned right-of-way for this segment of Ashburn Road has been provided.

Construction: There are no outstanding proffers/conditions for construction of this road segment. A portion of the existing road was constructed by the developer of Ryans Corner (Carisbrooke).

Funding Sources: There are no cash contributions provided by proffers or conditions.

Current Status: There is no activity on this road segment. A funding source will have to be identified to move this project forward.
Proffer/Condition Analysis

ROW Status:

PIN #119-40-3873, DOWNEY, JOHN BENNETT & KATHERINE
This property is not subject to any proffers or conditions that provide right-of-way for Ashburn Road. Pursuant to a dedication plat filed in cabinet B, slot 457, page 5, 6,282 square feet of right-of-way was dedicated at the intersection of Ashburn Road and Shellhorn Road. The corresponding deed was recorded on May 2, 1996 in deed book 1429, page 1838.

PIN #119-40-9577, FARMWELL HUNT HOMEOWNERS ASSOCN
This property is subject to the proffers of Ashburn Center, ZMAP 88-27 (Amended), which was approved by the Board of Supervisors on May 20, 1990 and subsequently restated in the proffer statement for Ashburn Center, ZMAP 1991-0001, which was approved by the Board of Supervisors on October 15, 1991. Ashburn Center Proffer 5 provided for dedication of 45 feet from the centerline of Route 641 along the property’s frontage. A deed for this dedication was recorded on March 20, 1995 in deed book 1359, page 903 and shown on the corresponding plat filed in cabinet B, slot 197, pages 1-2.

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. 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 exiting 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” an a four lane undivided 52’ face of curb to face of curb section or an undivided two lane roadway, 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 herein 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 DOLLARS ($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 #119-40-8807, HERITAGE BAPTIST CHURCH
This property is subject to the special exception conditions for Heritage Baptist Church, SPEX 2010-0033/SPEX 2011-0025, which were approved by the Board of Supervisors on April 10, 2012. Condition 11 provides for right-of-way dedication of 35 feet from centerline of existing Ashburn Road. This condition was fulfilled by the dedication provided with a boundary line adjustment application, BLAD 2011-0030, which was recorded with instrument #201206050042597, which dedicated 13,504 square feet of right-of-way for Ashburn Road.

11. The applicant shall dedicate, at no public cost, right-of-way of a width of 35 feet from the centerline of Ashburn Road along the frontage of the Property prior to initial site plan approval of Phase 1 building improvements or at such earlier time that the County may request should road or pedestrian improvements to the subject section of Ashburn Road have been initiated.

PIN #119-40-5402, PIN #119-49-9160 & PIN #119-49-7022, CARISBROOKE HOMEOWNERS ASSOCN
These parcels are subject to the proffers of ZMAP 89-35, Ryans Corner, which was approved by the Board of Supervisors on August 6, 1991. Proffer III.B provided for dedication of 70 feet for Route 641 between Route 643 and Route 625. This dedication was processed with the deed for Crossroads Manor Section 1, which was recorded on September 21, 1995 in deed book 1389, page 1527 (plat cabinet B, slot 317, pages 6-10 and slot 319, page 1); and in Crossroads Manor
Section 2, which was recorded on December 8, 1995 in deed book 1404, page 618 (plat cabinet B, slot 367, page 6).

B. Route 641 Dedication and Construction: At the time of approval of first final subdivision or site plan, whichever is first in time, for all or any portion of the single family attached units as depicted on the Concept Plan, the Applicant will dedicate to the County for public use a seventy foot (70') right-of-way between Route 643 and Route 625 for the purpose of locating thereon a two lane rural section extension of existing Route 641. At such time, the Applicant shall also construct or bond for construction said roadway improvement.

PIN #119-30-5769, PARAGON HOMES INC
This property is not subject to any proffers or conditions; no right-of-way dedication has been recorded for Ashburn Road.

Proffer Information – Construction and Cash in Lieu:
• Ashburn Center, ZMAP 88-27, Proffer 5 provided for construction of Route 641 from Route 640 (Farmwell Road) south to the Route 625 "North Ryan By-Pass" (Faulkner Parkway) as a four lane undivided 52’ face of curb to face of curb section or an undivided two lane roadway, as directed by the County and/or VDOT. Pursuant to CPAP 1994-0022, the road was constructed as four lanes, undivided. There is an unimproved section of Ashburn Road in Ashburn Center (Farmwell Hunt) south of Faulkner Parkway; this improvement was not required pursuant to Proffer 5.

• Ryans Corner, ZMAP 89-35, Proffer III.B provided for construction of a two lane rural section of Route 641 between Route 643 and Route 625. This improvement was constructed as shown on the construction plans for Ryans Corner Rt 641 Extension, CPAP 1993-0051.

• Broadlands, ZMAP 1995-0003/ZCPA 1994-0005, Proffer V.B.40(c) provided for construction of Route 641 from Route 643 to Route 625, if not constructed or bonded by others. Since the developer of Ryans Corner constructed improvements to Route 641, Broadlands was not required to perform this proffer. There is no provision for cash in lieu of construction for this proffer.

(c) In conjunction with Proffer #40(b) above, and if not constructed or bonded for construction by others, Developer shall construct the two lane section extension of Route 641 from Route 643 south to Route 625 (subject to reimbursement in accord with the provisions of Proffer #50(b)) and cul-de-sac Route 643 (to the east), as shown on the County's draft DTRE corridor study, thereby providing a four legged Ryan intersection.
Proffer Information – Cash Contributions:
There are no proffers or conditions that provide cash contributions for improvements to this portion of 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: Belmont Ridge Road (Item #5)

Segment Location: Broadlands Boulevard to Truro Parish Drive

Category: Bottleneck

Estimated Cost: $4,995,000

Funding Options: This road segment is fully funded and bonded. On February 14, 2012, the Board of Supervisors approved a Reimbursement Resolution with Goose Creek Estates LLC to provide partial funding for this project.

Summary

Right-of-Way: With the exception of Belmont Glen, all necessary right-of-way for the expansion of this segment of Belmont Ridge Road has been dedicated.

Construction: The developer of Goose Creek Estates (Lennar) proffered to construct this road segment. The construction plans and profiles have been approved and the improvements are bonded.

Funding Sources: This road improvement and a traffic signal at the intersection of Belmont Ridge Road and Truro Parish Drive are being funded by a combination of proffered construction, cash proffer contributions and gas tax funding. All of the cash proffers that were contributed for this road segment are being used to fund its construction.

Current Status: Utility easements are needed on the County’s Tillett Park site and a small portion of right-of-way dedication is needed from the Belmont Glen HOA, along with drainage and utility easements.
Proffer/Condition Analysis

ROW Status:

PIN #155-47-1366, GOOSE CREEK ESTATES ASSCN c/o LENNAR
This property is subject to the proffers of Goose Creek Preserve, ZMAP 2002-0009, which was approved by the Board of Supervisors on July 6, 2004. Proffer IV.B.b provides for the dedication of right-of-way for Belmont Ridge Road as described in Proffer IV.C. This dedication was provided with the processing of an easement plat for Broadlands Route 659 Improvements, ESMT 2011-0012, which dedicated 96,868 square feet of right-of-way for Belmont Ridge Road; the corresponding plat was recorded on August 11, 2011 with instrument #201108110048729.

PIN #155-46-5084, GOOSE CREEK ESTATES MASTER ASSCN c/o LENNAR
This property is subject to the proffers of Goose Creek Preserve, ZMAP 2002-0009. Proffer IV.B.b provides for the dedication of right-of-way for Belmont Ridge Road as described in Proffer IV.C. This dedication was provided with the processing of an easement plat for Broadlands Route 659 Improvements, ESMT 2011-0012, which dedicated 96,868 square feet of right-of-way for Belmont Ridge Road; the corresponding plat was recorded on August 11, 2011 with instrument #201108110048729.

PIN #155-47-5833, FIRST DYNASTY INC
This parcel is not subject to any proffers of conditions. A boundary line adjustment application, BLAD 2004-0021, dedicated 2,535 square feet of right-of-way for Belmont Ridge Road; plat was recorded on February 1, 2006 with instrument #200602010010286.
PIN #155-46-9841, LOUDOUN COUNTY SANITATION AUTHORITY
This property is subject to the proffers of Broadlands, ZMAP 1995-0003/ZCPA 1994-0005, which was approved by the Board of Supervisors on September 6, 1995. Proffer IX.B.42(a) provides for dedication of half of the right-of-way needed to widen Route 659 to 120 feet along the frontage of the property. Easement plat, ESMT 2004-0078, shows 2,679 square feet of right-of-way dedication for Route 659 which was recorded on August 27, 2007 with instrument #200708270063022. Additional dedication of 1,719 square feet was processed with dedication plat, DEDI 2012-0005, which was recorded on April 20, 2012 with instrument #201204200029246.

42. Route 659

(a) Developer shall dedicate to the County one half of the right-of-way necessary for widening Route 659 to a 120 foot width along the frontage of its Property. Developer shall convey all reasonably necessary easements (as required by VDOT) for the construction of Route 659 along the frontage of its Property.

PIN #155-26-6774, LOUDOUN COUNTY BOARD OF SUPERVISORS
This property is subject to the proffers of Broadlands, ZMAP 1995-0003/ZCPA 1994-0005. Proffer IX.B.42(a) provides for dedication of half of the right-of-way needed to widen Route 659 to 120 feet along the frontage of the property. A record plat for Broadlands Section 18, Block 1 and Section 23, Block 1 sows a total of 25,199 square feet of right-of-way dedication from this parcel for Belmont Ridge Road. The plat was filed in cabinet #, slot 367, page 5. The corresponding deed was recorded on June 17, 1999 in deed book 1687, page 1355.

PIN #155-36-4275, LOUDOUN COUNTY BOARD OF SUPERVISORS
This parcel is not subject to any proffers of conditions. A boundary line adjustment application, BLAD 2007-0067, recorded a total of 59,792 square feet of right-of-way dedication from this parcel for Belmont Ridge Road. The plat was recorded on April 4, 2009 with instrument #200904140022546. An additional 9,821 square feet of right-of-way dedication was recorded with the record plat for Broadlands Section 23, Block 2, SBRD 2010-0015, which was recorded February 15, 2011 with instrument #201102150010834.
PIN # 155-35-9071 and PIN #155-36-2002, BELMONT GLEN HOMEOWNERS ASSCN

These parcels are subject to the proffers of the Belmont Glen Rezoning Plat Amendment, RZPA 1999-0001, which was approved by the Board of Supervisors on November 17, 1999. Proffer V.E provides for reservation of up to 25 feet of additional right-of-way along the frontage of the property if the definitive right-of-way requirements were not known prior to approval of the first record plat. It appears this alternative exists because the record plat for Belmont Glen, SBRD 2001-0027, filed in plat cabinet F, slot 717, page 3 depicts 386 square feet of right-of-way dedicated for Belmont Ridge Road; the corresponding deed was recorded on August 20, 2002 in deed book 2242, page 2233. This dedication appears to have been made for the right turn lane into the adjacent property, Corro Property. The current width of the right-of-way along the Belmont Ridge Road frontage of Belmont Glen is 25 feet from existing centerline, which was the condition of the road at the time the Belmont Glen proffers were accepted.

E. REGIONAL ROAD RIGHT-OF-WAY DEDICATION

The Applicant acknowledges that, based on the current Countywide Transportation Plan, Belmont Ridge Road (Route 659) is designated as a major collector/multi-lane facility. That being the case, the existing 25-foot paved roadway in the existing 50-foot right-of-way along this Property’s frontage will need to be upgraded. Based on the most current and detailed plans for that upgrading, i.e., “Phase I Improvements - 25% Plan, Route 659 Frontage Improvements, The Broadlands,” prepared by Bowers and Associates, PC, dated March 1991, the Applicant shall dedicate right-of-way, as necessary, up to a maximum of 35’ from the existing centerline along the entire frontage of this Property to accommodate the future widening of Belmont Ridge Road, which is to be constructed by the developers of the Broadlands subdivision as stated within its approved proffer agreement. In addition, the Applicant will dedicate additional right-of-way to accommodate a right-turn deceleration lane to serve this Property at the proposed intersection of Belmont Ridge Road and Street A. Actual right-of-way dedication shall be based on a plan approved by VDOT and Loudoun County, for the ultimate intersection of Belmont Ridge Road and Street A, when Belmont Ridge Road is improved to a multi-lane facility. In addition to the dedication, the applicant will grant all necessary easements relating to road construction for utilities, drainage and grading. Such dedication to occur upon request for same by Loudoun County, but no later than with the approval for the first record plat for this project. If at this time, the definitive right-of-way requirements are still not known for the ultimate improvements to Belmont Ridge Road along the Property’s frontage, the additional potential right-of-way, up to the 25’ maximum, will be reserved, and will be dedicated to Loudoun County upon request and at no cost.
PIN # 155-26-0037 & PIN #155-15-1859, BELMONT GLEN HOMEOWNERS ASSOCN INC
These parcels are subject to the proffers of Corro Property, ZMAP 2002-00012, which was approved by the Board of Supervisors on February 3, 2004. Proffer IV.B.2 provides for dedication of right-of-way along Belmont Ridge Road; the approved Concept Development Plan depicts proposed right-of-way. The record plat for Moreland Estates, SBRD 2005-0013, which was recorded on February 13, 2006 with instrument #200602130013898, dedicated a total of 260,203 square feet of right-of-way for the project including the Belmont Ridge Road frontage.

2. Dedicated right-of-way along the Belmont Ridge Road (Route 659) frontage of the Property and construct left and right turn lanes at the Site Entrance/Belmont Ridge Road intersection.

PIN #155-26-3801, BROADLANDS ASSOCIATION INC
This parcel is not subject to any proffers or conditions. The record plat for Section 2, Broadlands, which was filed in plat cabinet B, slot 223, page 10, slot 225, pages 1-10 and slot 227, pages 1-4, shows 2.4038 acres of street dedication for Route 659/Belmont Ridge Road (60 feet from the ultimate center line); the corresponding deed was recorded on May 23, 1995 in deed book 1368, page 1417.

PIN #156-45-5900, LOUDOUN COUNTY BOARD OF SUPERVISORS
This property is subject to the proffers of Broadlands, ZMAP 1995-0003/ZCPA 1994-0005. Proffer IX.B.42(a) provides for dedication of half of the right-of-way needed to widen Route 659 to 120 feet along the frontage of the property. Dedication plat DEDI 2012-0004 shows 57,273 square feet of right-of-way dedication for Route 659 which was recorded on April 20, 2012 with instrument #20120400029243.

Proffer Information – Construction and Cash in Lieu:
• Goose Creek Preserve, ZMAP 2002-0009, Proffer IV.B.b provides for construction of the Phase I Route 659 Improvements consisting of two lanes of Belmont Ridge Road along the property’s frontage from the Greenway to the Parade Green Entrance (now called Polen Farm Boulevard). These improvements were constructed by Broadlands as shown on CPAP 2003-0169. Proffer IV.B.c provides that if the Phase I improvements are constructed by others, the Owner shall bond or construct four lanes of Belmont Ridge Road between the Parade Green Entrance and the southern Property boundary. The developer of Goose Creek Preserve, Goose Creek Estates LLC (Lennar), posted a bond for the improvements to Belmont Ridge Road from Polen Farm Boulevard to their southern property line, which are shown on CPAP 2005-0114, Phase 2A; bond #0520228, the agreement date is November 27, 2011, the bond amount is $2,108,000.

The Owners shall dedicate the right-of-way described in Proffer IV.C below and construct or bond for construction two lanes of an ultimate six-lane divided roadway along the Belmont Ridge Road (Route 659) frontage of the Property as shown on the Concept Development Plan between the Greenway to the north and the Parade Green Entrance to the Property. (Construction of this portion of Route 659 is hereinafter referred to as the “Phase I Route 659 Improvements”).
Additionally, Proffer IV.B.1.d provides for construction of an off-site section of Route 659 from the southern property boundary to Truro Parish Drive if certain conditions are met. On February 14, 2012, the Board of Supervisors approved BA-122156 which appropriated $7,035,495 for deposit into the Broadlands Transportation Improvement Fund to construct the Route 659 Phase 2B improvements and a traffic signal at Route 659/Truro Parish Drive. The Board’s action also approved a Reimbursement Resolution to reimburse the developer of Goose Creek Preserve and approved a Reimbursement Agreement. Pursuant to these agreements, the developer of Goose Creek Preserve will contribute $3,299,341; the remainder of the project is funded by cash proffers and gas tax funds. On January 24, 2012, Goose Creek Estates LLC posted a proffer performance agreement for the off-site portion of Route 659, CPAP 2005-0114, Phase 2B; bond #0583849, bond amount $4,566,000.

d. In the event that at the time of approval of the first record plat or site plan, whichever is first in time, for a portion of the Property containing residential lots, (i) the off-site right-of-way for construction of a four lane section of an ultimate six-lane divided roadway of Route 659 between the southern Property line and Truro Parish Drive (the "Off-Site Portion of Route 659") is available as described in Proffer IV.D. below; (ii) the Board, as Trustee of the Transportation Improvement Fund established pursuant to ZMAP 1995-0003 and ZCPA 1994-0005 for Broadlands (the "Broadlands TIF"), adopts a resolution committing to reimburse the Owners within sixty (60) days of receipt of paid invoices the balance of the cost of design and construction of the Off-Site Portion of Route 659 after the Owners have expended the Regional Transportation Funds as described below, on design and construction of the Off-Site Portion of Route 659; and (iii) the Phase I Route 659 Improvements have been constructed or have been bonded for construction by others, then at that time, the Owners shall construct or bond for construction the Off-Site Portion of Route 659. In the event that either the off-site right-of-way necessary to construct the Off-Site Portion of Route 659 is not available prior to approval of the first record plat or site plan, whichever is first in time, for a portion of the Property containing residential lots, or the funding in the Broadlands TIF when combined with the Regional Transportation Funds described below is insufficient to pay the cost to design and construct the Off-Site Portion of Route 659, or such funding from the Broadlands TIF is not made available to the Owners for such design and construction work, then at the time of approval of the first record plat or site plan, whichever is first in time, for a portion of the Property containing residential lots the Owners shall pay to the County for deposit into the Broadlands TIF, the cumulative amount of Two Million Six Hundred Ninety-Six Thousand Seven Hundred Fifty and 00/100 Dollars ($2,696,750.00), a sum equal to 469 dwelling units (the number of market rate units that may be developed on the Property) times Five Thousand Seven Hundred Fifty and 00/100 Dollars ($5,750.00) for regional road improvements within the vicinity of the Property (the "Regional Transportation Funds"). The amount of the Regional Transportation Funds shall escalate each January 1st following approval of ZMAP 2002-0009 in accordance with the Consumer Price Index ("CPI") from the base year of 2004.
Proffer Information – Cash Contributions:

- Broadlands/Broadlands South, ZMAP 1995-0003/ZCPA 1994-0005, Proffer V.D.48 provided for the establishment of the Route 659 Transportation Improvement Fund, which shall be used by the County to fund improvements to Route 659. Accordingly, the Broadlands – Route 659 Transportation Improvement Fund Trust Agreement was established between Broadlands Associates and the Board of Supervisors.

V.D. Transportation Improvement Fund

48. A Route 659 Transportation Improvement Fund ("Transportation Improvement Fund") shall be established by the Developer to serve as an escrow account for the benefit of transportation improvements to Route 659. The Transportation Improvement Fund shall be established prior to the issuance of any zoning permits for Broadlands. The Board of Supervisors shall be the trustee of the Transportation Improvement Fund. The Board of Supervisors, at their discretion, shall authorize the Developer to use or shall direct VDOT to use the funds to construct Route 659 improvements and the other improvements specified herein or to reallocate said funds; for Route 659 traffic signals and/or other area road improvements that service the traffic generated by Broadlands or Broadlands South, if the Route 659 improvements are funded by alternate source(s).

Broadlands Proffer V.D.49 provides for a contribution to the Broadlands Transportation Fund of $.55 per square foot of office and commercial development.

49. Developer or its successors or assigns shall contribute to the Transportation Fund the amount of $0.55 for each square foot of permitted space in all office and commercial development at such time as zoning permits are issued for each building of the office or commercial development. Notwithstanding the above, the cost of the 14 foot wide improvement to Route 625 between the West Spine Road/Claiborne Parkway and Route 659 outlined in Proffer #40(e) shall be credited towards the initial contributions for the commercial development Transportation Fund contributions.

To date, the County has received contributions for Broadlands Proffer V.D.49 that total $196,157; $232,580 was spent from this proffer account to fund the Route 659 improvements that Goose Creek Estates LLC is constructing; with the addition of $36,487 of interest, the current balance in this proffer fund is $64 (LMIS sequence #96062935). This proffer is partially fulfilled. A proffer determination issued on January 31, 2012 found that it is appropriate to use the current balance, plus any future contributions and interest, to widen Route 659 between the southern property boundary of Goose Creek Preserve and Truro Parish Drive (ZCOR 2011-0252).

- Broadlands, ZMAP 1995-0003/ZCPA 1994-0005, Proffer V.D.50(a) provides for a contribution of $2,228.80 per residential unit for the first 1,000 units to be used for improvements to Route 659.

50. (a) Developer or its successors or assigns shall contribute to the Transportation Fund $2,228.80 for each of the first 1,000 dwelling units within
Broadlands at such time as zoning permits are issued for each unit. The $2,228.80 per unit shall be utilized for improvements to Route 659, including Corridor Improvements ($1,683.65 per unit share) and Frontage Improvements ($545.15 per unit share). The County may redirect the Frontage Improvement component to the Route 659 Corridor Improvements at its discretion.

As directed in Proffer V.D.50(a), the $2,228.80/unit contribution was split between Route 659 Corridor Improvements ($1,683.65/unit) and Frontage Improvements ($545.15/unit). Two separate proffer accounts were established in the County’s Land Management Information System. The Route 659 Corridor proffer fund has been requested for the proposed Route 659 project. It is noted that all of the funds that were deposited into the proffer fund established for the Route 659 Frontage Improvements (sequence #96063441) were spent to reimburse Broadlands Associates for the Route 659 Phase 1A project; the account has a zero balance.

The County received contributions that total $1,905,084 for the Route 659 Corridor portion of Broadlands Proffer V.D.50(a); this proffer is fulfilled. Several expenditures have been processed from this account to reimburse Broadlands Associates for construction of Route 659 Phase 1A improvements and the design of Route 659 Phase 2. Additionally, $1,360,935 was spent from this proffer account to fund the Route 659 improvements that Goose Creek Estates LLC is constructing; with the addition of $986,729 of accrued interest, the current balance in this proffer fund is $374. A proffer determination issued on January 31, 2012 found that it is appropriate to use the current balance, plus any future contributions and interest, to widen Route 659 between the southern property boundary of Goose Creek Preserve and Truro Parish Drive (ZCOR 2011-0252).

- Belmont Glen-Rouse Property, ZMAP 2004-0006, Proffer V.11 provides for a contribution of $750,000 to be used at the County’s discretion for regional road improvements.

11. FRONTLOADED CASH CONTRIBUTIONS FOR REGIONAL ROAD IMPROVEMENTS
The Applicant will provide an aggregate cash contribution in the amount of $750,000, to be used at the County’s discretion for regional road improvements within the vicinity of the Property. A first cash contribution in the amount of $250,000 shall be paid not later than six (6) months following rezoning approval and a second cash contribution of $500,000 shall be paid not later than eighteen (18) months following rezoning approval. As directed by the Board of Supervisors, these funds will be expended towards the upgrading of Belmont Ridge Road to a multi-lane facility, between the intersections with the Dulles Greenway and with Truro Parish Boulevard, including turn lanes and entrance improvements to Edgar Tillett Regional Park, and/or made available to the developer of Broadlands, or other entity constructing the improvements, for the construction of such improvements.

Belmont Glen-Rouse Proffer 11 is fulfilled; the County received two contributions from Bayshire L.C. which totals $750,000; $874,777 was been spent from this proffer account to fund the Route 659 improvements that Goose Creek Estates LLC is constructing; with the
addition of $125,018 of interest, the current balance is $241. A proffer determination issued on January 31, 2012 found that it is appropriate to use the current balance, plus any future contributions and interest, to widen Route 659 between the southern property boundary of Goose Creek Preserve and Truro Parish Drive (ZCOR 2011-0252).

Disclaimer:
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Name of Segment:  Belmont Ridge Road (Item #6)

Segment Location:  Truro Parish Drive to Croson Lane

Category:  Bottleneck

Estimated Cost:  $9,450,000

Funding Options:  This road segment is included in the County’s Belmont Ridge Road Improvements project, which is fully funded in the County’s FY 2014 Adopted Capital Improvement Program.

Summary

Right-of-Way:  All proffered and conditioned right-of-way has been provided. Right-of-way will need to be acquired from some properties that are not subject to proffers or conditions.

Construction:  There are no proffers or conditions that provide for construction of this segment of Belmont Ridge Road.

Funding Sources:  This project is funded in the Adopted FY 2014 Capital Improvement Program. There is a total of $1,096,837 that was contributed by the developers of the Villages at Waxpool and Alexander’s Chase for this road segment. There is also a small residual balance remaining in the proffer funds contributed by Broadlands for Route 659 ($438).

Current Status:  Funding for design and construction of this segment of Belmont Ridge Road will become available in FY 2018.
Proffer/Condition Analysis

ROW Status:

PIN #156-45-5900, LOUDOUN COUNTY BOARD OF SUPERVISORS
This property is subject to the proffers of Broadlands, ZMAP 1995-0003/ZCPA 1994-0005, which was approved by the Board of Supervisors on September 6, 1995. Proffer IX.B.42(a) provides for dedication of half of the right-of-way needed to widen Route 659 to 120 feet along the frontage of the property. Dedication plat DEDI 2012-0004 shows 57,273 square feet of right-of-way dedication for Route 659 which was recorded on April 20, 2012 with instrument #20120400029243.

42. Route 659

(a) Developer shall dedicate to the County one half of the right-of-way necessary for widening Route 659 to a 120 foot width along the frontage of its Property. Developer shall convey all reasonably necessary easements (as required by VDOT) for the construction of Route 659 along the frontage of its Property.

PIN #156-46-2910, BROADLANDS ASSOCIATION INC
This parcel is not subject to any proffers or conditions. The record plat for Section 2, Broadlands, which was filed in plat cabinet B, slot 223, page 10, slot 225, pages 1-10 and slot 227, pages 1-4, shows 2.4038 acres of street dedication for Route 659/Belmont Ridge Road (60 feet from the ultimate center line); the corresponding deed was recorded on May 23, 1995 in deed book 1368, page 1417.

PIN #156-36-3683, 156-36-3643 & 156-26-4485, TILLET, WILLIAM P
This parcel is not subject to any proffers or conditions; no right-of-way dedication has been recorded for Route 659.

PIN #197-39-9758, FAIRFAX, CITY OF
This parcel is not subject to any proffers or conditions; no right-of-way dedication has been recorded for Route 659.

PIN #156-26-2031, LOUDOUN COUNTY SANITATION AUTHORITY
This parcel is not subject to any proffers or conditions. An easement plat for Belmont Ridge Road, ESMT 2003-0097, dedicated right-of-way along the frontage of this parcel which was included in the area designated on the plat as ROW 2, to provide 60 feet from the proposed centerline. The total area dedicated for ROW 2 was 2.01598 acres, which was recorded on April 8, 2004 with instrument #200404080033126.

PIN #156-15-9668, MOUNT HOPE BAPTIST CHURCH
This property is subject to the conditions of approval for SPEX 2010-0026, Winnie the Pooh Preschool, which was approved by the Board of Supervisors on March 7, 2011 and by SPEX 2007-0036, Mt. Hope Baptist Church, which was approved by the Board of Supervisors on October 13, 2009. Condition 6 of SPEX 2007-0036 provides for dedication of right-of-way as shown on the SPEX plat upon request of the County or VDOT. To date, neither entity has
requested the right-of-way dedication. A deed of easement, street reservation and vacation was recorded with on June 20, 2012 with instrument #201206200046702 in conjunction with STPL 2010-0005; the corresponding plat shows 689 square feet of right-of-way reservation for Belmont Ridge Road, which is reserved for a 89 years from the date of recordation. Additionally, the plat and deed reserved 6,196 square feet which is an area of prescriptive easement.

6. **Belmont Ridge Road Right-of-way Dedication.** At the request of the County or VDOT, the Applicant shall dedicate sufficient right-of-way, in the area that is generally depicted on the SPEX Plat and labeled as “SHADEd AREA INDICATES PROPOSED RESERVATION FOR ROAD IMPROVEMENTS OF RT. 659”, together with any necessary temporary construction and drainage easements, to permit the future widening of Belmont Ridge Road. Such right-of-way shall be dedicated to the County or VDOT at no cost to the County or VDOT and in an amount, location, and design approved by VDOT.

**PIN #157-45-8817 & 157-16-1979, RESERVOIR RIDGE HOMEOWNERS ASSCN**
This property is not subject to any proffers or conditions, it was developed by-right. The record plat for Reservoir Ridge, SBRD 2012-0029, recorded on November 19, 2012 with instrument #20121190091272 depicts right-of-way dedication for Belmont Ridge Road that is 72 feet from the ultimate centerline, plus a quit claim of the existing prescriptive easement. The area of dedication was included in the overall right-of-way dedication for the property, which also included on site roads.

**PIN #157-46-5367 & 157-38-5293, VILLAGE OF WAXPOOL HOA INC**
This property is not subject to any proffers or conditions, it was developed by-right. A dedication plat for Belmont Ridge Road, ESMT 2003-0097, was recorded on April 4, 2008 with instrument #200404080033126 which shows a total of 3.35037 acres was dedicated for Belmont Ridge Road to provide 60 feet of right-of-way from the proposed centerline.

**PIN #157-36-2868, COMPLETE BUILDERS SUPPLIERS INC**
This parcel is not subject to any proffers or conditions; no right-of-way dedication has been recorded for Route 659.

**PIN #157-36-4725, WASHINGTON HOMES INC**
This parcel is not subject to any proffers or conditions; no right-of-way dedication has been recorded for Route 659.

**PIN #157-16-1062, NORTHERN VA REGIONAL PARK AUTHORITY**
This property is subject to the proffers of Brambleton, ZMAP 1993-0005, which was approved by the Board of Supervisors on November 16, 1995. Proffer IIC provides for dedication of right-of-way necessary for on-site transportation improvements. The portion of Belmont Ridge Road fronting this parcel is actually the extension of Route 659 Relocated (Northstar Boulevard) that was constructed by Brambleton. A small area of right-of-way (6,981 square feet) was dedicated from this parcel with ESMT 2003-0047 which was recorded on October 17, 2003 with instrument #200310170138583.
C. **Acquisition and Dedication of Right-of-Way.**

(1) The Applicant shall dedicate all necessary right-of-way, owned by the Applicant for on-site transportation improvements, at no cost to the County. The Applicant shall make good faith efforts to acquire off-site right-of-way where necessary for the completion of off-site road improvements. The Applicant shall, if necessary, request the County to cooperate in obtaining right-of-way and/or easements for road construction required by these Proffers on Property not owned by the Applicant, either through direct contributions from property owners or by proffer or other lawful conditions through the zoning or development approval process. It is understood that if the Applicant is unable to obtain such right-of-way despite good faith efforts, the County will seek said right-of-way and off-site improvements, or contributions in lieu thereof, from other landowners as development occurs. If any necessary right-of-way or easements cannot be obtained voluntarily despite good faith efforts, the Applicant will request and will work with the County to acquire such right-of-way or easements by eminent domain proceedings instituted 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 any eminent domain proceedings is solely within the discretion of the County.

(2) If the necessary right-of-way cannot be acquired voluntarily and the County chooses not to exercise its power of eminent domain within six (6) months after written request by the Applicant, the Applicant may request to be released from the proffer requiring such acquisition. If the County elects to defer its exercise of eminent domain, then the Applicant’s proffer requiring such acquisition shall likewise be deferred.

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**PIN #157-37-2289 & 157-27-2749, ALEXANDERS CHASE HOA**

This property is subject to the proffers of Alexander’s Chase, ZMAP 2004-0013, which was approved by the Board of Supervisors on November 15, 2005. Proffer VI.B.3 provides for dedication of 60 feet from the ultimate centerline along the property’s Belmont Ridge Road frontage. This proffer was fulfilled by the dedication processed with SBRD 2008-0055, which quit claimed the existing prescriptive easement and dedicated 51,216 square feet of right-of-way. The corresponding deed was recorded on September 29, 2009 with instrument #200909290066390.

3. **Belmont Ridge Road Dedication.** The Applicant shall dedicate to the County, sufficient amount of right-of-way from the Property to ensure 60 feet from the ultimate centerline alignment along the Property’s frontage on the east side of Belmont Ridge Road as shown on the CDP. In addition to the dedication, the Applicant will grant the necessary easements outside the right-of-way relating to road construction and road maintenance for utilities, drainage and grading. The aforesaid dedication shall be provided upon written request by Loudoun County, but no later than concurrent with the approval of the first record subdivision or first site plan, whichever is first in time, for the Property.
Proffer Information – Construction and Cash in Lieu:

- Brambleton, ZMAP 1993-0005, Proffer II.B(2) provided for construction of Relocated Route 659 to a point approximately 3,600 feet north of the tie into existing Route 659. This point is south of Croson Lane. These improvements were constructed by Brambleton as shown on the Brambleton-Route 659 Relocated construction plans and profiles, CPAP 2004-0077.

(2) Route 659 Relocated North (From Route 774 to Northern End of Property).

The Applicant shall construct Route 659 Relocated-North between Route 774 and the northern boundary of the Property, in the general area shown on the Development Plan. This improvement shall be constructed as a four-lane divided roadway within an approximately one hundred twenty (120) foot right-of-way (such right-of-way shall be wider at intersections/interchanges if required by the County and VDOT) to be dedicated by the Applicant, from Route 774 to the point where relocated Route 659 rejoins existing Route 659 at a location approximately three thousand six hundred (3,600) feet north of Route 772 in the vicinity of the Community Park as shown on the Development Plan, Sheet 4B. Initial construction may be by two-lane section of a four-lane divided road, but shall be expanded to a four-lane divided road concurrently with the earlier to occur of (i) the expansion of Route 659 Extended-North to a four-lane section if the Applicant provides Phase I Access or Phase II Access by way of Route 659 Extended-North, or (ii) the issuance of the five thousandth (5,000th) zoning permit for a residential dwelling on the Property. Beginning along the frontage of the Community Park, Route 659 Relocated-North shall transition to the existing two-lane section unless Route 659 Extended-North has been constructed. In this case Route 659 Relocated-North shall be constructed to tie into Route 659 Extended-North. Geometric design shall be as approved by VDOT and the County. Construction of Route 659 Relocated-North shall take place concurrently with the construction of Route 659 Extended-North, if the Applicant provides Phase I Access or Phase II Access by way of Route 659 Extended-North. Or Route 659 Relocated-North shall be constructed or bonded for construction no later than the issuance of the five thousandth (5000th) residential zoning permit within the Property.

Brambleton, ZMAP 1993-0005, Proffer II.D provides for cash in lieu of construction if road improvements are constructed by others. Since Brambleton constructed the Relocated Route 659 improvements, including the extension north of existing Route 659, this proffer is not applicable to this section of Belmont Ridge Road.

D. Construction by Others.

(1) If any one or more of the individual on-site or off-site regional road improvements or traffic signals proffered by the Applicant is substantially constructed or performed by others prior to bonding for such construction by the Applicant, the Applicant shall, at the time construction by the Applicant would otherwise have been required hereunder, in lieu of construction or performance of such proffer, contribute the actual paid construction costs of such improvements to the
Transportation Improvement Fund. For the purposes of determining such in-lieu contribution, construction costs may include engineering, surveying, permit fees and the like. If actual cost information cannot be obtained, the Applicant shall submit its cost estimates for such improvements to the County for review and approval. If the County staff and the Applicant disagree about the cost estimates of such improvements and they are unable to resolve their Contributions made by the Applicant to the Transportation Improvement Fund shall be used as provided in Section E below.

(2) As an alternative to a contribution to the Transportation Improvement Fund of the cost of improvements constructed by others, the County and the Applicant may agree that, in lieu of making such contribution, the Applicant shall construct one or more alternative, equivalent cost road improvements which are not otherwise required to be constructed by the Applicant, but which would directly or indirectly serve the Property.

Proffer Information – Cash Contributions:
- Broadlands/Broadlands South, ZMAP 1995-0003/ZCPA 1994-0005, Proffer IX.B.42(b) provides that in lieu of constructing frontage improvements to Route 659, the Developer shall provide a cash contribution of $545,145 which is outlined in Proffer #50.

42. Route 659

(b) In lieu of frontage improvements to Route 659, the Developer shall provide a cash contribution of $545,145.00. Said contribution is included as part of the per unit contribution outlined in Proffer #50.

Broadlands/Broadlands South, ZMAP 1995-0003/ZCPA 1994-0005, Proffer V.D.48 provided for the establishment of a Route 659 Transportation Improvement Fund. Pursuant to this proffer, the Board of Supervisors approved the Broadlands-Route 659 Transportation Improvement Fund Trust Agreement on November 6, 1996.

D. Transportation Improvement Fund

48. A Route 659 Transportation Improvement Fund ("Transportation Improvement Fund") shall be established by the Developer to serve as an escrow account for the benefit of transportation improvements to Route 659. The Transportation Improvement Fund shall be established prior to the issuance of any zoning permits for Broadlands. The Board of Supervisors shall be the trustee of the Transportation Improvement Fund. The Board of Supervisors, at their discretion, shall authorize the Developer to use or shall direct VDOT to use the funds to construct Route 659 improvements and the other improvements specified herein or to reallocate said funds; for Route 659 traffic signals and/or other area road improvements that service the traffic generated by Broadlands or Broadlands South, if the Route 659 improvements are funded by alternate source(s).
Broadlands/Broadlands South, ZMAP 1995-0003/ZCPA 1994-0005, Proffer V.D.49 provides for a Route 659 Trust Fund contribution of $.55 per square foot of office and commercial space. This proffer is partially fulfilled; to date, the County has received contributions that total $196,157; this account has earned $36,487 of interest; $232,580 was spent for the Goose Creek Preserve Route 659 Phase 2 project; the current balance is $63.75 (LMIS sequence #96062935).

49. **Developer or its successors or assigns shall contribute to the Transportation Fund the amount of $0.55 for each square foot of permitted space in all office and commercial development at such time as zoning permits are issued for each building of the office or commercial development. Notwithstanding the above, the cost of the 14 foot wide improvement to Route 625 between the West Spine Road/Claiborne Parkway and Route 659 outlined in Proffer #40(e) shall be credited towards the initial contributions for the commercial development Transportation Fund contributions.**

Broadlands/Broadlands South, ZMAP 1995-0003/ZCPA 1994-0005, Proffer V.D.50(a) provides for contributions to be used for improvements to Route 659. One proffer account was established for the $1,683.65 per unit contribution (LMIS sequence #96063237); the Developer contributed a total of $1,793,559 to fulfill this proffer; the funds earned $986,729 in interest; $2,779,914 has been spent; the current balance is $374. Expenditures from this fund include $1,360,935 that was applied to the Goose Creek Preserve Phase 2 improvements, and the remainder used to reimburse Broadlands Associates for improvements to Route 659 between the Greenway and Broadlands Boulevard and turn lanes on Route 659 at the entrance to Tillet Park. A separate proffer account was established for the $545.15 per unit contribution (LMIS sequence #96063441); the Developer contributed a total of $678,289 to fulfill this proffer; the funds earned $342,398 in interest; $1,020,687 has been spent; the current balance is $0. These funds were used to reimburse Broadlands Associates for the Route 659 improvements that are noted above.

50. **(a) Developer or its successors or assigns shall contribute to the Transportation Fund $2,228.80 for each of the first 1,000 dwelling units within Broadlands at such time as zoning permits are issued for each unit. The $2,228.80 per unit shall be utilized for improvements to Route 659, including Corridor Improvements ($1,683.65 per unit share) and Frontage Improvements ($545.15 per unit share). The County may redirect the Frontage Improvement component to the Route 659 Corridor Improvements at its discretion.**

- **Villages of Waxpool, SBRD 2003-0094:** On December 30, 2004, the County received a contribution of $290,772 for cash in lieu of frontage improvements from the developer of the Villages of Waxpool. This fund has accrued $55,992 of interest; no funds have been spent; the current balance is $346,764 (LMIS sequence #99065570).

- **Alexander’s Chase, ZMAP 2004-0013, Proffer VI.B.4** provides for a contribution for Belmont Ridge Road frontage improvements. DR Horton, developer of Alexander’s Chase,
fulfilled this proffer with a contribution of $746,836 which was processed by the County on December 9, 2010; no funds have been expended from the proffer account, with addition of accrued interest, the current balance is $750,073 (LMIS sequence #99066808).

4. **Belmont Ridge Road Cash-in-lieu of Construction.** Prior to approval of the first record subdivision or first site plan, whichever is first in time, the Applicant shall provide, in-lieu of construction, a contribution for frontage improvements and a half section of the interim planned four lane divided road section within an ultimate 120 foot right-of-way along the Property’s Belmont Ridge Road frontage as shown on the CDP. Such cash contribution shall be provided to the County or, at the direction of the County, to another entity constructing such improvements.

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Name of Segment: Centergate Drive (Item #64)

Segment Location: Moorefield Boulevard to Claude Moore Avenue

Category: Missing Link

Estimated Cost: $3,334,500

Funding Options: This is a proffered road segment; there are no funds available for construction of this road segment.

Summary

Right-of-Way: The Moorefield Station proffers provide 74 feet of right-of-way dedication for this road segment.

Construction: Moorefield Station proffered to construct this road segment with record plat approval for the section containing the roadway.

Funding Sources: There are no cash contributions provided by proffers or conditions.

Current Status: Development at Moorefield Station is well below the triggers for dedication and construction of this proffered road segment.
SEGMENT # 64: CENTER GATE DRIVE (MOOREFIELD BOULEVARD TO CLAUDE MOORE AVENUE)

PIN #120-19-6527, #120-29-7420, #090-45-9848,
SMITH, YERLIN W ET AL TRUSTEES
ZMAP-2001-0003, MOOREFIELD STATION
PROFFERS IV.B. & IV.C. PROVIDE FOR THE DEDICATION OF 74' ROW AND CONSTRUCTION AT TIME OF RECORD PLAT APPROVAL FOR ADJACENT LAND BAYS. TRIGGER HAS NOT BEEN MET. PROFFER IV.B PROVIDES FOR A CASH IN LIEU OF CONSTRUCTION CONTRIBUTION IF THE IMPROVEMENTS ARE CONSTRUCTED BY OTHERS.
Proffer/Condition Analysis

ROW Status:
PIN #120-19-6527, #120-29-7420 & #090-45-9848, SMITH, VERLIN W ET AL
TRUSTEES
These parcels are subject to the proffers of Moorefield Station, ZMAP 2001-0003, which was approved by the Board of Supervisors on December 16, 2002. The first paragraph of Proffer IV.B provides for right-of-way dedication for specified transportation improvements. Pursuant to proffer IV.C., right-of-way for on-site streets will be dedicated with approval of the record plat containing each roadway and in conjunction with the hierarchy shown on the approved CDP. This segment of Centergate Drive is classified as Hierarchy A which designates a 74’ right-of-way. To date, no record plats have been approved for the adjacent landbays; therefore, the right-of-way has not been dedicated.

B. CMCF, in order to assist with Capital Facility Transportation Improvements, will dedicate the right-of-way (within the Property and Parcel 92-44) and construct on right-of-way dedicated by CMCF or provided by others at no cost to CMCF, the following transportation improvements. Exhibit A, Roadway Phasing is included for a graphic presentation. Where an interpretation of the text versus the graphic is necessary, the text shall control. Parcel 92-44 is not included as part of this ZMAP, but is currently owned by CMCF. CMCF shall be responsible for the acquisition of any right-of-way on Parcel 92-44 for the construction of any of the improvements listed in this Proffer Statement and needed on Parcel 92-44.

Right-of-way width and the distance between face-of-curb to face-of-curb, “pavement section,” as depicted on sheet 9 of the drawings are proffered. Lane width and configuration are only illustrative. Final lane width and configuration shall be made by the Virginia Department of Transportation (“VDOT”). When applications are made to VDOT, CMCF shall request that VDOT consider the traffic calming, bike accessibility, and the pedestrian oriented nature of the Property.

In the event that Loudoun County is not able to provide the necessary off-site right-of-way at no cost to CMCF, then CMCF shall contribute the estimated cost (using VDOT guidelines) of such off-site construction to the County, as Trustee, to be used solely to fund such road construction when the right-of-way becomes available. If others complete any such construction, prior to the time such construction would be required pursuant to this Proffer Statement, CMCF will (at the time it would have been obligated to construct) contribute to the County as a Capital Facility Transportation Improvement contribution, the actual cost of such construction. Any such Capital Facility Transportation Improvement contribution shall be used within the Ashburn Community, or for the Loudoun County Parkway.
For the purpose of this Section IV of this Proffer Statement, “prior to” may not be interpreted by the County to require CMCF to complete the public improvements earlier than the event identified in the Proffer Statement.

C. Other on-site streets identified on sheet 4 of the drawings will be constructed as development occurs. They will be designed and constructed in the hierarchy shown on sheet 8 of the drawings and typical roadway sections shown on sheet 9 of the drawings and will be dedicated and bonded with approval of the record subdivision containing each such roadway.

Proffer Information – Construction and Cash in Lieu:
- Moorefield Station, ZMAP 2001-0003, Proffer IV.C provides for bonding for construction of this road segment with approval of the record subdivision containing the roadway.

The third paragraph of Proffer IV.B provides for a Capital Facility Transportation Improvement contribution if others complete any of the proffered transportation improvements. This proffer has not yet been triggered because a record plat containing the roadway has not been approved.

Proffer Information – Cash Contributions:
There are no proffers or conditions that provide contributions for this road segment.

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Name of Segment: Claiborne Parkway (Item #69)

Segment Location: Croson Lane to Ryan Road

Category: Missing Link

Estimated Cost: $10,184,000

Funding Options: Construction of this portion of Claiborne Parkway is fully funded in the FY 2014 Adopted Capital Improvement Program.

Summary

Right-of-Way: Right-of-way for a full section of Claiborne Parkway has been dedicated between Croson Lane and Ravenglass Drive. Additional right-of-way has been reserved along this portion of the road by the developer of Belle Terra. South of Ravenglass Drive, it appears there is right-of-way reserved for a 120 foot segment of Claiborne Parkway extending to Ryan Road. Depending on the alignment of the road, two open space parcels may be impacted.

Construction: Pursuant to the proffers of Pulte at Croson Lane, the developer of Windermere constructed a full section of Claiborne Parkway between Croson Lane and Ravenglass Drive. There are no proffers or conditions that provide for construction of the remaining portion of this road segment.

Funding Sources: The Adopted FY 2014 Capital Improvement Plan provided $6,585,000 funding for the design and construction of this project which is financed with $585,000 in cash proffers; $3M in State Capital Assistance and $3M in Gas Tax.

Current Status: Project design began in 2012, with construction scheduled to begin in FY2014. The corresponding construction plan and profiles application is Loudoun County Claiborne Parkway, CRCP 2012-0001.
Proffer/Condition Analysis

ROW Status:

**PIN #157-29-5375 & PIN #157-19-1131, Windermere Community Association**
These parcels are subject to the proffers of Pulte at Croson Lane, ZMAP 2003-0018, which was approved by the Board of Supervisors on April 19, 2005. Proffer III.B.5 provides for dedication of Claiborne Parkway along the property’s frontage. This proffer was fulfilled by dedication plat, DEDI 2006-0002, which was recorded on May 11, 2007 with instrument #200705110036231. The area of street dedication was combined with the area dedicated for Croson Lane. The dedication for Claiborne Parkway extended from Croson Lane to Ravenglass Drive and provided 120 feet, plus additional area for turn lanes. The area south of Ravenglass to the southern property boundary, containing 26,534 square feet is reserved for future public street dedication to occur upon request of the County at any time.

**PIN #157-20-1117, BELLE TERRA HOMEOWNERS ASSOCN**
This parcel is not subject to any proffers or conditions; the property was developed by-right. The record plat for Lakes at Belle Terra, SBRD 2002-0056, recorded on 12/23/2003 with instrument #200312230165945, reserved this parcel (Parcel C-1) for future right-of-way dedication for a period of 90 years from the date of recordation. A 10,522 square foot portion of the reserved area was dedicated with ESMT 2007-0001, instrument #20070170053376, which was recorded on July 17, 2007. The remaining parcel, containing approximately .85 acres, is reserved for future dedication upon request of the County.

**PIN #157-10-1738 & PIN #158-39-9161, LOUDOUN KLINE VANTAGE LLC**
These parcels are not subject to any proffers or conditions; the property was developed by-right. The record plat for The Park at Belle Terra Sections 1A and 2A, SBRD 2001-0109, which was recorded on June 2, 2003 with instrument #200306020065655, reserves both parcels for future right-of-way dedication. A 90 year reservation period is stated in the corresponding deed (instrument #200306020065653); dedication shall occur upon request of the County. PIN #157-10-1738 is designated as Parcel R-3 which contains 63,871 square feet; PIN # 158-39-9161 is Parcel R-4 which contains 108,854 square feet.

**PIN #158-49-2983, FOREST MANOR HOMEOWNERS ASSOCIATION**
This parcel is not subject to any proffers or conditions; the property was developed by-right. The record plat for Forest Manor Phase 2, SBRD 2000-0074, filed in plat cabinet F, slot 377, page 5, depicts a 120 foot reservation for future Claiborne Parkway on this parcel. The corresponding deed, which was recorded on October 29, 2001 in deed book 2029, page 1543, designates this area for street reservation for a period of 90 years from date of recordation; dedication shall occur upon request of the County.
PIN #158-29-9055, FOREST MANOR HOMEOWNERS ASSOCIATION
This parcel is not subject to any proffers or conditions; the property was developed by-right. The record plat for Forest Manor Phase 1, SBRD 2000-0050, filed in plat cabinet F, slot 263, page 1, depicts a 120 foot reservation for future Claiborne Parkway on this parcel. The corresponding deed, which was recorded on July 8, 2001 in deed book 1958, page 1712, designates this area for street reservation for a period of 90 years from date of recordation; dedication shall occur upon request of the County.

PIN #158-30-0157 & PIN #158-30-0612, BELLE TERRA HOMEOWNERS ASSOCIATION
These parcels are not subject to any proffers or conditions; the property was developed by-right. The record plat for The Park at Belle Terra Sections 1A and 2A, SBRD 2001-0109, which was recorded on June 2, 2003 with instrument #200306020065655, and the corresponding deed of open space easement (instrument #200306020065654), designated both of these parcels as open space; Parcels D and E, respectively. There is no provision for right-of-way reservation or dedication.

Proffer Information – Construction and Cash in Lieu:

- Pulte at Croson Lane, ZMAP 2003-0018, Proffer III.B.6 provided for construction of a two lane section of Claiborne Parkway along the Property’s frontage, including turn lanes. When Pulte, the developer of the this project, submitted construction plans to VDOT for review, an issue was raised concerning the transition of Claiborne Parkway from four lanes north of the subject property to the two proffered lanes to be constructed along the property’s frontage, which precluded the road from being constructed as provided in proffer III.B.6. The solution suggested by VDOT was to construct a four-lane section of Claiborne Parkway from Croson Lane to just south of the entrance to the Windermere development, Ravenglass Drive. The proposed solution provided a full median divided four-lane section, with turn lanes, that is approximately 910 feet in length, as opposed to the proffered half-section that is 1,275 feet long. A proffer determination was issued on March 20, 2006 pertaining to the construction of this portion of Claiborne Parkway (ZCOR 2006-0065). Pursuant to the determination and Proffer III.B.6, Pulte bonded and constructed a full section of Claiborne Parkway from Croson Lane south to Ravenglass Drive as shown on CPAP 2005-0089.

6. **Claiborne Parkway Construction.** Concurrent with or prior to first record plat or first site plan approval, whichever occurs first in time, the Owner shall bond and/or construct along the Property’s Claiborne Parkway frontage, a two-lane section of Claiborne Parkway, including turn lanes.

In the event that prior to the issuance of the first residential zoning permit for any structure on the Property the County provides the off-site right-of-way, easements and funding necessary to the Owner for construction of additional off-site sections of Claiborne Parkway, then the Owner shall construct such portions of Claiborne Parkway concurrently with its frontage commitment described above. In the event this off-site construction takes place, direct access to Early Light Place and Van Aosta Drive from Claiborne Parkway shall be prohibited until such time as Claiborne Parkway is connected between Croson Lane and Ryan Road. This prohibition is subject to VDOT and Loudoun County approval.
Proffer III.C.2 provides for a cash equivalent contribution; this proffer is no longer applicable because Pulte constructed the proffered Claiborne Parkway improvements.

2. **Cash Equivalent Contribution.** Unless otherwise provided in these Proffers, the Owner agrees to contribute to the County, or its designee, an amount equal to the cost of constructing the transportation improvements described above in Proffers III.B, in lieu of actual construction, if said improvements have been constructed or bonded for construction by others prior to bonding for construction by the Owner at the time indicated in these Proffers. For the purposes of determining the in-lieu-of contribution, construction costs shall be deemed to include all *engineering*, *surveying*, *bonding*, permit fees, utility relocation, and other hard costs of construction based upon County bonding estimates for said construction per the FSM. Such contribution in lieu of actual construction shall occur at the time the Owner would otherwise have been required by these Proffers to bond or construct such improvements. As determined by the County, such contribution shall either be used to reimburse the party who constructed such improvements or for regional roadway improvements within the same planning area of the Property.

**Proffer Information – Cash Contributions:**
The County has not received any cash proffers/conditions to fund construction of this portion of Claiborne Parkway.

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Name of Segment: Claude Moore Avenue (Item #65)

Segment Location: Centergate Drive to Old Ryan Road

Category: Missing Link

Estimated Cost: $5,747,625

Funding Options: This is a proffered road segment; there are no funds available for construction of this road segment.

Summary

Right-of-Way: The Moorefield Station proffers provide right-of-way dedication of 74 feet for this road segment.

Construction: The Moorefield Station proffers provide bonding or construction of a 50 foot pavement section “A” as depicted on the approved CDP.

Funding Sources: There are no cash contributions provided by proffers or conditions.

Current Status: Development at Moorefield Station is well below the triggers for dedication and construction of this proffered road segment. It is noted that the Claude Moore Charitable Foundation (CMCF) is preparing to submit a ZCPA application which may revise the timing of construction for a portion of this road segment between Croson Lane and Old Ryan Road.
Proffer/Condition Analysis

ROW Status:
PIN #120-19-6527 & 120-29-7420, SMITH, VERLIN W ET AL TRUSTEES
These parcels are subject to the proffers of Moorefield Station, ZMAP-2001-0003, which was approved by the Board of Supervisors on December 16, 2002. The first paragraph of Proffer IV.B. provides for right-of-way dedication for specified transportation improvements including Claude Moore Avenue from Ryan Road to the Transit Connector (Proffer IV.B.(iii)(b)), which will provide right-of-way dedication consisting of 74 feet prior to issuance of the 2,501st residential zoning permit or issuance of a non-residential zoning permit in excess of 750,000 square feet. Proffer IV.B.(iv)(d) provides for right-of-way dedication consisting of 74 feet between the Transit Connector and Centergate Drive prior to commencement of the Transit Station Site or upon the issuance of the 3,751st residential zoning permit or the issuance of a non-residential zoning permit in excess of 1,000,000 square feet. These triggers have not yet been met. As of October 2013, zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development and the Transit Station Site is in the design phase and construction is anticipated to commence late 2014.

B. CMCF, in order to assist with Capital Facility Transportation Improvements, will dedicate the right-of-way (within the Property and Parcel 92-44) and construct on right-of-way dedicated by CMCF or provided by others at no cost to CMCF, the following transportation improvements. Exhibit A, Roadway Phasing is included for a graphic presentation. Where an interpretation of the text versus the graphic is necessary, the text shall control. Parcel 92-44 is not included as part of this ZMAP, but is currently owned by CMCF. CMCF shall be responsible for the acquisition of any right-of-way on Parcel 92-44 for the construction of any of the improvements listed in this Proffer Statement and needed on Parcel 92-44.

Right-of-way width and the distance between face-of-curb to face-of-curb, “pavement section,” as depicted on sheet 9 of the drawings are proffered. Lane width and configuration are only illustrative. Final lane width and configuration shall be made by the Virginia Department of Transportation (“VDOT”). When applications are made to VDOT, CMCF shall request that VDOT consider the traffic calming, bike accessibility, and the pedestrian oriented nature of the Property.

In the event that Loudoun County is not able to provide the necessary off-site right-of-way at no cost to CMCF, then CMCF shall contribute the estimated cost (using VDOT guidelines) of such off-site construction to the County, as Trustee, to be used solely to fund such road construction when the right-of-way becomes available. If others complete any such construction, prior to the time such construction would be required pursuant to this Proffer Statement, CMCF will (at the time it would have been obligated to construct) contribute to the County as a Capital Facility Transportation Improvement contribution, the actual cost of such construction. Any such Capital Facility Transportation Improvement contribution shall be used within the Ashburn Community, or for the Loudoun County Parkway.
For the purpose of this Section IV of this Proffer Statement, “prior to” may not be interpreted by the County to require CMCF to complete the public improvements earlier than the event identified in the Proffer Statement.

(iii) Prior to the issuance of the 2,501st residential zoning permit or the issuance of a zoning permit for non-residential space in excess of 750,000 square feet, whichever is first in time, for any portion of the Property not identified as a site dedication (cf. Proffer II.), CMCF shall:

(a) Advance $2,880,000 to accelerate interchange improvements of the Dulles Greenway at (i) the Loudoun County Parkway and (ii) Ryan Road, subject to the execution of a multi-party agreement among the Toll Road Investors Partnership II, Limited Partnership, (“TRIP II”), the owner of the Dulles Greenway, the County, VDOT and CMCF, by which TRIP II will complete those two Dulles Greenway interchanges. In the event such multi-party agreement is not reached or if the Dulles Greenway interchange improvements are completed prior to the issuance of the 2,501st residential zoning permit or the issuance of a zoning permit for non-residential space in excess of 750,000 square feet, then, in lieu thereof, CMCF shall prior to issuance of zoning permit the 2,501st residential zoning permit or the issuance of a zoning permit for non-residential space in excess of 750,000 square feet, whichever is first in time, contribute $2,880,000 directly to the County for Parks and Recreation Capital Facility Improvements in the ITDSA of Moorefield Station (cf. Proffer II).

Additionally, CMCF shall have constructed or bonded for construction:

(b) Claude Moore Avenue between the Transit Connector and Ryan Road, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).

(c) Loudoun County Parkway between Claude Moore Avenue and the Dulles Greenway, in the general location as shown on the drawings, widened from a 4 lane to a 6-lane divided urban section.

(iv) Prior to commencement of construction on the Transit Station Site (by others), or upon the issuance of the 3,751st residential zoning permit or the issuance of a zoning permit for non-residential space in excess of 1,000,000 square feet for any portion of the Property not identified as a site dedication (cf. Proffer II.), whichever occurs earlier, CMCF shall have constructed or bonded for construction:

(a) Ann Street between Beth Street and Centergate Drive, in the general location as shown on the drawings, within a 50-foot easement to the County as a two lane undivided section (a "G" roadway as depicted on sheet 9 of the drawings). Ann Street is a private street constructed to VDOT construction standards for use as a bus access way, and will be maintained by the HOA (cf. Proffer XV.). CMCF will provide perpetual easements, guaranteeing two-way traffic circulation, to the County for public transit for this Transit access road when Bus or Rail Transit is funded to Moorefield Station.
(b) Beth Street between Ann Street and Moorefield Boulevard, in the general location as shown on the drawings, as a 64-foot right-of-way 40-foot pavement section (a "B" roadway as depicted on sheet 9 of the drawings).

(c) Claude Moore Avenue between Centergate Drive and the Loudoun County Parkway, in the general location as shown on the drawings, as a 70-foot right-of-way 52-foot pavement section (a "D" roadway as depicted on sheet 9 of the drawings).

(d) Claude Moore Avenue between Centergate Drive and the Transit Connector, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).

(e) Moorefield Boulevard between Beth Street and Ryan Road, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).

(f) Transit Connector between Moorefield Boulevard and Ryan Road, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).

CMCF shall have the absolute right to substitute both (c) and (d) above with both of the following:

(g) Moorefield Boulevard between Centergate Drive and the Loudoun County Parkway, in the general location as shown on the drawings, as a 70-foot right-of-way 52-foot pavement section (a "D" roadway as depicted on sheet 9 of the drawings).

(h) Moorefield Boulevard between Centergate Drive and Beth Street, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).

Proffer Information – Construction and Cash in Lieu:

- Moorefield Station, ZMAP 2001-0003, Proffers IV.B.(iii)(b) and IV.B.(iv)(d) provide for construction or the bonding for construction of Claude Moore Avenue as a 50 foot pavement section “A” as depicted on the approved CDP. Proffer IV.B.(iii)(b) is not required until prior to issuance of the 2,501st residential zoning permit or issuance of a non-residential zoning permit in excess of 750,000 square feet. Proffer IV.B.(iv)(d) is not required until prior to commencement of construction of the Transit Station Site or upon the issuance of the 3,751st residential zoning permit or the issuance of a non-residential zoning permit in excess of 1,000,000 square feet. These triggers have not yet been met. As of October 2013, the Transit Station Site is in the design phase and construction is anticipated to commence late 2014. Zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development (see above for proffer language).
The third paragraph of Proffer IV.B provides for a Capital Facility Transportation Improvement contribution if others complete any of the proffered transportation improvements. This proffer has not yet been triggered because the Transit Station Site is in the design phase and zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development.

Proffer Information – Cash Contributions:
There are no proffers or conditions that provide contributions for this road segment.

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Name of Segment: Claude Moore Avenue (Item #63)

Segment Location: Loudoun County Parkway to Centergate Drive

Category: Missing Link

Estimated Cost: $2,047,950

Funding Options: This is a proffered road segment; there are no funds available for construction of this road segment.

Summary

Right-of-Way: The Moorefield Station proffers provide right-of-way dedication of 70 feet for this road segment.

Construction: The Moorefield Station proffers provide bonding or construction of a 52 foot pavement section “D” as depicted on the approved CDP.

Funding Sources: There are no cash contributions provided by proffers or conditions.

Current Status: Development at Moorefield Station is well below the triggers for dedication and construction of this proffered road segment.
Proffer/Condition Analysis

ROW Status:
PIN#120-19-6527, # 120-29-7420 & #090-45-9848, SMITH, VERLIN W ET AL TRUSTEES
These parcels are subject to the proffers of Moorefield Station, ZMAP-2001-0003, which was approved by the Board of Supervisors on December 16, 2002. The first paragraph of Proffer IV.B. provides for right-of-way dedication for specified transportation improvements including Claude Moore Avenue between Centergate Drive and Loudoun County Parkway (Proffer IV.B.(iv)(c)), which provides right-of-way dedication consisting of 70 feet prior to commencement of the Transit Station Site or upon the issuance of the 3,751st residential zoning permit or the issuance of a non-residential zoning permit in excess of 1,000,000 square feet. This trigger has not been met. As of October 2013, zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development and the Transit Station Site is in the design phase and construction is anticipated to commence late 2014.

C. CMCF, in order to assist with Capital Facility Transportation Improvements, will dedicate the right-of-way (within the Property and Parcel 92-44) and construct on right-of-way dedicated by CMCF or provided by others at no cost to CMCF, the following transportation improvements. Exhibit A, Roadway Phasing is included for a graphic presentation. Where an interpretation of the text versus the graphic is necessary, the text shall control. Parcel 92-44 is not included as part of this ZMAP, but is currently owned by CMCF. CMCF shall be responsible for the acquisition of any right-of-way on Parcel 92-44 for the construction of any of the improvements listed in this Proffer Statement and needed on Parcel 92-44.

Right-of-way width and the distance between face-of-curb to face-of-curb, “pavement section,” as depicted on sheet 9 of the drawings are proffered. Lane width and configuration are only illustrative. Final lane width and configuration shall be made by the Virginia Department of Transportation (“VDOT”). When applications are made to VDOT, CMCF shall request that VDOT consider the traffic calming, bike accessibility, and the pedestrian oriented nature of the Property.

In the event that Loudoun County is not able to provide the necessary off-site right-of-way at no cost to CMCF, then CMCF shall contribute the estimated cost (using VDOT guidelines) of such off-site construction to the County, as Trustee, to be used solely to fund such road construction when the right-of-way becomes available. If others complete any such construction, prior to the time such construction would be required pursuant to this Proffer Statement, CMCF will (at the time it would have been obligated to construct) contribute to the County as a Capital Facility Transportation Improvement contribution, the actual cost of such construction. Any such Capital Facility Transportation Improvement contribution shall be used within the Ashburn Community, or for the Loudoun County Parkway.

For the purpose of this Section IV of this Proffer Statement, “prior to” may not be interpreted by the County to require CMCF to complete the public improvements earlier than the event identified in the Proffer Statement.
Prior to commencement of construction on the Transit Station Site (by others), or upon the issuance of the 3,751st residential zoning permit or the issuance of a zoning permit for non-residential space in excess of 1,000,000 square feet for any portion of the Property not identified as a site dedication (cf. Proffer II.), whichever occurs earlier, CMCF shall have constructed or bonded for construction:

(a) Ann Street between Beth Street and Centergate Drive, in the general location as shown on the drawings, within a 50-foot easement to the County as a two lane undivided section (a "G" roadway as depicted on sheet 9 of the drawings). Ann Street is a private street constructed to VDOT construction standards for use as a bus access way, and will be maintained by the HOA (cf. Proffer XV.). CMCF will provide perpetual easements, guaranteeing two-way traffic circulation, to the County for public transit for this Transit access road when Bus or Rail Transit is funded to Moorefield Station.

(b) Beth Street between Ann Street and Moorefield Boulevard, in the general location as shown on the drawings, as a 64-foot right-of-way 40-foot pavement section (a "B" roadway as depicted on sheet 9 of the drawings).

(c) Claude Moore Avenue between Centergate Drive and the Loudoun County Parkway, in the general location as shown on the drawings, as a 70-foot right-of-way 52-foot pavement section (a "D" roadway as depicted on sheet 9 of the drawings).

(d) Claude Moore Avenue between Centergate Drive and the Transit Connector, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).

(e) Moorefield Boulevard between Beth Street and Ryan Road, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).

(f) Transit Connector between Moorefield Boulevard and Ryan Road, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).

CMCF shall have the absolute right to substitute both (c) and (d) above with both of the following:

(g) Moorefield Boulevard between Centergate Drive and the Loudoun County Parkway, in the general location as shown on the drawings, as a 70-foot right-of-way 52-foot pavement section (a "D" roadway as depicted on sheet 9 of the drawings).

(h) Moorefield Boulevard between Centergate Drive and Beth Street, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).
**Proffer Information – Construction and Cash in Lieu:**

- Moorefield Station, ZMAP 2001-0003, Proffer IV.B.(iv)(c) provides for construction or the bonding for construction of Claude Moore Avenue as a 52 foot pavement section “D” as depicted on the approved CDP. Proffer IV.B.(iv)(c) is not required until prior to commencement of construction of the Transit Station Site or upon the issuance of the 3,751st residential zoning permit or the issuance of a non-residential zoning permit in excess of 1,000,000 square feet. This trigger has not yet been met. As of October 2013, the Transit Station Site is in the design phase and construction is anticipated to commence late 2014. Zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development (see above for proffer language).

The third paragraph of Proffer IV.B provides for a Capital Facility Transportation Improvement contribution if others complete any of the proffered transportation improvements. This proffer has not yet been triggered because the Transit Station Site is in the design phase and zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development.

**Proffer Information – Cash Contributions:**

There are no proffers or conditions that provide contributions for this road segment.

**Disclaimer:**

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Name of Segment: Croson Lane (Item #66)

Segment Location: Belmont Ridge Road to Old Ryan Road

Category: Missing Link

Estimated Cost: $11,238,750

Funding Options: This road segment is partially proffered and those portions have been constructed. There are no state or County funds programmed to complete the road.

Summary

Right-of-Way: Dedications of 60 feet from centerline have been processed along this road segment with the exception of the Lim property frontage, and along Broadlands frontage, which dedicated 45 feet from centerline and reserved an additional 15 feet.

Construction: Two lanes of a four lane median divided roadway have been constructed from Belmont Ridge Road to Old Ryan Road. Four lanes have been constructed along the frontage of Windermere.

Funding Sources: There is a total of $412,858 in cash proffer/condition funds that are available to widen this portion of Croson Lane.

Current Status: There are no immediate plans to widen this segment of Croson Lane.
Proffer/Condition Analysis

ROW Status:

PIN #157-27-2749 & PIN #157-28-2535, ALEXANDERS CHASE HOA
This property is subject to the proffers of Alexander’s Chase, ZMAP 2004-0013, which was approved by the Board of Supervisors on November 15, 2005. Proffer VI.B.1 provides for dedication of 60 feet from the proposed centerline of Croson Lane across the property’s frontage. This dedication was processed with SBRD 2008-0055; the corresponding plat, which was recorded on September 29, 2009 with instrument #200909290066391 shows 78,718 square feet was dedicated for Croson Lane.

B. Construction of Transportation Improvements.

1. Croson Lane Dedication. The Applicant shall dedicate to the County, sufficient amount of right-of-way to ensure that there is a minimum of 60 feet of right-of-way from the proposed street centerline along the Property’s frontage on the north side of Croson Lane as shown on the CDP. In addition to the dedication, the Applicant will grant the necessary easements outside the right-of-way relating to road construction and road maintenance for utilities, drainage and grading. The aforesaid dedication shall be provided upon written request by Loudoun County, but no later than concurrent with the approval of the first record subdivision or first site plan, whichever is first in time, for the Property.

PIN #157-27-5925, LIM, EDWIN Y & SARAH K ET AL
This parcel is not subject to any proffers or conditions. A dedication plat, DEDI 2008-0041, recorded on July 14, 2009 with instrument #200907140047529, shows 55,900 square feet of right-of-way dedicated for Croson Lane.

PIN #157-18-6368 & PIN #157-29-5375, WINDERMERE COMMUNITY ASSOCIATION
These parcels are subject to the proffers of Pulte at Croson Lane, ZMAP 2003-0018, which was approved by the Board of Supervisors on April 19, 2005. Proffer III.B.1 provides dedication for Croson Lane as shown on Sheet 5 of the Concept Plan. Sheet 5 shows 1.81 acres of right-of-way dedication for Croson Lane. This proffer was fulfilled by dedication plat, DEDI 2006-0002, which recorded a total of 195,219 square feet (4.4817 acres) street dedication for Croson Lane and Clairborne Parkway; the dedication was recorded on May 11, 2007 with instrument #200705110036233.

B. Construction of Transportation Improvements

1. Croson Lane Dedication. Concurrent with or prior to first subdivision plat for any portion of the Property, the Owner shall dedicate along the Property’s Croson Lane frontage, the right-of-way, as depicted on Sheet 5 of the Concept Plan.
PIN #157-29-3069 & PIN #157-20-6355, BROADLANDS ASSOCIATION INC

These parcels are subject to the proffers of Broadlands South, ZMAP 1995-0003/ZCPA 1994-0005, which was approved by the Board of Supervisors on September 6, 1995. Proffer IX.B.46 provides for dedication of 45 feet of right-of-way along Route 645 (Croson Lane), with a provision to provide additional right-of-way for turn lanes. This proffer was fulfilled by Broadlands South, Section 90, Blocks 1B, 2 & 3, SBRD 2003-0053, which was recorded on May 2, 2005 with instrument #200505020044262, dedicated 232,745 square feet of right-of-way for Croson Lane; this area is 45 feet from the ultimate center line. Parcel B (PIN #157-29-3069) is reserved for future street dedication for 89 years from the date of recordation; dedication is to occur upon request by the County. The record plat for Broadlands South, Section 62, Blocks 1, 2, 3 & 4, SBRD 2006-0023, recorded on May 14, 2007 with instrument #200705140036273 reserved Parcel G (PIN #157-20-6355) for future street dedication for 89 years from the date of recordation. Both of these reservations areas will provide an additional 15 feet of right-of-way.

46. Route 645

(a) Developer shall dedicate to the County a 45 foot right-of-way for Route 645, along the Property frontage. In addition, if turn lanes are determined by VDOT and the County to be necessary, the Developer shall dedicate up to 60 feet of right-of-way from the existing centerline along the Property frontage.

PIN #120-15-3857 & PIN #120-25-1771, BELLE TERRA HOMEOWNERS ASSOCN

These parcels are not subject to any proffers or conditions. The record plat for Lakes at Belle Terra, SBRD 2002-0056, dedicated a total of 228,627 square feet for Croson Lane which is shown on the plat recorded on December 23, 2003 with instrument #200312230165945; this dedication provided 60 feet from the ultimate centerline of Croson Lane along the frontage of both parcels.

PIN #120-35-3706 & PIN #120-36-2923, BELLE TERRA HOMEOWNERS ASSOCN

These parcels are not subject to any proffers or conditions. A plat of correction for Quail Pond Estates, POCO-2003-0002, recorded on March 26, 2003 with instrument #200303260034295, depicts dedication for Croson Lane, 60 feet from centerline; this area is included in the total street dedication of 227,350 square feet.

PIN #120-36-0187, BROWN, LARRY A & BETTY L

This parcel is not subject to any proffers or conditions. Dedication for Croson Lane was processed with an easement plat, ESMT 2002-0040, which shows 18,112 square feet of street dedication, which was recorded on August 22, 2203 with instrument #200308220109897. The existing prescriptive easement was also quit claimed.

PIN #120-17-1439, PIN #120-27-2966 & PIN #120-28-0905, AMBERLEIGH COMMUNITY ASSCN INC

These parcels are subject to the proffers of Amberleigh, ZMAP 2002-0019, which was approved by the Board of Supervisors on December 15, 2003. Proffer IV.B.1.b provides for dedication of 60 feet from existing centerline of Croson Lane along the property’s frontage. This proffer was fulfilled by the processing of an easement plat, ESMT 2005-0033, which shows 89,390 square
feet of dedication for Croson Lane; the plat was recorded on November 28, 2005 with instrument #20051280133031.

\[\text{PIN #120-37-6035 & PIN # 120-37-8357, VANTAGE POINTE HOMEOWNERS ASSOCN} \]

These parcels are not subject to any proffers or conditions. Dedication for Croson Lane was processed with the record plat for Vantage Pointe, SBRD 2000-0066, which dedicated 32,388 square feet of right of way for Croson Lane and quit claimed the prescriptive right-of-way. This dedication was recorded on August 8, 2001 in deed book 1981, page 1827 and is shown on the plat filed in cabinet F, slot 307, page 5.

\[\text{PIN # 120-38-5962, DENTON TERRACE HOMEOWNERS ASSOCN} \]

This parcel is subject to the proffers of Bodmer, ZMAP 2000-0005, which was approved by the Board of Supervisors on May 21, 2001. Proffer 8.B.1 provides for dedication of 60 feet from centerline for Croson Lane. This proffer was fulfilled by the record plat for Denton Terrace, SBRD 2002-0107, which shows 16,442 square feet of right-of-way dedication for Croson Lane. The corresponding plat was recorded on April 28, 2004 with instrument #200404280041210.

\[\text{i. Croson Lane. Upon request by the County, or at the time of recordation of the initial subdivision record plat, whichever first occurs, the Applicant will dedicate land necessary to provide 60 feet of right-of-way from centerline to accommodate a four lane median-divided road to be constructed by others.} \]

\[\text{PIN # 120-38-9029, GRAVETT, GUY & GARY BROWN ET AL TRUSTEES} \]

This property is subject to the proffers of Moorefield Station, ZMAP 2003-0001, which was approved by the Board of Supervisors on December 16, 2002. The Moorefield Station proffers do not include a provision to improve Croson Lane between Route 659 and Ryan Road. An easement plat, ESMT 2005-0031, dedicated 9,891 square feet of right-of-way for Croson Lane; this dedication was recorded on November 28, 2005 with instrument #200511280132329.

\[\text{PIN # 120-28-6533, STATION VIEW HOA} \]

This property is subject to the proffers of Station View, ZMAP 2004-0017, which was approved by the Board of Supervisors on February 21, 2006. Proffer VII.B.1 provides for dedication of 60 feet of right-of-way for Croson Lane. This dedication was fulfilled with the record plat for Station View, SBRD 2007-0071, which was recorded on October 8, 2010 with instrument #201010080062899.

\[\text{B. Transportation Improvements.} \]

\[\text{1. Croson Lane Dedication. The Applicant shall dedicate to the County, as public right-of-way, 60 feet in width from the existing centerline along the Property's frontage on the south side of Croson Lane as shown on the Plan. In addition to the dedication, the Applicant will grant the necessary easements outside the right-of-way relating to road and/or trail construction, maintenance for utilities, drainage and grading. The aforesaid dedication shall be provided upon written request by the County, but no later than concurrent with the approval of the first record subdivision or site plan, whichever is first in time for the Property.} \]
Proffer Information – Construction and Cash in Lieu:

- Alexander’s Chase, ZMAP 2004-0013, Proffer VI.B.2 provides for construction of a half section of Croson Lane along the property’s frontage. These improvements were constructed by the developer of Alexander’s Chase, DR Horton, in accordance with CPAP 2006-0097.

2. Croson Lane Frontage Improvements. Prior to approval of the first record subdivision or first site plan, whichever is first in time, the Applicant shall construct, or bond for construction the half section of the planned four-lane road section and all necessary turn lanes along the Property’s frontage as shown on the CDP.

Proffer VI.C.2 provides for a cash equivalent contribution if the improvements described in Proffer VI.B.2 are constructed by others. This proffer is not applicable because the Applicant constructed the Croson Lane improvements.

2. Cash Equivalent Contribution. Unless otherwise provided in these Proffers, the Applicant agrees to contribute to the County, or its designee, an amount equal to the cost of constructing the transportation improvements described above in Proffer VI.B.2., in lieu of actual construction, if said improvements have been constructed or bonded for construction by others prior to bonding for construction by the Applicant at the time indicated in these Proffers. For the purposes of determining the in-lieu-of contribution, construction costs shall be deemed to include all engineering, surveying, bonding, permit fees, utility relocation, and other hard costs of construction based upon County bonding estimates for said construction pursuant to the FSM. Such contribution in lieu of actual construction shall occur at the time the Applicant would otherwise have been required by these Proffers to bond or construct such improvements. As determined by the County, such contribution shall either be used to reimburse the party who constructed such improvements or for regional roadway improvements for Belmont Ridge Road within the Ashburn Community Planning Subarea.

- Broadlands South, ZMAP 1995-0003/ZCPA 1994-0005, Proffer IX.B.46.b provides for construction of two lanes of Route 645. This improvement was constructed by the developer of Broadlands in accordance with CPAP 2003-0085.

(b) Developer shall construct two lanes of a four lane divided urban cross-section roadway and turn lanes, as required by VDOT design standards, along the Property’s boundary on Route 645. If the State does not accept the approximately 400 feet of one-half section roadway improvements on Route 645 between the southwest and
southeast corners of Broadlands South, the Developer shall, at its sole discretion, either construct the full section or assume responsibility for maintenance of the one-half section in accord with County requirements until such time as these improvements are accepted into the State system. In the event the VDOT policy changes to allow acceptance of the subject one-half section, without guarantee by the County, then the Developer shall be relieved of this obligation.

- Pulte at Croson Lane, ZMAP 2003-0018, Proffer III.B.2 provides for construction of a two lane section of Croson Lane across the property’s frontage. This improvement was constructed by Pulte in accordance with CPAP 2005-0089. Proffer III.B.3 provides for construction of an off-site segment of Croson Lane from the easternmost boundary of Broadlands to the entrance of the Quail Pond subdivision. Pulte constructed the off-site portion in accordance with CPAP 2005-0086.

  2. Croson Lane Construction. Concurrent with or prior to first record plat or first site plan approval, whichever occurs first in time, the Owner shall bond and/or construct along the Property’s Croson Lane frontage, a two-lane section of Croson Lane, including turn lanes.

  3. Off-Site Croson Lane Construction. Concurrent with or prior to first record plat or first site plan approval, whichever occurs first in time, and so long as all necessary right-of-way has been dedicated to the County and all necessary easements are provided to the Owner at no cost, the Owner shall bond and/or construct an off-site 2 lane portion of Croson Lane approximately 1600 linear feet in length on the north side of Croson Lane, from the easternmost boundary of Broadlands to the easternmost entrance of the Quail Pond Subdivision.

Proffer III.C.2 provides for a cash equivalent contribution if the improvements described in Proffer III.B are performed by others. Since the developer of Windermere (Pulte) constructed these improvements, this proffer is no longer applicable.

  2. Cash Equivalent Contribution. Unless otherwise provided in these Proffers, the Owner agrees to contribute to the County, or its designee, an amount equal to the cost of constructing the transportation improvements described above in Proffers III.B, in lieu of actual construction, if said improvements have been constructed or bonded for construction by others prior to bonding for construction by the Owner at the time indicated in these Proffers. For the purposes of determining the in-lieu-of contribution, construction costs shall be deemed to include all engineering, surveying, bonding, permit fees, utility relocation, and other hard costs of construction based upon County bonding estimates for said construction per the FSM. Such contribution in lieu of actual construction shall occur at the time the Owner would otherwise have been required by these Proffers to bond or construct such improvements. As determined by the County, such contribution shall either be used to reimburse the party who constructed such improvements or for regional roadway improvements within the same planning area of the Property.

- Amberleigh, ZMAP 2002-0019, Proffer IV.B.1.b provides for construction of two westbound land of Croson Lane across the frontage of Amberleigh. Proffer IV.B.1.c provides for construction of two westbound lanes of Croson Lane. Both of these proffers were fulfilled by the construction of Croson Lane as shown on CPAP 2004-0104.
Proffer IV.D provides for a cash equivalent contribution if Proffer IV.B.1.c is constructed by others. This proffer is no longer applicable because Richmond American, developer of Amberleigh constructed Croson Lane.

D. **Cash Equivalent Contribution.** Unless otherwise provided in these proffers, the Owners agree to contribute to the County or its designee an amount equal to the cost of constructing the transportation improvements described above in Proffers IV.B.1.c and IV.B.2.b., in lieu of actual construction if said improvements have been constructed or bonded by others prior to bonding for construction by the Owners. For the purposes of determining the in-lieu-of contribution, construction costs shall be deemed to include all engineering, surveying, bonding, permit fees, utility relocation, and other hard costs of construction based upon County bonding estimates for said construction per the FSM. Such contribution in lieu of actual construction shall occur at the time the Owners would otherwise have been required by these Proffers to bond or construct such improvements. 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.

**Proffer Information – Cash Contributions:**

- Pulte at Croson Lane (Windermere) provided a contribution of $7,500 to remove a temporary turnaround that was constructed on Croson Lane. This contribution was recorded with the preliminary subdivision plat, SBPL 2005-0018. These funds have accrued $657 of interest; no expenditures have been made; the current balance is $8,157 (LMIS sequence #99067980).

- Lakes at Belle Terra, SBPL 2000-0069, contributed $63,000 for frontage improvements to Croson Lane. The County spent these funds to extend Val Varaita Drive to Croson Lane (LMIS sequence 99064595); the balance of this account is $0.

- Quail Pond Estates, SBRL 2001-0089, contributed $76,855 for frontage improvements to Croson Lane. This account has earned $16,791 of interest; no expenditures have been made; the current balance is $93,646 (LMIS sequence #99064368). A cash contribution agreement dated June 5, 2002 states that the funds are to be used for one lane frontage improvements for Croson Lane across the property frontage (approximately 1,735 linear feet).

- Bodmer, ZMAP 2000-0005, Proffer 8.C provided cash contributions of $2,600 per non-ADU residential unit for improving Croson Lane or other transportation improvement in the vicinity of the project. This proffer is fulfilled; the County received contributions that total $161,530; the funds earned $31,786 of interest; $193,316 was spent to fund the design and construction of Claiborne Parkway; the balance of this proffer fund is $.00 (LMIS sequence #99063409).

**TRANSPORTATION CONTRIBUTION.** The Applicant shall contribute, prior to zoning permit issuance for the respective residential unit, the sum of Two Thousand Six Hundred Dollars ($2,600) per non-ADU residential unit for improving Croson Lane or for other off-site transportation improvements in the immediate vicinity.
• Station View, ZMAP 2004-0017, Proffer VII.B.2 provides for a $5,828 per dwelling unit contribution to be used for improvements to Croson Lane. The proffer is partially fulfilled; the County has received contributions that total of $310,273; this proffer account has accrued $782 of interest; no funds have been disbursed; the current balance is $311,055 (LMIS sequence #99067350).

2. **Cash Contributions for Croson Lane improvements.**

   The Applicant shall provide, upon issuance of the Zoning Permit for each dwelling unit, a one-time cash contribution in the amount of $5,828.00 per dwelling unit constructed on the Property. Such funds will be used for construction and acquisition of right-of-way for improvements to Croson Lane, not otherwise proffered by others, between Route 659 and Old Ryan Road. The per dwelling unit cash contributions proffered in this paragraph shall be adjusted January 1st annually in accordance with the CPI, beginning one year from the approval date of the rezoning of the Property, with 2006 as the base year.

**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:  Davis Drive (Item #42)

Segment Location:  Yeager Court to Sunrise Valley Drive (partially in Fairfax County)

Category: Missing Link

Estimated Cost: $18,819,000

Funding Options: There are no funds currently allocated for this segment of Davis Drive.

Summary

Right-of-Way: Centennial Dominion Center, ZMAP-1988-0003, proffered 90’ of right-of-way from Route 606 to the northern property line. An active rezoning application, Waterside, ZMAP-2012-0006, may provide right-of-way dedication from the northern property line of PIN#034-38-9287 south to PIN#035-27-7033.

Construction: Centennial Dominion Center, ZMAP-1988-0003, proffered construction of Davis Drive partially as a U4 roadway and partially as a U5 roadway. The draft proffers for an active rezoning application, Waterside, ZMAP-2012-0006, if approved may provide construction of Davis Drive partially as a 4 lane undivided roadway and partially as a 2 lane undivided roadway.

Funding Sources: There are no funds currently allocated for this segment of Davis Drive.

Current Status: At this time, there is no activity on this segment of Davis Drive.
SEGMENT # 42: DAVIS DRIVE (YEAGER COURT TO SUNRISE VALLEY DRIVE)

MAP 2 OF 2

PAGE 58
Proffer/Condition Analysis

ROW Status:
PIN # 034-38-9287, CHANTILLY CRUSHED STONE INC
This parcel is subject to the Proffers of Centennial Dominion Center, ZMAP-1988-0003, which was approved by the Board of Supervisors on July 10, 1989. Pursuant to Proffer II.B.1., the Owner shall dedicate 90 feet of right-of-way to accommodate a U-4 roadway from Route 606 to the intersection with the proposed Connector Road and right-of-way necessary to accommodate a U5 roadway configuration from the intersection with the Connector Road to the Northern Boundary line.

B. Specific Improvements

1. In conformance with the Comprehensive Plan for Loudoun County as defined in the Eastern Loudoun Area Management Plan (ELAMP), Owner will construct Davis Drive from its intersection with Route 606 to the boundary line located on the northern-most part of LCTM 94 parcel 61 ("Northern Boundary"). Owner shall construct Davis Drive from Route 606 to the point of its intersection with Connector Road within a 90 foot right-of-way in the U-4R configuration, and from Connector Road to the Northern Boundary in the U-5 configuration providing transition to Davis Drive north of the Subject Property. Owner's obligation to construct such road will be as follows: except as provided in paragraph 3 of this section, if Davis Drive off-site is constructed to the Northern Boundary of Centennial Dominion Center, then Owner will bond for construction of Davis Drive on-site prior to the issuance of any zoning permit for any building accessed primarily by way of Davis Drive. If such off-site construction has not occurred, then Davis Drive will be bonded for construction prior to the issuance of zoning permits exceeding 425,000 Square Feet of development primarily accessed by way of Davis Drive.

Pursuant to proffer II.A.4., in the event that a third party desires to construct Davis Drive prior to the time the Owner would be required to construct it, the Owner shall dedicate the right-of-way described in proffer II.B.1.

4. In the event that a third party desires to construct Davis Drive or Connector Road prior to the time Owner would be required to construct such Road as a condition of these proffers, Owner shall dedicate the right-of-way described in paragraph II.B.1. or II.B.2. subject to the following conditions:

   (i) such design has been approved by both VDOT and the County;

   (ii) sufficient funding for construction of the roadway has been identified; and
(iii) Owner approves the proposed alignment, such approval shall not be unreasonably withheld, using the Land Use Concept Plan as a guide.

There are no proffers or conditions for right-of-way dedication. However, there is an active rezoning application, Waterside, ZMAP-2012-0006, which if approved, may provide for right-of-way dedication consisting of 70 feet along the future alignment of Davis Drive from the northern property line of PIN # 034-38-9287, south to PIN# 035-27-7033.

Currently, the draft proffers provide for Davis Drive to be constructed in 2 segments; north of Route 606 and south of Route 606. Right-of-way dedication and construction of the northern segment shall be tied Phase I of development and right-of-way dedication and construction of the southern segment shall be tied to Phase III of development.

PIN # 035-38-9465, TATE, BARBARA & E BUSH ET AL
There are no proffers or conditions for right-of-way dedication.

PIN # 035-38-3640, ALLEN, AUSTEN & OUIDA BROWN ET AL
There are no proffers or conditions for right-of-way dedication.

PIN # 035-28-2686, DULLES METRO LLC
There are no proffers or conditions for right-of-way dedication.

PIN # 035-28-1163, 2144 ROCK HILL ROAD LLC
There are no proffers or conditions for right-of-way dedication.

PIN # 035-27-9859, LYNCH, PINCKNEY A TRUSTEE
There are no proffers or conditions for right-of-way dedication.

PIN # 035-27-7554 & # 035-27-9845, HOROWITZ, SANDRA
There are no proffers or conditions for right-of-way dedication.

PIN # 035-27-7033, ROCK HILL DEVELOPMENT LLC
There are no proffers or conditions for right-of-way dedication.

PIN # 035-17-3774, DULLES WORLD CENTER LLC
This parcel is subject to the proffers associated with Dulles World Center, ZMAP-2008-0018, which was approved by the Board of Supervisors on March 15, 2011. Pursuant to Proffer VII.C.1., the Applicant shall reserve 83’ in right-of-way as shown on Exhibit C for future dedication to accommodate a portion of a four-lane bridge over the Dulles Toll Road connecting Sunrise Valley Drive to the future extension of Davis Drive. Said reservation shall occur in conjunction with the approval of site plans and/or public improvement plans for Road H and prior to, or concurrent with, approval of the first site plan or zoning permit in Land Bay 13, which ever if first in time. Pursuant to Proffer VII.C.2., upon the reservation of the proffered right-of-way provided in VII.C.1. and completion of construction of Road H by the applicant, the County may
request dedication of said right-of-way. The applicant shall dedicate such right-of-way within 120 days of the County’s written request. An active construction plan, CPAP-2012-0070, which was submitted on September 14, 2012 and is currently in the 3rd submission review, provided the proffered 83’ right-of-way reservation area. Upon approval of this plan, the Applicant shall reserve this area. An active zoning concept plan amendment, ZCPA-2012-0002 was submitted on February 6, 2012 to amend the phasing proffers for the development.

C. Dulles Toll Road Bridge Right-of-Way

1. The Applicant shall reserve the variable width right-of-way in the location shown on Exhibit C as “R.O.W. Reservation Area” for future dedication to accommodate a portion of a four-lane bridge over the Dulles Toll Road connecting Sunrise Valley Drive from the south and a future extension of Davis Drive to the north (the “DTR Bridge”). Such reservation shall occur by recordation of a Deed of Reservation approved by the County in conjunction with the approval of site plans and/or public improvement plans for Road H and prior to, or concurrent with, approval of the first site plan or zoning permit in Land Bay 13, whichever is first in time. Prior to the dedication of the reservation area pursuant to Proffer VII.C.2 below, the Applicant may place Road H within a public access easement and utilize the

reservation area for Road H as shown on Sheet 5 of the CDP, which shall be privately maintained by the DWC POA pursuant to Proffer VLA herein, until such time as it is dedicated to the County per Proffer VII.C.2 below.

2. Upon the reservation of the variable right-of-way as provided in Proffer VII.C.1 above, and the completion of the construction of Road H by the Applicant, the County may, at any time, request that the Applicant dedicate, and the Applicant shall dedicate, at no public cost, such right-of-way to accommodate a portion of the DTR Bridge and the adjacent sidewalks or pathways. The Applicant shall prepare all plats of dedication necessary for the dedication of such right-of-way. Such dedication shall occur within 120 days of the County’s written request for the dedication of the right-of-way.

PIN # 035-26-7139, INNOVATIVE TECHNOLOGY AUTHORITY
There are no proffers for right-of-way dedication.

PIN # 035-38-9141, S & T ROCKHILL HOLDINGS LLC
There are no proffers or conditions for right-of-way dedication.

PIN # 035-38-8402, BUSH, FREDERICK M ET ALS T/C
There are no proffers or conditions for right-of-way dedication.

PIN # 035-39-2641, CHANDLER, MARY ELLEN ET AL
There are no proffers or conditions for right-of-way dedication.
PIN # 035-49-7465, MCHUGH, JAMES CONSTRUCTION CO
This parcel is subject to the proffers associated with Six Hundred Five Associates, ZMAP-0000-0231, which was approved by the Board of Supervisors on November 5, 1975. There are no proffers for right-of-way dedication.

PIN # 035-49-9166, TRANSAMERICA BUSINESS PARK CONDOMINIUM COMMON ELEMENT
This parcel is subject to the proffers associated with Milton/Rockhill Ltd Partnership, ZMAP-1987-0012, which was approved by the Board of Supervisors on July 18, 1988. Pursuant to Proffer B.4., the Applicant shall reserve for future dedication for a period of up to ten (10) years from the date of approval of ZMAP-1987-0012 sixty (60) feet across the western boundary of PIN #035-49-9166. The proffered 60 foot reservation was provided on a Preliminary Subdivision Plat, SBPL-1990-0016, which was approved on October 10, 1990. Because the 10 year validity expired on July 18, 1998, this proffer is no longer valid.

4. In addition, the applicant shall reserve for future dedication for a period of up to ten (10) years from the date of approval of ZMAP 87-12 sixty (60) feet across the western boundary of that parcel identified as Tax Map 95, Parcel 89, in the land records of Loudoun County to permit the location thereon, if deemed necessary by the County, of a portion of the CIT Loop Road--Davis Drive Extended. In the event, prior to the expiration of said ten (10) year period, the County determines that all or a portion of said reservation will not be necessary to accommodate the CIT Loop Road--Davis Drive Extended, the applicant may thereupon cease to hold for reservation such unneeded land.

PIN # 034-29-1650, DOUGLAS CORNER OFFICE CONDO
There are no proffers or conditions for right-of-way dedication.

PIN # 034-29-3172, WOODLAND ROAD GENERAL PARTNERSHIP
There are no proffers or conditions for right-of-way dedication.

PIN # 034-29-4087, KASSCO LLC
There are no proffers or conditions for right-of-way dedication.

PIN # 034-29-4596 & 034-39-5106, SUNBELT EQUIPMENT & RENTALS INC
This parcel is subject to the Conditions of Approval associated with McLean Rentals, SPEX-1986-0042, which was approved by the Board of Supervisors on October 20, 1986. There are no conditions for right-of-way dedication.
Proffer Information – Construction and Cash in Lieu:

- Centennial Dominion Center, ZMAP1988-0003, proffer II.B.1. provides that the Owner will construct Davis Drive from its intersection with Route 606 to the intersection with the proposed Connector Road as a U-4 roadway and from the intersection with the proposed Connector Road to the northern boundary as a U-5 roadway. The Owner’s obligation to construct the proffered road improvements shall be as follows: If Davis Drive off-site is constructed to the Northern Boundary of Centennial Dominion Center, then Owner will bond for construction of Davis Drive on-site prior to the issuance of any zoning permit for any building accessed primarily by way of Davis Drive. If such off-site construction has not occurred, then Davis Drive will be bonded for construction prior to the issuance of zoning permits exceeding 425,000 square feet of development primarily accessed by way of Davis Drive. Davis Drive offsite has been constructed to the northern property boundary. To date, no zoning permits have been issued on this site.

B. Specific Improvements

1. In conformance with the Comprehensive Plan for Loudoun County as defined in the Eastern Loudoun Area Management Plan (ELAMP), Owner will construct Davis Drive from its intersection with Route 606 to the boundary line located on the northern-most part of LCTM 94 parcel 61 ("Northern Boundary"). Owner shall construct Davis Drive from Route 606 to the point of its intersection with Connector Road within a 90 foot right-of-way in the U-4R configuration, and from Connector Road to the Northern Boundary in the U-5 configuration providing transition to Davis Drive north of the Subject Property. Owner’s obligation to construct such road will be as follows: except as provided in paragraph 3 of this section, if Davis Drive off-site is constructed to the Northern Boundary of Centennial Dominion Center, then Owner will bond for construction of Davis Drive on-site prior to the issuance of any zoning permit for any building accessed primarily by way of Davis Drive. If such off-site construction has not occurred, then Davis Drive will be bonded for construction prior to the issuance of zoning permits exceeding 425,000 Square Feet of development primarily accessed by way of Davis Drive.

Pursuant to Proffer II.A.3, in the event a third party constructs any road improvements proffered by the Owner, the Owner shall contribute the cost of such construction to the Transportation Improvement Fund as described in proffer II.D. The construction shall be made at the time the Owner would be required to construct the proffered improvements.

3. In the event that a third party constructs any road improvements proffered by Owner, then at the same time Owner would be required to construct such improvements as a condition of these proffers, Owner shall contribute to the Transportation Improvement Fund ("Transportation Fund") the
reasonable cost of such construction, including direct and indirect construction costs, bonding, stakeout, construction management, and permit fees, the reasonableness of which shall be determined by the Director of the Department of Engineering. In the event Owner objects to the reasonableness of such cost, Owner shall have the right to appeal such determination to the Board of Supervisors.

D. Transportation Improvement Fund

A Transportation Improvement Fund ("Transportation Fund") shall be established by the Owner to serve as an escrow account for the benefit of transportation facilities specifically listed below. The Transportation Fund shall be established prior to the issuance of any zoning permits for Centennial Dominion Center. The Board of Supervisors shall use or shall direct VDOT to use the funds in accordance with a Transportation Fund Agreement to be entered into by the County and Owner. Funds may be used for the following improvements only:

1. Design and construction of a two-lane road east of the project along the proposed route of Connector Road to Oak Grove Road.
2. Design and construction of Davis Drive off-site, north and/or south of the property, but in no event prior to the issuance of zoning permits for more than 500,000 Square Feet of any type of development at Centennial Dominion Center.
3. Design and construction of a third lane on eastbound Route 606 from Route 636 to Davis Drive.
4. Any off-site acquisition costs associated with the improvements 1-3 listed in this paragraph.
5. If Owner has contributed funds for the construction of signalization on Route 606 pursuant to section II(B)(9), such funds may be used for the construction of such signalization.
6. If owner has contributed funds in lieu of acquisition, any off-site acquisition costs associated with the improvements listed in paragraph II(B)(5)(b) or paragraphs II(B)(6-8).

The documents establishing the Transportation Fund shall include a clause with the list of uses specified in paragraphs 1-6 of this section, which list may be modified by the written mutual consent of the parties.

Owner agrees to contribute to the Transportation Fund the amount of forty cents ($0.40) per Square Foot at the time of zoning permit issuance for each building in the Mid-Rise, Low-Rise, and Flex-Industrial development bays as specified in the Land Use Concept Plan. Such contributions
to the Transportation Improvement Fund are stated in 1989 dollars and shall escalate until the time of actual payment using the Engineering News-Record Construction Cost Index (Base: 1913 equals 100, 1987 average, 4401) published monthly by McGraw Hill ("ENR Index"), to be determined on the date of the contribution.) When ample funds have been accumulated in the Transportation Fund, the County may, at its option, request that Owner construct one of the specified improvements, provided that in no event shall owner be required to construct such improvement earlier than such improvement would be made under any other provision of this document. The Transportation Fund Agreement shall provide for vesting the necessary authority to administer the Transportation Fund with the County Administrator of Loudoun County or such other proper official as the Board of Supervisors may deem appropriate.

The Transportation Fund Agreement shall provide that the contributions shall be deposited into an interest bearing account until such time as the Board of Supervisors deems appropriate to expend the funds on transportation facilities.

In the event that insufficient funds are available to construct the improvements listed above, subject to the same restrictions, the County may request the Owner to advance the Transportation Fund a loan of up to $500,000 for such construction; provided that at no time may the amount of such loan exceed the outstanding amount of future contributions to be made to the Fund based solely on maximum allowable Square Feet. No Loan funds will be advanced for construction of the above improvements until sufficient funding sources have been identified and arrangements have been made to insure that funds will be available upon commencement of construction, and construction is scheduled to begin within 120 days. If actual construction does not begin within 60 days of such scheduled date then all funds shall be returned to Owner until construction is commenced. Any loan shall be repaid to Owner in the form of credit or reimbursement as funds are deposited into the Transportation Fund according to its terms. In the event that Owner constructs any of the improvements listed in paragraphs II(D)(1-3) above, such construction shall be credited to Owner's Transportation Fund obligations.

- An active rezoning application, Waterside, ZMAP-2012-0006, which if approved, may provide for construction of Davis Drive from the northern property line off PIN # 034-38-9287 south to PIN# 035-27-7033. Currently, the draft proffers provide for Davis Drive to be constructed in 2 segments; north of Route 606 as a 4 lane undivided roadway and south of Route 606 as a two lane undivided roadway. The segment north of Route 606 shall be bonded for construction prior to the issuance of the first zoning permit for Phase 1 and constructed and open to traffic prior to the issuance of the first occupancy for Phase
1. Phase I is defined as up to 1,574,000 square feet of non-residential uses and up to 1,191 residential units. The segment south of Route 606 shall be bonded for construction prior to the issuance of the first zoning permit for Phase III and constructed and open to traffic prior to issuance of the first occupancy permit for Phase III. Phase III is defined as an additional 969,000 square feet of non-residential uses for a cumulative total of 3,636,000 square feet for Phases I, II and III and an additional 163 residential units for a cumulative total of 2,464 residential units for Phases I, II and III.

The current draft proffer statement also includes a provision that in the event that the proffered road improvements are constructed by others, the Applicant shall contribute to Loudoun County an amount equal to the actual cost of said improvements.

**Proffer Information – Cash Contributions:**
There are no proffers or conditions that provide cash contributions specifically for the this segment of Davis Drive.

**Disclaimer:**
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Name of Segment:  Glenn Drive (Item #43)

Segment Location:  Cedar Green Road south to existing Glenn Drive

Category:  Missing Link

Estimated Cost:  $1,771,200

Funding Options:  This segment of Glenn Drive will be constructed as part of the Belfort Area Road Improvement Project, which is currently funded using fund balance and debt financing.

Summary


Construction:  Construction of this segment of Glenn Drive is proffered by ZMAP-1986-0046 and ZMAP-2008-0001; however, the obligation for ZMAP-1986-0046 to construct the proffered transportation improvements has expired. This segment will be constructed by VDOT as part of the Belfort Area Road Improvement project.

Funding Sources:  This project is fully funded; funding includes design, right-of-way acquisition and construction.

Current Status:  This segment of Glenn Drive will be constructed as part of the Belfort Area Road Improvement Project which is being administered by VDOT through the Route 28 PPTA contract.

VDOT has contracted with Dewberry to design and construct the Belfort Area Road Improvements. The VDOT project number for this project is 0028-053-010, P-101, R-201, C-501. Construction is anticipated to begin in 1stQ 2014 and anticipated to be complete 4thQ 2014.
Proffer/Condition Analysis

ROW Status:
PIN #032-15-5119, F P STERLING PARK LAND LLC, c/o FIRST POTOMAC REALTY TRUST
This property is subject to the proffers of Schwald and Lerner Sterling Business Park, ZMAP 1986-0046, which was approved concurrently with Sterling Park Business Centers Mods, ZMAP 1987-0009, by the Board of Supervisors on July 18, 1988. Pursuant to Proffer 1 (a), upon request by Loudoun County or VDOT, the Owner shall dedicate the right-of-way necessary to construct Glenn Drive extended pursuant to Exhibit “A”.

1. Transportation. (a) Glenn Drive Extended, Route 775 Extended and Davis Drive Extended. When requested by the County and/or the Virginia Department of Transportation (“VDOT”), the Owner shall dedicate the right-of-way necessary to construct the road improvements on Lot 13 in substantial conformance with Exhibit “A”. The Owner shall participate in the construction of the road improvements in substantial conformance with Exhibit "A" as follows:

A Dedication Plat, DEDI-2007-0024, which was recorded by Instrument # 200804010019017, shows future right-of-way consisting of 30’ from the property line; however, the deed does not provide any reservation language. This right-of-way has not yet been dedicated. A request for right of way dedication will be issued in conjunction with VDOT’s Belfort Area Road Improvement project. It is anticipated that right-of-way acquisition will occur in the 3rd and 4th quarters of 2013.

PIN # 032-15-3041, SCHMITZ, ALBERT G JR, c/o Seneca Excavating
This property is subject to the proffers associated with Schmitz Industrial Park, ZMAP 2008-0001 and the Conditions of Approval associated with SPEX 2008-0001, which were approved by the Board of Supervisors on June 7, 2011. Pursuant to Proffer IV.A.1, the Owner shall dedicate sufficient right-of-way (including grading, storm drainage and construction easements) to accommodate the western half of an urban 4 lane undivided roadway and pedestrian trail from its current terminus in a cul-de-sac south of the Property, along the Property’s frontage and connecting at an intersection with Cedar Green road, as depicted on the approved CDP. The right-of-way shall be dedicated in conjunction with and as part of the first site plan or record plat (whichever is first to occur) for areas east of PIN# 044-10-7257. To date, the Owner has not submitted any site plan or record plat applications; therefore, the right-of-way has not yet been dedicated.
IV. TRANSPORTATION

A. Road Dedication and Improvement

1. Glenn Drive – The Owner shall dedicate such portion of the Property as is necessary and sufficient to accommodate right-of-way for roadway and the pedestrian trail described below, including grading, storm drainage, and construction easements, for, and shall construct, the western half of an urban four lane (with curb and gutter) undivided section of Glenn Drive extended from its current terminus in a cul-de-sac south of the Property, along the Property’s frontage, onto neighboring property, as required, and connecting at an intersection with Cedar Green Road, as depicted on the CDP. Such dedication, easements, and construction shall occur in conjunction with and as part of any development pursuant to the first site plan or record plat (whichever is first to occur) for areas east of PIN #044-10-7257. Any off-site road construction shall be subject to necessary right-of-way, including grading, storm drainage, and construction easements, being provided by others at no cost to Owner. Concurrently with the construction of the said western half of Glenn Drive, the Owner shall construct a 10-foot wide pedestrian trail within a 14-foot wide public access easement as depicted on the CDP (Sheet 3 of 5) along the portion of Glenn Drive Owner has herein proffered to construct. Such trail shall be located completely within the dedicated VDOT right-of-way and will be constructed in accordance with all applicable VDOT standards.

Pursuant to Proffer IV.B., advance dedication of the proffered right-of-way shall occur at the request of Loudoun County if others have prepared the construction plans and profiles. This portion of Glenn Drive is included in VDOT’s Belfort Area Road Improvement project and requests for right of way dedication will be sent by the County for this project.

B. Advance Right-of-Way Dedication

Notwithstanding the foregoing, dedication of the rights-of-way and easements referenced in IV.A shall occur at the request of Loudoun County in advance of development of the Property if others have prepared construction plans and profiles consistent with the CDP and require dedication in order to commence construction, and provided the Owner shall not be obligated to incur costs or post bonds with Loudoun County in connection with such advance dedication.

Proffer Information – Construction and Cash in Lieu:

- Schwald and Lerner Sterling Business Park, ZMAP 1986-0046, Proffer 1 (a)(i) provides for construction of Glenn Drive extended upon site plan approval for Lot 13 or as directed by the County. The cost of such improvements shall not exceed $367,000, as adjusted by the percent in the Engineering News Record Twenty Cities Construction Cost Index. To date, no site plans have been approved for Lot 13 nor has the County directed the Owner to construct Glenn Drive, therefore, Glenn Drive extended has not been constructed.

  1a i) Upon site plan approval for Lot 13 as shown on the Concept Development Plan, the Owner shall construct a portion of the public road improvements to Route 775 extended, Glenn Drive extended or Davis Drive extended, or
any combination thereof, in substantial conformance with Exhibit "A" as directed by the County and subject to VDOT approval. Such improvements shall be constructed either on-site or off-site subject to the provisions of subparagraph 1(a) (iii) below. The cost of such improvements to the Owner shall not exceed $367,900. This amount shall increase or decrease by a percentage equal to the percentage increase or decrease in the Engineering News Record Twenty Cities Construction Cost Index. The base period for such index shall be the year and month when this application is approved, with the cost adjusted as of the date of construction but no later than three years after the approval date of this rezoning application. In the event such index should not be published for as long as this proffer is in force, a comparable publication, acceptable to both the County and the Owner, will be used.

Pursuant to Proffer 1 (c), the Owner shall prepare preliminary engineering plans for the horizontal alignment of Glenn Drive within 180 days of approval of ZMAP-1986-0046. To date, no engineering plans have been submitted for Glenn Drive.

1.(c) Preliminary Engineering Plans. Within 180 days after approval of this rezoning application, the Owner shall prepare preliminary engineering plans for the horizontal alignment of the Glenn Drive extension, including the Route 775/Glenn Drive intersection.

Proffer 1 (a) (ii) provides that the County may choose not to direct the construction of the transportation improvements at site plan approval for lot 13 and states that the owner shall remain obligated to construct the improvements as directed by the County for a period of three years commencing upon the rezoning approval date, 7/18/88. If the owner has not been directed to construct the transportation improvements within the specified three year time frame, the Owner shall contribute $367,900 (plus the Engineering News Twenty Cities Construction Cost Index adjustment) no later than three years from the rezoning date.

(ii) The County may choose not to direct construction of such improvements at the time of site plan approval for Lot 13. The Owner shall remain obligated to construct the improvements as directed by the County for a period of three years commencing upon the approval date of this rezoning
If the owner has not been directed to construct the improvements within the time frame specified in the immediately preceding sentence, the Owner shall contribute $367,900, adjusted in accordance with subparagraph above to the date of such contribution but no later than three years after the approval date of this rezoning application, to an escrow fund administered by the County to be used for the construction of road improvements adjacent to Lot 13 in substantial conformance with Exhibit "A".

Pursuant to Proffer 1.(d), of ZMAP-1986-0046, in the event that any of the public road improvements shown on Exhibit “A” have been constructed by others, the Owner, at the time of site plan approval for Lot 13, shall provide a cash equivalent contribution not to exceed $367,900 adjusted pursuant to Proffer 1(a) (i). Said cash contribution shall be made no later than three years after the approval date of ZMAP-1988-0048. ZMAP-1986-0046 was approved on 07/18/88. The obligation to construct the transportation improvements expired on 7/18/91. To date, no site plans have been approved for Lot 13 and no funds have been contributed towards this proffer fund.

A Zoning Determination, ZCOR-2007-0138, issued on July 2, 2007, determined that a cash contribution of $393,653 will be due by the Owner prior to site plan approval for Lot 13. In 2005, VDOT constructed the Davis Drive extension (VDOT Project #868-053-301); the cost of construction was $700,585. Since the cost of construction exceeds the maximum cash equivalent contribution of $393,653, which is comprised of $367,900, plus the Engineering News Twenty Cities Construction Cost Index adjustment of $25,753, the owner will owe Loudoun County $393,653 prior to site plan approval for Lot 13.

d.) Construction by Others. In the event that any of the public road improvements shown on Exhibit "A" have already been constructed and paid for by others, at the time of site plan approval for Lot 13, the owner shall provide the County with a cash equivalent contribution in an amount equal to the cost of such improvements constructed and paid for by others; provided, however, that the amount of such contribution shall not exceed $367,900, adjusted in accordance with subparagraph 1(a) (i) above to the date of such contribution but no later than three years after the approval date of this rezoning application, and the amount that may be contributed to the escrow fund under subparagraph 1(a) (ii) above shall be
• Schmitz Industrial Park, ZMAP 2008-0001, Proffer IV.A.1 provides for the construction of the western half of an urban four lane undivided section of Glenn Drive from its current terminus in a cul-de-sac, along the property’s frontage, to an intersection with Cedar Green Road as shown depicted the CDP. Construction shall occur in conjunction with and as part of the first site plan or record plat (whichever is first to occur) for areas east of PIN# 044-10-7257. To date, no site plan or record plat applications have been submitted.

IV. TRANSPORTATION

A. Road Dedication and Improvement

1. Glenn Drive – The Owner shall dedicate such portion of the Property as is necessary and sufficient to accommodate right-of-way for roadway and the pedestrian trail described below, including grading, storm drainage, and construction easements, for, and shall construct, the western half of an urban four lane (with curb and gutter) undivided section of Glenn Drive extended from its current terminus in a cul-de-sac south of the Property, along the Property’s frontage, onto neighboring property, as required, and connecting at an intersection with Cedar Green Road, as depicted on the CDP. Such dedication, easements, and construction shall occur in conjunction with and as part of any development pursuant to the first site plan or record plat (whichever is first to occur) for areas east of PIN #044-10-7257. Any off-site road construction shall be subject to necessary right-of-way, including grading, storm drainage, and construction easements, being provided by others at no cost to Owner. Concurrently with the construction of the said western half of Glenn Drive, the Owner shall construct a 10-foot wide pedestrian trail within a 14-foot wide public access easement as depicted on the CDP (Sheet 3 of 5) along the portion of Glenn Drive Owner has herein proffered to construct. Such trail shall be located completely within the dedicated VDOT right-of-way and will be constructed in accordance with all applicable VDOT standards.

Pursuant to Proffer IV.C, in the event that the proffered improvements are constructed by others, the Owner shall contribute, to Loudoun County, an amount equivalent to the actual cost of said improvements. The cash contribution shall be paid at the same time as the Owner would have been obligated to construct such improvements. This road improvement will be constructed as part of the Belfort Area Improvement Project. Therefore, this cash contribution will be due in conjunction with the first site plan or record plat for areas east of PIN# 044-10-7257.

C. Contributions in Lieu of Construction

In the event that the improvements proffered in IV.A above are constructed by others, the Owner shall contribute to Loudoun County an amount equivalent to the verified actual cost of said improvements. Such cost of construction shall be deemed to include all design, engineering, surveying, bonding, permit fees, utility relocation, and other hard costs of construction. Such contribution(s) shall be paid to Loudoun County at the same time as the Owner would have been obligated to construct such improvement(s) under the terms of these proffers, or, at such later time as such verified costs are available. Such cash contributions may be used by the County in its discretion for roadway or transportation improvements in the vicinity of the Property.
Proffer Information – Cash Contributions:

- Pursuant to Proffer 1.(d), of ZMAP-1986-0046, in the event that any of the public road improvements shown on Exhibit “A” have been constructed by others, the Owner, at the time of site plan approval for Lot 13, shall provide a cash equivalent contribution not to exceed $367,900 adjusted pursuant to Proffer 1(a) (i). Said cash contribution shall be made no later than three years after the approval date of ZMAP-1988-0048. ZMAP-1986-0046 was approved on 07/18/88. To date, no site plans have been approved for Lot 13 and no funds have been contributed towards this proffer fund. This road improvement will be constructed as part of the Belfort Park Area Improvement project. Therefore, as the time a site plan is submitted for Lot 13, The Owner will owe the cash contribution to Loudoun County.

  d.) Construction by Others. In the event that any of the public road improvements shown on Exhibit "A” have already been constructed and paid for by others, at the time of site plan approval for Lot 13, the owner shall provide the County with a cash equivalent contribution in an amount equal to the cost of such improvements constructed and paid for by others; provided, however, that the amount of such contribution shall not exceed $367,900, adjusted in accordance with subparagraph 1(a) (i) above to the date of such contribution but no later than three years after the approval date of this rezoning application, and the amount that may be contributed to the escrow fund under subparagraph 1(a) (ii) above shall be reduced by any amount contributed pursuant to this subparagraph 1(d).

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: Greenway Loop Road (Item #39)

Segment Location: Bridge Over Greenway

Category: Missing Link

Estimated Cost: $25,000,000

Funding Options: There are no funds available for design and construction of this bridge.

Summary

Right-of-Way: The bridge will be constructed within the existing Greenway right-of-way.

Construction: There are no proffers or conditions that provide construction of this bridge. The owner of the Greenway is obligated to construct this bridge pursuant to a Conveyance Agreement with Loudoun Parkway Center, which requires the bridge to be constructed once the roads are in place on both sides of the Greenway.

Funding Sources: There are no cash contributions provided by proffers or conditions.

Current Status: The owner of the Greenway has installed the pier for this bridge in the median of the Greenway.
Proffer/Condition Analysis

ROW Status:

PIN #234-37-8457, TOLL ROAD INVESTORS PARTNERSHIP II LP
This parcel contains the right-of-way for the Dulles Greenway and is subject to the conditions of approval of the Reenactment of Dulles Toll Road Extension special exception application, SPEX 1993-0008, which was approved by the Board of Supervisors on September 29, 1993. Condition 27 provides for crossings of secondary roads.

27. When crossings of the TRCV right-of-way by secondary roads have received all required governmental approvals, TRCV shall accommodate such crossings. Unless subsequently approved, TRCV shall not be required to incur any costs in connection with construction, operation or maintenance of crossings not identified as initial or future improvements in the Comprehensive Agreement or conveyance agreements.

Proffer Information – Construction and Cash in Lieu:
There are no proffers or conditions that provide for construction of the Greenway Loop Road bridge. Loudoun Parkway Center, ZMAP 1990-0015, Proffer IX.A states that “The bridge which conveys the roadway designated Loop Road on the Concept Plan over the Dulles Toll Road Extended is required to be designed and constructed by the Toll Road Corporation of Virginia, or its successors in interest, by the terms of the Conveyance Documents referred to in Section IX.C., hereinafter and is not proffered to be constructed by the Applicant.” A Memorandum of Agreement between the Toll Road Corp and United Pacific Life Insurance Co. was recorded on March 19, 1990 in deed book 1080, page 1733 references the Agreement. According to owner of the Greenway, Toll Road Investors Partnership II LP (TRIP II), they are obligated to build the bridge once the roads are in place on both sides of the Greenway. TRIP II has installed the pier for the future bridge in advance of the extension of the Silver Line rail to Route 772.

IX. TRANSPORTATION:
   A. On-Site Roadway
      The Applicant shall construct, or cause to be constructed, in accordance with VDOT standards, all on-site roadways shown on the Concept Plan except as otherwise provided herein. The bridge which conveys the roadway designated Loop Road on the Concept Plan over the Dulles Toll Road Extended is required to be designed and constructed by the Toll Road Corporation of Virginia, or its successors in interest, by the terms of the Conveyance Documents referred to in Section IX.C., hereinafter and is not proffered to be constructed by the Applicant. At the time any of land bays designated A-1, A-2, B and C on Exhibit A (Concept Plan) are subdivided, any streets thereon that are proposed by the Applicant to be private streets shall be constructed in conformance with Section 4.38 (Private Street Standards) of the Loudoun County Facilities Standards Manual. Consistent with the Concept Plan, the Applicant shall construct or bond for construction the four-lane of on-site roads prior to final approval of any subdivision or site plan in the project that is projected to cause any on-site road to reach 8,000 vehicle trips per day based on the trip generation rates established by the ITE Trip Generation Manual, 5th edition, and as agreed to by the County and the Applicant. In the event the County and the Applicant disagree as to such trip generation rates, such rates shall be as determined by the Zoning Administrator. Right-of-way for on-site roads (other than for the Dulles Toll Road Extension, which is discussed in Paragraph IX.C. hereinafter) shall be donated at the request of the County.
**Proffer Information – Cash Contributions:**
There are no proffers or conditions that provide cash contributions for the bridge over the Greenway.

**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:** Greenway Loop Road (Item #38)

**Segment Location:** Lockridge Road to the Greenway

**Category:** Missing Link

**Estimated Cost:** $7,527,600

**Funding Options:** There are no funds available for design and construction of this road segment.

**Summary**

**Right-of-Way:** The proffers of Dulles-Berry and Loudoun Parkway Center provide a portion of the right-of-way needed for this road, but the dedication is not triggered until development of those properties.

**Construction:** The Dulles-Berry and Loudoun Parkway Center portions of this road are proffered to be constructed in conjunction with those properties.

**Funding Sources:** There are no cash contributions provided by proffers or conditions for this road segment.

**Current Status:** There are no plans to construct this road segment.
Proffer/Condition Analysis

ROW Status:

PIN # 062-36-1210, VIZSLA VENTURES LLC
This property is subject to the proffers of Dulles-Berry, ZMAP 1986-0056, which was approved by the Board of Supervisors on March 6, 1990. The Greenway Loop Road is one of the internal roads depicted on the approved Concept Plan. Pursuant to Proffer 2.1, it will be dedicated to the County at the time of the first record subdivision plat approval or final site plan. This property is undeveloped; no record plats or site plans have been approved yet; therefore, the proffer has not been triggered.

2.1 Internal Road Network. The Applicant shall construct the Internal Road Network in substantial conformance with the Concept Plan. All public roads built on the subject property will be designed to conform with the Virginia Department of Transportation (VDOT) standards. At the time of first record subdivision plat approval or first final site plan approval, whichever is first in time, said roads shall be constructed or bonded for construction and dedicated to the County for acceptance into the State highway system.

PIN # 062-25-7314, VIRGINIA ELECTRIC & POWER COMPANY
This parcel is not subject to any proffers or conditions. The right-of-way for the Greenway Loop Road has not been dedicated from this parcel.

PIN # 062-17-6281, TAB ASSOCIATES LLC ET AL C/O ANTINGONE REALTY INC
The southwestern portion of this parcel subject to the proffers of ZMAP 1990-0015, Loudoun Parkway Center, which was approved by the Board of Supervisors on February 3, 1993. The remaining portion of the parcel is not subject to any proffers or conditions. The last sentence of Loudoun Parkway Center Proffer IX.A provides for the donation of right-of-way for on-site roads to be donated at the request of the County. This portion of Loudoun Parkway Center, which comprises Land Bays K and L, has not yet been developed; therefore, that portion of the right-of-way has not been dedicated.

IX. TRANSPORTATION:
A. On-Site Roadway
The Applicant shall construct, or cause to be constructed, in accordance with VDOT standards, all on-site roadways shown on the Concept Plan except as otherwise provided herein. The bridge which conveys the roadway designated Loop Road on the Concept Plan over the Dulles Toll Road Extended is required to be designed and constructed by the Toll Road Corporation of Virginia, or its successors in interest, by the terms of the Conveyance Documents referred to in Section IX.C., hereinafter and is not proffered to be constructed by the Applicant. At the
time any of land bays designated A-1, A-2, B and C on Exhibit A (Concept Plan) are subdivided, any streets thereon that are proposed by the Applicant to be private streets shall be constructed in conformance with Section 4.380 (Private Street Standards) of the Loudoun County Facilities Standards Manual. Consistent with the Concept Plan, the Applicant shall construct or bond for construction the four-laning of on-site roads prior to final approval of any subdivision or site plan in the project that is projected to cause any on-site road to reach 8,000 vehicle trips per day based on the trip generation rates established by the ITE Trip Generation Manual, 5th edition, as agreed to by the County and the Applicant. In the event the County and the Applicant disagree as to such trip generation ratios, such ratios shall be as determined by the Zoning Administrator. Right-of-way for on-site roads (other than for the Dulles Toll Road Extension, which is discussed in Paragraph IX.C. hereinafter) shall be donated at the request of the County.

Proffer Information – Construction and Cash in Lieu:

- Loudoun Parkway Center, ZMAP 1990-0015, Proffer IX.B provides for the phasing of roadway improvements which are to occur based on the roadway linkages shown in Exhibit B (attached) and further described in Exhibit C.
The description provided in Exhibit C for the Greenway Loop Road (aka Loudoun Parkway Center Loop Road/Barrister Street) is below. The road is to be constructed as a four lane divided roadway between Route 607 (Loudoun County Parkway) and the Broad Run Spine Road (now named State Street). The section between Barrister Street and the proposed entrance to Parcel J is to be four-lane undivided.

Pursuant to Exhibit B, Figure I, construction of the L.P.C. Loop Road as a four lane road is to occur in conjunction with up to 800,000 gross square feet of PD-OP development of Land Bays K, L and M. A proffer determination issued December 13, 2006 (ZCOR-2006-0316) approved a modification to the roadway phasing shown on Figure I to allow Parcel M to be developed independently of Parcels K and L without constructing the eastern portion of the Greenway Loop Road (aka L.P.C. Loop Road) between the Greenway and Route 643.
Pursuant to the notation on Exhibit B, Figure L (shown below), the Applicant is required to bond or construct the Loop Road both east and west of the Dulles Toll Road Extension (the Greenway) when certain conditions apply. To date, none of the conditions has been met. The Applicant has not received final site plan approval for development on Land Bay J (a); nor has the Applicant received final site plan approval for development on Land Bay H (b); the Applicant has not received final site plan approval for development of Land Bay K and/or Land Bay L (c); and the Loop Road does not exist east of the Dulles Toll Road Extension, so it does not continue to a secondary road.

Excerpt from Loudoun Parkway Center, Exhibit B, Figure L:

- Dulles-Berry, ZMAP 1986-0056, Proffer 2.1 provides for construction of the internal road network. The Dulles Loop Road is shown on the Concept Plan as an internal road. As stated in the proffer text above, the internal roads are required to be constructed or bonded for construction prior to approval of the first record subdivision plat or final site plan, whichever is first in time. This property is undeveloped; therefore, the proffered construction has not yet occurred.

Dulles-Berry Proffer 2.2.D provides for a reimbursement to others if for the construction of all or any operation of the internal road network. This proffer has not been triggered because the road has not been constructed.

2.2 Adjacent Property Access. The Applicant shall allow the owners of properties immediately adjacent to Tax Map 79, Parcel 54, or of any other property in Loudoun
County, to build all or a portion of the Internal Road Network shown on the Concept Plan in accordance with the standards and regulations of the County and of VDOT under the following conditions:

A. Such construction shall be at the initial expense of such property owner;
B. Such construction shall not unreasonably interfere with any ongoing planned development by the Applicant on the subject property;
C. The Applicant shall join in all necessary acts of dedication for public use and shall grant the owners of such properties, at no cost of acquisition, all rights of entry and temporary construction easements reasonably necessary to permit such construction provided the Applicant is granted appropriate liability protection and that such construction is bonded according to local and state requirements; and
D. The Applicant shall make reimbursement to the owners of such properties. Said reimbursement shall be equal to the actual and reasonable costs of construction plus interest at New York Interbank rate as calculated on a quarterly basis and compounded from the time of expenditure until reimbursement or as otherwise agreed. Said reimbursement shall be made incrementally by the Applicant for any section of such constructed roadway which is incorporated in any of the Applicant’s sections to be developed on a portion of the property and shall be paid upon issuance of zoning permits for said sections. In the event of a disagreement as to the amount or timing of such reimbursement, a determination by the County or VDOT shall be final.

**Proffer Information – Cash Contributions:**
There are no proffers or conditions that provide cash contributions for the Greenway Loop Road.
# Exhibit B

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If Route 607 west of the property line is constructed to Route 772 as a through street open to the public by others, and the applicant constructs Route 607 to Westwind Drive, construct public street to connect Westwind Drive with identical section to west property line provided that construction shall be four-lane divided to west property line at time of issuance of building permit for last development on property.

In the event an additional two-lane paved access from the site, either via Route 607 Extended West to Route 772, or Route 607 Extended East to Route 625, or Westwind Drive to Route 606, is constructed to the satisfaction of VDOT, the Applicant shall be allowed to construct up to 750 residential units on the Property.

LEGEND:
Improvements for Phase

- 2 lanes
- 4 lane undivided
- 4 lane divided

Development Land Bay
for Phasing

(See exhibit C for roadway link descriptions)

ATTACHMENT 1

LOUDOUN PARKWAY CENTER
DEVELOPMENT LINKAGE PLAN
PD-H30 RESIDENTIAL PHASE
UP TO 750 DWELLING UNITS

Figure B
3 of 6
PD-H30
If Route 607 west of the property line is constructed as a through street open to the public by others and the applicant constructs Route 607 to Westwind Drive, construct public street to connect Westwind Drive with residential section to west property line provided that construction shall be four-lane divided to west property line at time of issuance of building permit for last development on Property.

LEGEND:
Improvements for Phase

--- 2 lanes

--------- 4 lane undivided

== 4 lane divided

Development Land Bay for Phasing
(See exhibit C for roadway link descriptions)

LOUDOUN PARKWAY CENTER DEVELOPMENT LINKAGE PLAN PD-H30 RESIDENTIAL PHASE UP TO 750 DWELLING UNITS

PHRA
ZMAP 90-0015
Sept., 1992
Revised Jan., 1993

No Scale

Figure C
4 of 6

Segment 38
Page 90
Construction shall be four-lane divided at earlier of bridge by others over Broad Run or issuance of building permit for last development on Property.

Legend:
- 2 lanes
- 4 lane undivided
- 4 lane divided

Development Land Bay for Phasing

(See exhibit C for roadway link descriptions)
If Route 607 west of the property line is constructed to Route 772 as a through street open to the public by others, and the applicant constructs Route 607 to Westwind Drive, construct public street to connect Westwind Drive with identical section to west property line provided that construction shall be four-lane divided to west property line at time of issuance of building permit for last development on Property.

**LEGEND:**

- --- 2 lanes
- - - 4 lane undivided
- --- 4 lane divided
- [ ] Development Land Bay for Phasing

(See exhibit C for roadway link descriptions)
LEGEND:
Improvements for Phase

--- 2 lanes
---------- 4 lane undivided
= = = = 4 lane divided

**Development Land Bay**
for Phasing

(See exhibit C for roadway link descriptions)
If Route 607 northeast of the property line is constructed to Route 606 as a through street open to the public by others, and the applicant constructs Route 607 east of the DRTS to Route 643, complete four lanes of six-lane divided roadway north of Route 643 to east property line.

LEGEND:

- - - - 2 lanes
- - - - 4 lane undivided
- - - 4 lane divided

Development Land Bay for Phasing

(See exhibit C for roadway link descriptions)

Off-site improvements to Route 643 not included in phasing.

LOUDOUN PARKWAY CENTER
DEVELOPMENT LINKAGE PLAN
PD-OP EMPLOYMENT PHASE (NORTH)
UP TO 800,000 S.F.

Figure H
1 of 4
If Route 607 northeast of the property line is constructed to Route 643 as a through street open to the public by others, and the applicant constructs Route 607 east of the DTRE to Route 643, complete four lanes of six-lane divided roadway north of Route 643 to east property line.

LEGEND:
Improvements for Phase

- - - 2 lanes
- - - - - 4 lane undivided
- - - - - - 4 lane divided

- - - - - - Development Land Bay for Phasing

(See exhibit C for roadway link descriptions)
LEGEND:
Improvements for Phase

- - - - 2 lanes
- - - - - 4 lane undivided
- - - - - - 4 lane divided

\[
\text{Development Land Bay for Phasing}
\]
(See exhibit C for roadway link descriptions)
LEGEND:
Improvements for Phase

--- 2 lanes
---- 4 lane undivided
----- 4 lane divided

Development Land Bay for Phasing

(See exhibit C for roadway link descriptions)
LOUDOUN PARKWAY CENTER
INCREMENTAL DEVELOPMENT
WITH CONSTRUCTION OF
ROUTE 643 NORTH OFF AIRPORT

LEGEND:
- Improvements by others
- Incremental daily traffic associated with Loudoun Parkway Center
(See exhibit C for roadway link description)

Roadway Type
- Freeway
- Minor Arterial
- Major Collector
- Minor Collector

WASHINGTON
DULLES
INTERNATIONAL AIRPORT

NO SCALE

PHRA Z-MAP
90-0015
ortl,1992

Figure N
LOUDOUN PARKWAY CENTER
INCREMENTAL DEVELOPMENT
WITH CONSTRUCTION OF
ROUTE 607 INTERCHANGE OFF-SITE IMPROVEMENTS

LEGEND:

Improvements by others
Incremental daily traffic associated with Loudoun Parkway Center
(See exhibit C for roadway link descriptions)

Roadway Type

Freeway
Minor Arterial
Major Collector
Minor Collector

WASHINGTON
DULLES
INTERNATIONAL AIRPORT

PHRA
Z-MAP 90-0015
April, 1992

Figure S

Segment 38
Page 106
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: Greenway Loop Road - Barrister Street (Item #40)

Segment Location: The Greenway to east of Loudoun County Parkway

Category: Missing Link

Estimated Cost: $3,763,800

Funding Options: There are no funds available for design and construction of this road.

Summary

Right-of-Way: Dedication of this road segment is proffered by Loudoun Parkway Center. It is noted that a rezoning application (ZMAP 2013-0006) is currently being reviewed which may revise the existing proffers.

Construction: The proffers for Loudoun Parkway Center provide for construction of this road, which is to occur when specific land bays are developed.

Funding Sources: There are no cash contributions provided by proffers or conditions for this road segment.

Current Status: The land bays that trigger construction of the Greenway Loop Road are currently undeveloped; therefore, the timing for construction of this road segment cannot be predicted.
Proffer/Condition Analysis

ROW Status:

PIN #090-38-7633, S A ASSOCIATES SOUTH LLC
This parcel is subject to the proffers of Loudoun Parkway Center, ZMAP 1990-0015, which was approved by the Board of Supervisors on February 3, 1993. The last sentence of Proffer IX.A provides for the donation of right-of-way for on-site roads to be donated at the request of the County. Dedication for the portion of the Greenway Loop Road (now named Barrister Street) was processed with SBRD 1997-0087, recorded on March 15, 2000 in deed book 1760, page 1063, which dedicated 88,885 square feet of right-of-way as shown on the plat filed in cabin E, slot 621 pages 7-8. The portion of Loudoun Parkway Center between Barrister Street and the Greenway has not yet been developed; therefore, that portion of the right-of-way has not been dedicated. It is noted that this property is subject to an active rezoning application for Loudoun Parkway Center, ZMAP 2013-0006.

IX. TRANSPORTATION:

A. On-Site Roadway

The Applicant shall construct, or cause to be constructed, in accordance with VDOT standards, all on-site roadways shown on the Concept Plan except as otherwise provided herein. The bridge which conveys the roadway designated Loop Road on the Concept Plan over the Dulles Toll Road Extended is required to be designed and constructed by the Toll Road Corporation of Virginia, or its successors in interest, by the terms of the Conveyance Documents referred to in Section IX. C., hereinafter and is not proffered to be constructed by the Applicant. At the time any of land bays designated A-1, A-2, B and C on Exhibit A (Concept Plan) are subdivided, any streets thereon that are proposed by the Applicant to be private streets shall be constructed in conformance with Section 4.380 (Private Street Standards) of the Loudoun County Facilities Standards Manual. Consistent with the Concept Plan, the Applicant shall construct or bond for construction the four-laning of on-site roads prior to final approval of any subdivision or site plan in the project that is projected to cause any on-site road to reach 8,000 vehicle trips per day based on the trip generation rates established by the ITE Trip Generation manual, 5th edition, and as agreed to by the County and the Applicant. In the event the County and the Applicant disagree as to such trip generation ratios, such ratios shall be as determined by the Zoning Administrator. Right-of-way for on-site roads (other than for the Dulles Toll Road Extension, which is discussed in Paragraph IX.C. hereinafter) shall be donated at the request of the County.
PIN # 090-48-5691, INOVA HEALTH CARE SERVICES
This parcel is subject to the proffers of Loudoun Parkway Center, ZMAP 1990-0015. This property is located along Barrister Street between Loudoun County Parkway and State Street. Right-of-way dedication was processed for this portion of Barrister Street with SBRD 1997-0087 as noted above.

Proffer Information – Construction and Cash in Lieu:
- Loudoun Parkway Center, ZMAP 1990-0015, Proffer IX.B provides for the phasing of roadway improvements which are to occur based on the roadway linkages shown in Exhibit B (attached) and further described in Exhibit C.

b. Phasing of Development
The Applicant shall not receive zoning permits allowing development on the Property until such time as the Applicant, or others, has either constructed or bonded for construction, the corresponding roadway links set forth in Figures A through S, respectively, which figures comprise Exhibit B to these Proffers and as further described in the Table which is Exhibit C.

Figures A through L depict the specific alternate on-site roadway links proffered to be constructed, or bonded for construction, by the Applicant, or others, in order to serve the respective land bays shown. Modifications by the Applicant to the roadway linkages depicted in Figures A through L shall be made only where the Applicant demonstrates to the reasonable satisfaction of the Zoning Administrator that such modification permits an equivalent level of service to that proposed by the Figure which the Applicant proposes to modify. The Applicant's development utilizing on-site linkages only shall generate no more than twenty thousand (20,000) average daily trips (as determined by reference to the ITE Trip Generation Manual, 5th edition, and as agreed upon by the County and Applicant. In the event the County and the Applicant disagree as to such trip generation ratios, such ratios shall be as determined by the Zoning Administrator.)

Figures M through S depict the off-site roadway links to be constructed, or bonded for construction, by others. No zoning permits shall be issued for development on the Property which generates more than twenty thousand (20,000) average daily trips (ADT, as determined by reference to the ITE Trip Generation Manual, 5th edition and as agreed upon by the County and the Applicant) unless off-site roadway link(s) are in place sufficient to accommodate the ADT's generated by development based upon the ADT increments shown on such figures, and provided further, that each such off-site link is connected to an appropriate on-site roadway link as well as to the point of off-site terminus set forth on Exhibit C. Modifications by the Applicant to the roadway linkages depicted in Figures M through S shall be made only where the Applicant demonstrates to the reasonable satisfaction of the Zoning Administrator at such modification permits an equivalent or greater carrying capacity for the Property's traffic to that by the Figure which the Applicant proposes to modify.
The description provided in Exhibit C for the Greenway Loop Road (aka Loudoun Parkway Center Loop Road/Barrister Street) is below. The road is to be constructed as a four lane divided roadway between Route 607 (Loudoun County Parkway) and the Broad Run Spine Road (now named State Street). The section between Barrister Street and the proposed entrance to Parcel J is to be four-lane undivided.

Pursuant to Loudoun Parkway Center IX.B and proffer Exhibit B, construction of the L.P.C. Loop Road as a 2 lane roadway between Rte. 607 (Loudoun County Parkway) to the Broad Run Spine Road (State Street) is to occur at the time of development of Land Bays A1, A2, B and C as shown on Figures A1 and A2 to support up to 475 dwelling units in the PD-H30 residential portion of the property. Loudoun Parkway Center constructed Barrister Street as a four lane median divided roadway between Loudoun County Parkway and State Street as shown on CPAP 1999-0068.

Pursuant to Exhibit B, Figures F and G, construction of the L.P.C. Loop Road as a two lane road is to occur in conjunction with up to 540,000 gross square feet of PD-IP Flex-Industrial development of Land Bays E, I and J. Exhibit B, Figure J requires the L.P.C. Loop Road to be four lanes undivided east of the Broad Run Spine Road (State Street) in conjunction with up to 800,000 gross square feet of development in the PD-OP zoned Land Bays F, G and H. Currently, no development has occurred on the land bays noted in this paragraph (E, F, G, H, I and J); therefore, the Applicant has not been required to construct the extension of the Greenway Loop Road (aka L.P.C. Loop Road/Barrister Street).

Pursuant to the notation on Exhibit B, Figure L (shown below), the Applicant is required to bond or construct the Loop Road both east and west of the Dulles Toll Road Extension (the Greenway) when certain conditions apply. To date, none of the conditions has been met. The Applicant has not received final site plan approval for development on Land Bay J (a); nor has the Applicant received final site plan approval for development on Land Bay H (b); the Applicant has not received final site plan approval for development of Land Bay K and/or Land Bay L (c); and the Loop Road does not exist east of the Dulles Toll Road Extension, so it does not continue to a secondary road.
Proffer Information – Cash Contributions:
There are no proffers or conditions that provide cash contributions for construction of the Greenway Loop Road.
<table>
<thead>
<tr>
<th>Figure</th>
<th>Description</th>
<th>Pages</th>
</tr>
</thead>
<tbody>
<tr>
<td>A1</td>
<td>PD-H30 Residential Phase up to 475 Dwelling Units</td>
<td>1 of 6 PD-H30</td>
</tr>
<tr>
<td>A2</td>
<td>PD-H30 Residential Phase up to 475 Dwelling Units</td>
<td>2 of 6 PD-H30</td>
</tr>
<tr>
<td>B</td>
<td>PD-H30 Residential Phase up to 750 Dwelling Units</td>
<td>3 of 6 PD-H30</td>
</tr>
<tr>
<td>C</td>
<td>PD-H30 Residential Phase up to 750 Dwelling Units</td>
<td>3 of 6 PD-H30</td>
</tr>
<tr>
<td>D</td>
<td>PD-H30 Residential Phase up to 750 Dwelling Units</td>
<td>4 of 6 PD-H30</td>
</tr>
<tr>
<td>E</td>
<td>PD-H30 Resid. Phase up to 1,010 Dwelling Units</td>
<td>6 of 6 PD-H30</td>
</tr>
<tr>
<td>F</td>
<td>PD-IP Flex-Industrial Phase up to 540,000 gsf</td>
<td>1 of 2 PD-IP</td>
</tr>
<tr>
<td>G</td>
<td>PD-IP Flex-Industrial Phase up to 540,000 gsf</td>
<td>2 of 2 PD-IP</td>
</tr>
<tr>
<td>H</td>
<td>PD-OP Employment Phase (North) up to 800,000 gsf</td>
<td>1 of 4 PD-OP</td>
</tr>
<tr>
<td>I</td>
<td>PD-OP Employment Phase (East) up to 800,000 gsf</td>
<td>2 of 4 PD-OP</td>
</tr>
<tr>
<td>J</td>
<td>PD-OP Employment Phase (South) up to 800,000 gsf</td>
<td>3 of 4 PD-OP</td>
</tr>
<tr>
<td>K</td>
<td>PD-OP Employment Phase (West) up to 400,000 gsf</td>
<td>4 of 4 PD-OP</td>
</tr>
<tr>
<td>L</td>
<td>PD-H30/PD-IP/PD-OP Phase Combined up to 20,000 Daily Trips</td>
<td>1 of 1</td>
</tr>
<tr>
<td>M</td>
<td>Incremental Development with Construction of Route 607 East</td>
<td>1 of 7 Off-site</td>
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<tr>
<td>N</td>
<td>Incremental Development with Construction of Route 643</td>
<td>2 of 7 Off-site</td>
</tr>
<tr>
<td>O</td>
<td>Incremental Development with Construction of Route 607 West</td>
<td>3 of 7 Off-site</td>
</tr>
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<td>P</td>
<td>Incremental Development with Construction of Loop Road East</td>
<td>4 of 7 Off-site</td>
</tr>
<tr>
<td>Q</td>
<td>Incremental Development with Construction of Westwind Drive</td>
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<tr>
<td>R</td>
<td>Incremental Develop. w/ Construction of South Collector Road</td>
<td>6 of 7 Off-site</td>
</tr>
<tr>
<td>S</td>
<td>Incremental Develop. w/ Construction of Rte. 607 Interchange</td>
<td>7 of 7 Off-site</td>
</tr>
</tbody>
</table>
If Route 607 west of the property line is constructed to Route 772 as a through street open to the public by others, and the applicant constructs Route 607 to Woodland Drive, construct public streets to connect Woodland Drive with existing access to west property line provided that construction shall be four-lane divided to west property line at time of issuance of building permit for first development on Property.

In addition to public street access to Route 643, the applicant, or others, shall construct an emergency access route between the subject site and an existing public street in the State secondary road system, consistent with the access elements in Proffer IX.1.

LEGEND:
Improvements for Phase

- - - 2 lanes
------------------ 4 lane undivided
= = = = 4 lane divided

Development Land Bay for Phasing

(See exhibit C for roadway link descriptions)
In addition to public street access to Route 643, the applicant, or others, shall construct an emergency access route between the subject site and an existing public street in the State secondary road system, consistent with the access elements in Figure 1A.1.

LEGEND:

- - - - - - - 2 lanes
- - - - - 4 lane undivided
- - - 4 lane divided

Development Land Bay for Phasing

(See exhibit C for roadway link descriptions)

ATTACHMENT 1

LOUDOUN PARKWAY CENTER DEVELOPMENT LINKAGE PLAN PD-H30 RESIDENTIAL PHASE UP TO 475 DWELLING UNITS

ZMAP 9H-001S
Sept., 1992
Revised Jan., 1993

Figure A2
2 of 6
PD-H30
If Route 607 west of the property line is constructed to Route 772 as a through street open to the public by others, and the applicant constructs Route 607 to Westwind Drive, construct a bridge to connect Westwind Drive with identical section to west property line provided that construction shall be four-lane divided at time of issuance of building permit for last development on property.

Construction shall be four-lane divided at earlier of bridge by others over Broad Run or issuance of building permit for last development on property.

LEGEND:
- - - - 2 lanes
- - - - - 4 lane undivided
- - - - - - 4 lane divided

Development Land Bay
for Phasing

(See exhibit C for roadway link descriptions)
LEGEND:
Improvements for Phase

- - - 2 lanes
- - - - 4 lane undivided
- - - - - 4 lane divided

Development Land Bay
for Phasing
(See exhibit C for roadway link descriptions)
If Route 607 west of the property line is constructed to Route 772 as a thorough street open to the public by others, and the applicant constructs Route 607 to Westwind Drive, construct public street or named Westwind Drive with identical section to west property line provided that construction shall be four-lane divided to west property line at time of issuance of building permit for last development on Property.

LEGEND:
Improvements for Phase
- - - - 2 lanes
- - - - - 4 lane undivided
- - - 4 lane divided

Development Land Bay for Phasing

(See exhibit C for roadway link descriptions)
LEGEND:
Improvements for Phase

--- 2 lanes

--- 4 lane undivided

=== 4 lane divided

Development Land Bay for Phasing

(See exhibit C for roadway link descriptions)
If Route 607 northeast of the property line is constructed to Route 625 as a through street open to the public by others, and the applicant constructs Route 607 east of the DTRE to Route 643, complete four lanes of six-lane divided roadway north of Route 643 to east property line.
If Route 607 northeast of the property line is constructed to Route 623 as a through street open to the public by others, and the applicant constructs Route 607 east of the DTRE to Route 643, complete four lanes of six-lane divided roadway north of Route 643 to east property line.

LEGEND:
Improvements for Phase

- - - - 2 lanes
--- --- 4 lane undivided
-- -- 4 lane divided

Development Land Bay for Phasing

(See exhibit C for roadway link descriptions)
LEGEND:
Improvements for Phase

--- 2 lanes
----- 4 lane undivided
==== 4 lane divided

Development Land Bay for Phasing

(See exhibit C for roadway link descriptions)
LEGEND:
Improvements for Phase

--- 2 lanes
---- 4 lane undivided
#### 4 lane divided

\[\text{Development Land Bay for Phasing}\]

(See exhibit C for roadway link descriptions)

LOUDOUN PARKWAY CENTER
DEVELOPMENT LINKAGE PLAN
PD-OP EMPLOYMENT PHASE (WEST)
UP TO 400,000 GSF

PHRA
ZMAP 90-0015
April, 1992

No Scale

Figure K
4 of 4
If Route 607 west of the property line is constructed to Route 772 as a through street open to the public by others, and the applicant constructs Route 607 to Westwind Drive, construct public street to connect Westwind Drive with identical section to west property line provided that construction shall be four-lane divided to west property line at time of issuance of building permit for last development on property.

The Applicant shall bond for construction or build the Loop Road both east and west of the Dulles Toll Road Extension to the point at which the Toll Road Corporation of Virginia is required by the terms of the Conveyancing Agreement with the Applicant to construct a bridge and approach ramps conveying the Loop Road across the Dulles Toll Road Extension at such time as the following conditions apply:

a) The Applicant has received final site plan approval for development on Land Bay 1; and/or

b) The Applicant has received final site plan approval on Land Bay H which has access on the Loop Road opposite frontages across all or a portion of Land Bay 2; and either of the following conditions apply:

c) The Applicant has received final site plan approval for development on Land Bay K and/or Land Bay L adjacent to the Loop Road; and/or

d) The Loop Road east of the Dulles Toll Road Extension continues to a secondary road east of Route 643.

LEGEND:

Improvements for Phase

--- 2 lanes

===== 4 lane undivided

==== 4 lane divided

[Development Land Bay for Phasing]

(See exhibit C for roadway link descriptions)

NOTE: Total proposed development without off-site roads and with the Dulles Toll Road Extended.
LOUDOUN PARKWAY CENTER INCREMENTAL DEVELOPMENT WITH CONSTRUCTION OF LOOP ROAD EAST OFF-SITE IMPROVEMENTS

PHRSA
2-MAP 90-0015
April, 1992

Figure P
4 of 7
off-site

Segment 40
Page 131
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: Greenway Loop Road (Item #68)

Segment Location: West of Loudoun County Parkway to Moorefield Boulevard

Category: Missing Link

Estimated Cost: $1,217,700

Funding Options: There are no funds available for construction of this road segment.

Summary

Right-of-Way: The Moorefield Station proffers provide 70 feet of right-of-way dedication for this road segment.

Construction: Moorefield Station proffered to construct this road segment prior to the issuance of the 5,001st residential zoning permit or the issuance of a zoning permit for non-residential space in excess of 2,000,000 square feet.

Funding Sources: There are no cash contributions provided by proffers or conditions.

Current Status: Development at Moorefield Station is well below the triggers for dedication and construction of this proffered road segment.
SEGMENT #68: GREENWAY LOOP ROAD (WEST OF LOUDOUN COUNTY PARKWAY TO MOOREFIELD BOULEVARD)

PIN #120-29-7420 & #090-41-9848, SMITH, VERLIN W ET AL TRUSTEES
C/O CMCF, ATTN: J B WILSON III, EXEC
ZMAP-2001-0003, MOOREFIELD STATION
PROFFER (N.B.)(V)(A) PROVIDES FOR THE DEDICATION OF 70' ROW
& CONSTRUCTION OF THIS SEGMENT PRIOR TO 5,001ST
RESIDENTIAL ZONING PERMIT OR NON-RESIDENTIAL ZONING
PERMIT IN EXCESS OF 2,000,000 SQ. FT.
PROFFER (N.B. PROVIDES FOR CASH CONTRIBUTION OF ACTUAL
CONSTRUCTION COST IF CONSTRUCTED BY OTHERS

ZMAP-2001-0003
Proffer/Condition Analysis

ROW Status:

PIN #120-29-7420 & PIN #090-45-9848 , SMITH, VERLIN W ET AL TRUSTEES c/o CMCF, ATTN: J B WILSON III EXEC

These parcels are subject to the proffers of Moorefield Station, ZMAP 2001-0003, which was approved by the Board of Supervisors on December 16, 2002. The first paragraph of Proffer IV.B provides for right-of-way dedication for specified transportation improvements including Centergate Drive from Ann Street to Moorefield Boulevard (Proffer VI.B(v)(a), which will provide dedication of 70 feet of right-of-way for this road segment. This proffer is not required until prior to the issuance of the 5,001st residential zoning permit or the issuance of a zoning permit for non-residential space in excess of 2,000,000 square feet. These triggers have not yet been met. As of October 2013, zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development.

D. CMCF, in order to assist with Capital Facility Transportation Improvements, will dedicate the right-of-way (within the Property and Parcel 92-44) and construct on right-of-way dedicated by CMCF or provided by others at no cost to CMCF, the following transportation improvements. Exhibit A, Roadway Phasing is included for a graphic presentation. Where an interpretation of the text versus the graphic is necessary, the text shall control. Parcel 92-44 is not included as part of this ZMAP, but is currently owned by CMCF. CMCF shall be responsible for the acquisition of any right-of-way on Parcel 92-44 for the construction of any of the improvements listed in this Proffer Statement and needed on Parcel 92-44.

Right-of-way width and the distance between face-of-curb to face-of-curb, “pavement section,” as depicted on sheet 9 of the drawings are proffered. Lane width and configuration are only illustrative. Final lane width and configuration shall be made by the Virginia Department of Transportation (“VDOT”). When applications are made to VDOT, CMCF shall request that VDOT consider the traffic calming, bike accessibility, and the pedestrian oriented nature of the Property.

In the event that Loudoun County is not able to provide the necessary off-site right-of-way at no cost to CMCF, then CMCF shall contribute the estimated cost (using VDOT guidelines) of such off-site construction to the County, as Trustee, to be used solely to fund such road construction when the right-of-way becomes available. If others complete any such construction, prior to the time such construction would be required pursuant to this Proffer Statement, CMCF will (at the time it would have been obligated to construct) contribute to the County as a Capital Facility Transportation Improvement contribution, the actual cost of such construction. Any such Capital Facility Transportation Improvement contribution shall be used within the Ashburn Community, or for the Loudoun County Parkway.
For the purpose of this Section IV of this Proffer Statement, “prior to” may not be interpreted by the County to require CMCF to complete the public improvements earlier than the event identified in the Proffer Statement.

(v) Prior to the issuance of the 5,001st residential zoning permit or the issuance of a zoning permit for non-residential space in excess of 2,000,000 square feet, for any portion of the Property not identified as a site dedication (cf. Proffer II.), whichever occurs earlier, CMCF shall have constructed or bonded for construction:
(a) Centergate Drive from Ann Street to Moorefield Boulevard, in the general location as shown on the drawings, as a 70-foot right-of-way 52-foot pavement section (a "D" roadway as depicted on sheet 9 of the drawings).

Proffer Information – Construction and Cash in Lieu:
- Moorefield Station, ZMAP 2001-0003, Proffer IV.B(v)(a) provides for construction of this road segment prior to the issuance of the 5,001st residential zoning permit or the issuance of a zoning permit for non-residential space in excess of 2,000,000 square feet. These triggers have not yet been met.

The third paragraph of Proffer IV.B provides for a Capital Facility Transportation Improvement contribution if others complete any of the proffered transportation improvements. This proffer has not yet been triggered because the Centergate Drive between Ann Street to Moorefield Boulevard has not been constructed.

Proffer Information – Cash Contributions:
There are no proffers or conditions that provide contributions for this road segment.

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:  Greenway Transit Connector (Item #67)

Segment Location:  Old Ryan Road to Shellhorn Road with Bridge

Category:  Missing Link

Estimated Cost:  $11,512,800

Funding Options:  The Board approved use of $450,000 in local gasoline tax funds approved in FY14 for the Transit Connector Bridge to begin the design. The Board requested $16,000,105 in RSTP and CMAQ funding in the FY15 – FY 2020 Six Year Plan to fund the construction of the Transit Connector Bridge (Route 772 Transit Bridge).

Summary

Right-of-Way:  The Moorefield Station proffers provide right-of-way dedication from Old Ryan Road to Ann Street (Vinegar Hill Drive). The Loudoun Station proffers provide right-of-way dedication from Shellhorn Road to tie into existing Loudoun Station Drive. Loudoun County will be required to obtain right-of-way and easements over the Dulles Greenway for the Transit Connector Bridge.

Construction:  The Moorefield Station proffers provide for construction or bonding for construction of the Transit Connector from Old Ryan Road to Ann Street (Vinegar Hill Drive). The Loudoun Station proffers provide for construction or bonding for construction of the Transit Connector (Loudoun Station Boulevard) in three phases from Shellhorn Road to tie into existing Loudoun Station Drive.

Funding Sources:  The Loudoun Station proffers provide a $230,000 cash contribution prior to Phase 3 of development for the Transit Connector Bridge. The Ryan Park Center proffers provided a cash in lieu of construction contribution of $362,819.31 A total of $16,000,105 has been approved using RSTP and CMAQ funding for FY2015-FY2020 for the Transit Connector Bridge. $450,000 in local gasoline tax funds has been approved in FY14 for the Transit Connector Bridge.

Current Status:  Development at Moorefield Station is well below the triggers for dedication and construction of this proffered road segment. A portion of Loudoun Station Boulevard has been constructed in Loudoun Station.
Proffer/Condition Analysis

ROW Status:
PIN# 120-19-6527 & # 120-29-7420, SMITH, VERLIN W ET AL TRUSTEES CLAUDE MOORE CHARITABLE 1C

These parcels are subject to the proffers of Moorefield Station, ZMAP-2001-0003, which was approved by the Board of Supervisors on December 16, 2002. The first paragraph of Proffer IV.B. provides for right-of-way dedication for specified transportation improvements including the Transit Connector from Old Ryan Road to Moorefield Boulevard (Proffer IV.B.(iv)(f) ) and between Moorefield Boulevard and Ann Street (Proffer IV.C). Proffer IV.B.(iv)(f) provides right-of-way dedication consisting of 74 feet prior to commencement of the Transit Station Site or upon the issuance of the 3,751st residential zoning permit or the issuance of a non-residential zoning permit in excess of 1,000,000 square feet. Proffer IV.C. provides for right-of-way dedication of 70’ of (Hierarchy D) at the time of record subdivision for the surrounding area, between Moorefield Boulevard and the Ann Street (Ann Street is now referred to as Vinegar Hill Drive). These triggers have not yet been met. As of October 2013, zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development and the Transit Station Site is in the design phase and construction is anticipated to commence late 2014.

It is noted that the Claude Moore Charitable Foundation (CMCF) is preparing to submit a ZCPA application which would revise the alignment of the Transit Connector and Bridge over the Dulles Greenway pursuant to the current transit station design. It is also noted that the current design for the Transit Station Site has relocated the Transit Connector Bridge from its original planned location on the northern end of the Transit Station Site to the southern end of the Transit Station Site.

IV. TRANSPORTATION

E. CMCF, in order to assist with Capital Facility Transportation Improvements, will dedicate the right-of-way (within the Property and Parcel 92-44) and construct on right-of-way dedicated by CMCF or provided by others at no cost to CMCF, the following transportation improvements. Exhibit A, Roadway Phasing is included for a graphic presentation. Where an interpretation of the text versus the graphic is necessary, the text shall control. Parcel 92-44 is not included as part of this ZMAP, but is currently owned by CMCF. CMCF shall be responsible for the acquisition of any right-of-way on Parcel 92-44 for the construction of any of the improvements listed in this Proffer Statement and needed on Parcel 92-44.

Right-of-way width and the distance between face-of-curb to face-of-curb, “pavement section,” as depicted on sheet 9 of the drawings are proffered. Lane width and configuration are only illustrative. Final lane width and configuration shall be made by the Virginia Department of Transportation (“VDOT”). When applications are made to VDOT, CMCF shall request that VDOT consider the traffic calming, bike accessibility, and the pedestrian oriented nature of the Property.

In the event that Loudoun County is not able to provide the necessary off-site right-of-way at no cost to CMCF, then CMCF shall contribute the estimated cost (using VDOT guidelines) of such off-site construction to the County, as Trustee, to be used solely to
fund such road construction when the right-of-way becomes available. If others complete any such construction, prior to the time such construction would be required pursuant to this Proffer Statement, CMCF will (at the time it would have been obligated to construct) contribute to the County as a Capital Facility Transportation Improvement contribution, the actual cost of such construction. Any such Capital Facility Transportation Improvement contribution shall be used within the Ashburn Community, or for the Loudoun County Parkway.

For the purpose of this Section IV of this Proffer Statement, “prior to” shall not be interpreted by the County to require CMCF to complete the public improvements earlier than the event identified in the Proffer Statement.

(iv) Prior to commencement of construction on the Transit Station Site (by others), or upon the issuance of the 3,751st residential zoning permit or the issuance of a zoning permit for non-residential space in excess of 1,000,000 square feet for any portion of the Property not identified as a site dedication (cf. Proffer II.), whichever occurs earlier, CMCF shall have constructed or bonded for construction:

(f) Transit Connector between Moorefield Boulevard and Ryan Road, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).

C. Other on-site streets identified on sheet 4 of the drawings will be constructed as development occurs. They will be designed and constructed in the hierarchy shown on sheet 8 of the drawings and typical roadway sections shown on sheet 9 of the drawings and will be dedicated and bonded with approval of the record subdivision containing each such roadway.

PIN# 089-36-2659, LOUDOUN STATION LLC, #089-36-6561, #089-46-7684, #089-46-8994, #089-46-9208, #089-46-9226 & #089-47-1719, COMSTOCK LOUDOUN STATION LC
These parcels are subject to the Proffers associated with Loudoun Station, ZMAP-2002-0005, which was approved by the Board of Supervisors on December 15, 2003 and as amended by ZCPA-2012-0001, which was approved by the Board of Supervisors on December 5, 2012. Pursuant to Proffer I.F., right-of-way dedication and all related easements outside of the right-of-way shall be dedicated according the three phases of development.

Pursuant to Proffer I.F.1.e., the Phase 1 improvements, which consist of the Transit Connector (referred to as Loudoun Station Boulevard in the approved proffer statement) shall be dedicated upon request of the County or if needed or prior to issuance of the 400th residential zoning permit or 250,000th square foot of non-residential development, whichever occurs first.

Pursuant to Proffer I.F.2.f., the Phase 2 improvements, which consist of Loudoun Station Boulevard from Center Street to existing Devon Shafron Drive, shall be dedicated prior to issuance of the 750th residential zoning permit or the zoning permit for the 650,000th square foot of non-residential development.
Pursuant to Proffer I.F.3.a, the Phase 3 improvements, which consist of Loudoun Station Boulevard from Meadowgate Drive to Devon Shafron Drive, shall be dedicated upon request of the County if needed prior to construction of this segment by the Applicant.

The existing right-of-way for Phase 1 and a portion of Phase 2 consisting of 41 feet in width for Loudoun Station Boulevard, which has subsequently been renamed to Metro Center Drive, was processed by DEDI-2005-0005 and recorded by Instrument #20070907-0065965 on September 7, 2007.

F. PHASING OF ROAD IMPROVEMENTS

Based upon the three phases of development, the Applicant will provide the following road improvements to service the Subject Property and provide for the dedication of any necessary on-site right-of-way, and all related easements outside of the right-of-way, such as slope, maintenance, storm drainage and utility relocation easements, required for these phased road improvements:

1. **Phase 1**: Phase 1 of Loudoun Station shall permit development of non-residential uses and residential dwelling units based upon the Proposed Loudoun Station Phasing Plan on Sheet 3 of the CDP. Prior to the approval of the first record subdivision or site plan, whichever is first in time, (unless otherwise noted) for development of any Phase 1 uses on the Subject Property, the following Phase 1 road improvements shall either be constructed or bonded for construction. In the event such improvements have already been constructed by the County or others, a cash equivalent contribution in-lieu of construction will be made to the County at that time, unless otherwise noted herein:

   e. **Loudoun Station Boulevard**: Proposed Loudoun Station Boulevard will be constructed along the eastern boundary of the Subject Property as a two-lane undivided public roadway from its intersection with Shellhorn Road to its intersection with Center Street, in substantial conformance with Sheets 4 and 5 of the CDP prior to the issuance of the zoning permit for the 400th residential dwelling unit or the 250,000th square foot of non-residential development, whichever event occurs sooner, for the Subject Property. The on-site right-of-way required for this Loudoun Station Boulevard improvement shall be dedicated upon request of the County if needed prior to construction of Loudoun Station Boulevard improvements by the Applicant.

2. **Phase 2**: Phase 2 of Loudoun Station shall allow for development of nonresidential uses and residential dwelling units based on the Proposed Loudoun Station Phasing Table included on Sheet 3 of the CDP. Prior to the approval of the first record subdivision or site plan, whichever is first in time (unless otherwise noted), for development of any Phase 2 uses, the following Phase 2 improvements (in addition to all Phase 1 improvements) shall either be constructed or bonded for construction. In the event such improvements have already been constructed by the County or others, a cash equivalent contribution in-lieu of construction will be made to the County at that time, unless otherwise noted herein:
f. **Loudoun Station Boulevard (east side):** Proposed Loudoun Station Boulevard will be constructed, along the eastern boundary of the Subject Property, from its intersection with Center Street as a two-lane undivided public roadway to the intersection with Devin Shafron Drive, in substantial conformance with Sheets 4 and 5 of the CDP prior to the issuance of the 750th residential dwelling unit or the 650,000th square foot of non-residential development, whichever event occurs sooner, for the Subject Property. Concurrent with the construction of this improvement, the Applicant shall extend Devin Shafron Drive, as a two-lane, undivided road section, from its current terminus to Loudoun Station Boulevard.

3. **Phase 3:** Phase 3 shall allow for the development of non-residential uses and residential dwelling units on the Subject Property based on the “Proposed Loudoun Station Phasing Table” shown on Sheet 3 of the CDP. Prior to approval of the first record subdivision or site plan, whichever is first in time (unless otherwise noted), for development of any Phase 3 uses, the following Phase 3 improvements (in addition to all Phase 1 and 2 improvements) shall be constructed or bonded for construction. In the event such improvements have already been constructed by the County or others, a cash equivalent reimbursement in-lieu of construction will be made to the County at that time, unless otherwise noted herein:

   a. **Loudoun Station Boulevard (balance):** Proposed Loudoun Station Boulevard will be bonded or constructed, from Meadowgate Drive to Devin Shafron Drive, in substantial conformance with Sheets 4 and 5 of the CDP. The on-site right-of-way required for this Loudoun Station Boulevard improvement shall be dedicated upon the request of the County if needed prior to construction of this portion of Loudoun Station Boulevard by the Applicant.

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**PIN# 089-36-7531, G I P SToughton LLC, & #089-37-4763, DIGITAL LOUDOUN II LLC**

These parcels are subject to the Proffers associated with Dulles Parkway Center, ZMAP-1989-0038, as clarified by the Letter of Clarification dated July 2, 1991 and the Conditions of Approval associated with SPEX-1990-0068, which were approved by the Board of Supervisors on July 2, 1991. There are no proffers or conditions related to right-of-way dedication for the Transit Connector.

**Transit Connector Bridge- Loudoun County**

Loudoun County will be responsible for the design and construction of the Transit Connector Bridge, and it will be responsible for obtaining right-of-way for the bridge as well as any additional necessary easements pursuant to the Dulles Toll Road Extension Comprehensive agreement, which was executed by VDOT and TRIP II on September 28th, 1993.

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

- Pursuant to Proffer IV.B.(iv)(f) of ZMAP-2001-0003, Moorefield Station, prior to commencement of construction on the Transit Station Site, or upon the issuance of the 3,751st residential zoning permit or the issuance of a zoning permit for non-residential space in excess of 1,000,000 square feet for any portion of the Property not identified as a site dedication, whichever occurs earlier, CMCF shall have constructed or bonded for
construction a 50 foot pavement section (Hierarchy A) of the Transit Connector between Moorefield Boulevard and Ryan Road. Proffer IV.C provides that, with approval of the record plat containing such roadway, all other onsite streets will be dedicated and bonded according to the hierarchy as shown on Sheet 8 of the CDP. The Transit Connector between Moorefield Boulevard and Ann Street is shown on Sheet 8 as a Hierarchy A roadway consisting of a 52 foot pavement section. These triggers have not yet been met. As of October 2013, zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development and the Transit Station Site is in the design phase and construction is anticipated to commence late 2014. Loudoun County will be responsible for the design and construction of the Transit Connector Bridge over the Dulles Greenway. See above for proffer language.

The third paragraph of Proffer IV.B provides for a Capital Facility Transportation Improvement contribution if others complete any of the proffered transportation improvements. This proffer has not yet been triggered because the Transit Station Site is in the design phase and zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development. See above for proffer language.

- Loudoun Station, ZMAP-2002-0005, provides for construction of the Transit Connector (Loudoun Station Boulevard) in three phases. Pursuant to Proffer F.1.e., Phase 1 of Loudoun Station Boulevard shall be either constructed or bonded for construction prior to issuance of the 400th residential zoning permit or the 250,000th square foot of non-residential development, whichever occurs first, as a two lane undivided roadway from its intersection with Shellhorn Road to Center Street. Pursuant to Proffer F.2.f., Phase 2 of Loudoun Station Boulevard shall be either constructed or bonded for construction prior to issuance of the zoning permit for the 750th residential dwelling unit or the zoning permit for the 650,000th non-residential development. Pursuant to Proffer F.3.a., Phase 3 improvements of Loudoun Station Boulevard shall either be constructed or bonded for construction prior to the approval of the first record subdivision or site plan, whichever occurs first in time. See above for Proffer language.

As of October 2013, Loudoun Station is in Phase 2 of development. The Phase 1 roadway improvements and a portion of the Phase 2 roadway improvements have been constructed pursuant to CPAP-2004-0026, which was approved on August 1, 2005. The remaining portion of the Phase 2 improvements, which consist of extending Existing Metro Center Drive to the intersection with Devin Sharfon Drive, have not been constructed.

Pursuant to Proffers F.1., F.2. and F.3., in the event that any of the proffered roadway improvements have been constructed by the County or others, the Applicant shall provide a cash in lieu of construction contribution at the time the roadway improvement shall have been constructed. See above for proffer language.
Proffer Information – Cash Contributions:

- Pursuant to Proffer I.F.3.g of ZMAP-2002-0005, Loudoun Station, prior to issuance of the first Zoning Permit for any building in Phase 3, the Applicant shall pay to the County $230,000 to be used toward the construction of the planned Transit Connector Road Bridge over the Dulles Greenway. As of October 2013, Loudoun Station is in Phase 2 of development; therefore, the cash contribution has not been made.

  g. Transit Commuter Bridge Contribution: The Applicant shall pay the County $230,000.00, in 2003 dollars, escalated in accordance with the consumer Price Index (“CPI”). This contribution shall be used toward the construction of the planned Transit Connector Road Bridge over the Dulles Greenway. This contribution shall be paid to the County, or its designee, prior to the issuance of the first Zoning Permit for any building in Phase 3.

- Pursuant to Proffer IX.B.4 of ZMAP-1995-0010, Ryan Park Center, Reliance Insurance Company made a cash in lieu of construction payment in the amount of $302,000 (LMIS sequence number 97081408). A zoning determination, ZCOR-2008-0289, authorized the use of these funds toward the purchase of commuter buses. To date, the account has earned $60,819.31 in interest and there have been no expenditures, resulting in a balance of $362,819.31.

- Loudoun County will be responsible for the design and construction of the Transit Connector Bridge. The estimated cost for right-of-way and construction is $16 million. On September 29, 2013 the Board of Supervisors approved the FY 2015 to FY 2020 Regional Surface Transportation Program (RSTP) and Congestion Management Air Quality (CMAQ) funding to include transferring funding from the Route 7/Lexington Drive Overpass to the Transit Connector Bridge. The funds will be allocated as follows: $2,000,000 in FY15, $5,498,105 in FY 16 and $8,502,000 in FY 17. On October 2, 2013, the Board of Supervisors approved $450,000 in Local Gasoline Tax Funds in FY 2014 for the Route 772 Transit Connector Bridge Pier.

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Name of Segment: Innovation Avenue (Item #41)

Segment Location: Route 28 Interchange to Fairfax County Line (realigned)

Category: Bottleneck

Estimated Cost: $5,756,400

Funding Options: This road improvement is proffered by the developer of Dulles World Center. It is also included in State Highway Project #0028-053-113, RW-201-C-501 – Route 28/Innovation Avenue Interchange, which is being constructed under the Route 28 PPTA.

Summary

Right-of-Way: The right-of-way for this segment of Realigned Innovation Avenue is proffered by Dulles World Center, ZMAP 2008-0018 and has been recorded.

Construction: Construction of this segment of Realigned Innovation Avenue is proffered by Dulles World Center, ZMAP 2008-0018; however, it is also included in State Highway Project #0028-053-113, RW-201-C-501 for the Route 28/Innovation Avenue Interchange.

Funding Sources: This road improvement is proffered by the developer of Dulles World Center. It is also included in State Highway Project #0028-053-113, RW-201-C-501 – Route 28/Innovation Avenue Interchange, which is being constructed under the Route 28 PPTA.

Current Status: Phase I of interchange construction is complete and open to traffic. Phase II is currently under construction.
Proffer/Condition Analysis

ROW Status:
PIN #035-25-8897, #035-26-4587, #035-26-2113, #035-17-3774, DULLES WORLD CENTER LLC

These parcels are subject to the Proffers of Dulles World Center, ZMAP-2008-0018, which was approved by the Board of Supervisors on March 15, 2011. Pursuant to Proffer VII.A.1., the Applicant shall dedicate up to 120 feet of right-of-way, along with all necessary construction, drainage and maintenance related easements, to accommodate a six lane median divided Realigned Innovation Avenue in the general location as depicted as “A1” on Exhibit F – Transportation Improvements dated December 3, 2010 (see Attachment 1). Said right-of-way shall be dedicated with approved construction plans and profiles for Realigned Innovation Avenue and prior to, or concurrent with, approval of the first record plat or site plan for development of the Property, whichever is first in time. The proffered right-of-way was shown on a Preliminary Plat of Subdivision, SBPL-2011-0011, which was approved January 25, 2012 and was processed pursuant to a plat titled “Dedication Plat & Various Easements on Parcel D” which was recorded by Instrument #20130416-0031457 on April 16, 2013.

An active zoning concept plan amendment, ZCPA-2012-0002 was submitted on February 6, 2012 to amend the phasing proffers for the development.

VII. TRANSPORTATION

A. Realignment of Innovation Avenue

1. The Applicant shall dedicate, at no public cost, right-of-way, up to 120 feet in width, along with all necessary construction, drainage and maintenance-related easements located outside of the right-of-way (the “On-Site Right-of-Way”), to accommodate a six-lane median divided Realigned Innovation Avenue within the current boundaries of the Property in the general location depicted as “A1” on Exhibit F – Transportation Improvements, dated December 3, 2010. The Applicant shall dedicate the On-Site Right-of-Way to Loudoun County in conjunction with approved construction plans and profiles for Realigned Innovation Avenue and prior to, or concurrent with, approval of the first record plat or site plan for development of the Property, whichever is first in time. The Applicant shall dedicate at no public cost additional on-site right-of-way if needed to accommodate turn lanes within the Property.

Proffer Information – Construction and Cash in Lieu:

- Dulles World Center, ZMAP-2008-0018, Proffer VII.A.3 provides for the construction of a four lane divided Realigned Innovation Avenue between Route 28 and Rock Hill Road, including necessary turn lanes in the general location depicted as “A1” and “A2” on Exhibit F (see Attachment 1). The proffered road improvements shall be bonded for construction with the approval of the first record plat or site plan for the Property, and shall be constructed prior to the issuance of the first occupancy permit for the Property. An active construction plan and profile, CPAP-2012-0070, shows the proffered roadway improvements; however, this plan states that they are to be constructed pursuant to State

3. Subject to VDOT approval, the Applicant shall construct a four-lane divided Realigned Innovation Avenue between Route 28 and Rock Hill Road, including necessary turn lanes within the Property, in the general location depicted as “A1” and “A2” on Exhibit F. The Applicant shall bond construction of such portion of Realigned Innovation Avenue with the approval of the first record plat or site plan for the Property, whichever is first in time, and shall complete construction of such portion of Realigned Innovation Avenue (meaning the roadway is open to traffic but not necessarily accepted for maintenance by VDOT) prior to the issuance of the first occupancy permit for the Property.

Proffer VII. A.6 provides that in the event that any portion of Realigned Innovation Avenue is funded and constructed by any third party other than the Innovation and Entrepreneurship Investment Authority (“IEIA”), the Applicant shall contribute to Loudoun County an amount equal to the cost of the constructed portion of Realigned Innovation Avenue. Proffer VII.J. provides that these cash in lieu of construction payments shall be made at the time the Applicant would have otherwise been required to bond or construct the roadway improvements.

6. In the event any portion of Realigned Innovation Avenue between Route 28 and existing Innovation Avenue in Fairfax County is funded and constructed by the Innovation and Entrepreneurship Investment Authority (“IEIA”), the Applicant shall reimburse the IEIA the amount equivalent to the verified actual cost of construction of that portion of Realigned Innovation Avenue, as substantiated by paid invoices and determined in accordance with Proffer VII.J below. In the event any portion of said Realigned Innovation Avenue is funded and constructed by any third-party other than the IEIA, the Applicant shall contribute to Loudoun County an amount equivalent to the verified actual cost of the constructed portion of Realigned Innovation Avenue, as substantiated by paid invoices and determined in accordance with Proffer VII.J below, to be used by the County for regional road or transportation improvements in the vicinity of the Property.

J. Construction of Improvements by Others

All cash equivalent contributions to be made by the Applicant in the event the funding and construction of any proffered road improvement(s) is/are completed by others (third parties), specifically the cash equivalent contributions provided in Proffers VII.A.6, VII.A.9, VII.A.10, VII.A.11, VII.B.4, VII.D.5, and VII.G.5 and VII.D, will be the total of all project construction costs to include engineering, surveying, bonding, permit fees, utility relocation, and other hard costs of construction based on actual costs expended as verified by invoices for project expenses by the party who completed such road construction or traffic signal installation. In the event that paid invoices for the work cannot be obtained to verify actual costs expended for road construction or traffic signal installation, the cash equivalent contribution will be based upon the average of three bids from County-approved contractors. The cash equivalent contribution shall be paid to the County at the time the Applicant would have otherwise been required to bond or construct such road improvements or traffic signal installation unless otherwise provided herein, provided that any cash equivalent contribution for traffic signal installation shall not be required until prior to the issuance of the first occupancy permit for Phase III, and unless otherwise provided herein, shall be used by the County for regional road or transportation improvements in the vicinity of the Property.
**Proffer Information – Cash Contributions:**
There are no proffers or conditions that provide cash contributions specifically for Realigned Innovation Avenue.

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Name of Segment: Lockridge Road (Item #37)

Segment Location: Loudoun County Parkway to Waxpool Road

Category: Missing Link

Estimated Cost: $18,376,000

Funding Options: There are no funds available for this segment of Lockridge Road

Summary

Right-of-Way: The proffers for Worldcom provide for right-of-way reservation for Lockridge Road (Route 789) for 20 years from the approval of ZMAP 1998-0003 (June 17, 1998). Dedication shall occur at such time as the County has completed construction plans and profiles for Route 789 through the Property, including a bridge across Broad Run.

Construction: Worldcom is proffered to construct this road segment as part of the development of their property.

Funding Sources: There are no cash contributions provided by proffers or conditions.

Current Status: The 2010 Countywide Transportation Plan has a notation (I) for this segment of Route 789 stating that an alignment study needs to be performed. This study has not yet been performed.
Proffer/Condition Analysis

ROW Status:

PIN #061-25-4209, UUNET TECHNOLOGIES INC
This parcel is subject to the proffers of Worldcom/Northern Virginia Campus, ZMAP 1998-0003, which was approved by the Board of Supervisors on June 17, 1998. Proffer II.B.c provides for a 20 year right-of-way reservation for Route 789 (Lockridge Road) as shown on the approved Concept Development Plan (CDP), if a Comprehensive Plan Amendment (CPAM) does not result in the change of the location shown on the road alignment. In this event, dedication shall occur when the county has completed construction plans and profiles for Route 789 through the Property, including a bridge across Broad Run. A CPAM was not processed to change the alignment of the road. There is no recorded reservation for Route 789 on this property. Construction plans and profiles been prepared for this road; therefore, the dedication has not yet occurred.

B. RIGHT-OF-WAY DEDICATION AND CONSTRUCTION

The internal road network serving the Property is contemplated to consist of private roads, drives, and parking areas serving a corporate office/research and development environment; however, the Owner may establish such public roads as may be proposed by the Owner and approved by the County and VDOT. Route 607 (Loudoun. County Parkway) will be a dedicated public street constructed in accordance with County and VDOT standards. The median breaks and site access points to public roadways (Route 625, Route 640 and Route 607) adjacent to the Property shall be in the general locations identified on the CDP, as modified to accommodate final site plan engineering and/or to meet VDOT and County requirements.

The improvements described below shall be provided by the Owner as part of the development of the Property. Dedication of land shall include related easements outside the right-of-way, such as slope, maintenance, storm drainage and utility relocation easements, necessary to construct public roads and streets within and adjacent to the Property. The Owner shall not be obligated to dedicate land for public rights-of-way, or to construct or pay for the cost of improvements, except to the extent expressly required by these Proffers or as required by the Subdivision Ordinance or the Facilities Standards Manual.

(c) Route 789. The CDP depicts an alignment for Route 789, in the approximate location shown on the Countywide Transportation Plan. The Owner has shown this potential alignment because Route 789 is contemplated by the Countywide Transportation Plan to provide an ultimate additional four-lane road and bridge crossing across Broad Run. However, the Owner has also suggested to the County an alternative location for an east/west crossing of Broad Run and has requested that the County initiate a Comprehensive Plan Amendment ("CPAM") process to consider the elimination of Route 789 Extended from the location depicted on the CDP. If the CPAM process
results in the elimination of Route 789 Extended from the location depicted on the CDP, then the reservation of right-of-way for Route 789 shall be void and of no further force and effect, effective as of the date on which such CPAM becomes final and non-appealable. If the CPAM process does not result in the elimination of Route 789 from the location depicted on the CDP, then this reservation of right-of-way for Route 789 shall remain in effect for a period of twenty (20) years from the date of approval of ZMAP 1998-0003, and the Owner shall dedicate such right-of-way for public road improvements at such time as the County has completed construction plans and profiles for Route 789 through the Property, including a bridge across Broad Run. Any costs incurred by the Owner in constructing Route 789 as a regional road pursuant to the Countywide Transportation Plan may be credited against the regional road funds to be contributed by the Owner pursuant to Paragraph II G below.

PIN #089-49-6285, ZEBRA VENTURES LLC C/O DUPONT FABROS DEVELOPMENT LLC

This parcel is subject to the proffers of Worldcom/Northern Virginia Campus, ZMAP 1998-0003, which was approved by the Board of Supervisors on June 17, 1998. Proffer II.B.c provides for a 20 year right-of-way reservation for Route 789 (Lockridge Road) as shown on the approved Concept Development Plan (CDP), if a Comprehensive Plan Amendment (CPAM) does not result in the change of the location shown on the road alignment. In this event, dedication shall occur when the county has completed construction plans and profiles for Route 789 through the Property, including a bridge across Broad Run. A CPAM was not processed to change the alignment of the road. There is no recorded reservation for Route 789 on this property. Construction plans and profiles not been prepared for this road; therefore, the dedication has not yet occurred.

It is noted that there are inactive legislative applications on file for this parcel for Loudoun Metro: SPEX 2010-0024 and ZMAP 2010-0008.

Proffer Information – Construction and Cash in Lieu:
• Worldcom, ZMAP 1998-0003, Proffer II.B(c) provides for construction of this road by the Owner as part of the development of the property, as required by the Subdivision Ordinance or Facilities Standards Manual. As development has not commenced, the trigger for construction has not been met.

Proffer Information – Cash Contributions:
There are no proffers or conditions that provide cash contributions for improvements to this portion of Lockridge Road.

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Name of Segment: Lockridge Road (Item #36)

Segment Location: Moran Road to Loudoun County Parkway

Category: Missing Link

Estimated Cost: $3,985,200

Funding Options: There are no funds currently allocated for this segment of Lockridge Road.

Summary

Right-of-Way: Worldcom/Northern Virginia Campus, ZMAP 1998-0003, proffered but has not dedicated, 90’ of right-of-way as shown on the CDP. Evans Cockerille, ZMAP-1986-0019, proffered and dedicated 35’ of right-of-way from the existing centerline. West Dulles Station, ZMAP-2005-0021, proffered but has not dedicated half of a 90’ right-of-way. Dulles-Berry, ZMAP-1986-0056, proffered but has not dedicated a portion of Route 789.

Construction: Worldcom/Northern Virginia Campus, ZMAP 1998-0003, proffered but has not constructed a 4 lane divided roadway. Evans Cockerille, ZMAP-1986-0019, proffered and constructed road frontage improvements. West Dulles Station, ZMAP-2005-0021, proffered but has not constructed half of a 4 lane divided roadway. Dulles-Berry, ZMAP-1986-0056, proffered but has not constructed Route 789 through the property.

Funding Sources: There are no funds currently allocated for this segment of Lockridge Road.

Current Status: There are no immediate plans to widen this segment of Lockridge Drive.
Proffer/Condition Analysis

ROW Status:
PIN #062-46-2761, LOUDOUN LAND BAY D LLC & # 89-30-9997, Zebra Ventures
These parcels are subject to the proffers of Worldcom/Northern Virginia Campus, ZMAP 1998-0003, which was approved by the Board of Supervisors on June 17, 1998. Proffer II.B(c) provides for dedication of Route 789 (Lockridge Road). A Comprehensive plan Amendment (CPAM) did not eliminate the alignment of Route 789 as shown on the CDP; therefore, the reservation shall remain in effect for a period of twenty years from the date of approval of ZMAP-1998-0003 and the Owner shall dedicate such right-of-way at such time as the County has completed construction plans and profiles for Route 789 through the Property including a bridge over Broad Run.

Approximately 15 years has elapsed in the 20 year reservation period; therefore, in order to retain the proffered right-of-way, Loudoun County is required to provide a completed set of construction plans and profiles for Route 789 through the Property including a bridge over Broad Run within the next 5 years.

B. RIGHT-OF-WAY DEDICATION AND CONSTRUCTION

The internal road network serving the Property is contemplated to consist of private roads, drives, and parking areas serving a corporate office/research and development environment; however, the Owner may establish such public roads as may be proposed by the Owner and approved by the County and VDOT. Route 607 (Loudoun County Parkway) will be a dedicated public street constructed in accordance with County and VDOT standards. The median breaks and site access points to public roadways (Route 625, Route 640 and Route 607) adjacent to the Property shall be in the general locations identified on the CDP, as modified to accommodate final site plan engineering and/or to meet VDOT and County requirements.

The improvements described below shall be provided by the Owner as part of the development of the Property. Dedication of land shall include related easements outside the right-of-way, such as slope, maintenance, storm drainage and utility relocation easements, necessary to construct public roads and streets within and adjacent to the Property. The Owner shall not be obligated to dedicate land for public rights-of-way, or to construct or pay for the cost of improvements, except to the extent expressly required by these Proffers or as required by the Subdivision Ordinance or the Facilities Standards Manual.

(c) Route 789. The CDP depicts an alignment for Route 789, in the approximate location shown on the Countywide Transportation Plan. The Owner has shown this potential alignment because Route 789 is contemplated by the Countywide Transportation Plan to provide an ultimate additional four-lane road and bridge crossing across Broad Run. However, the Owner has also suggested to the County an alternative location for an east/west crossing of Broad Run and has requested that
the County initiate a Comprehensive Plan Amendment ("CPAM") process to consider the elimination of Route 789 Extended from the location depicted on the CDP. If the CPAM process results in the elimination of Route 789 Extended from the location depicted on the CDP, then the reservation of right-of-way for Route 789 shall be void and of no further force and effect, effective as of the date on which such CPAM becomes final and non-appealable. If the CPAM process does not result in the elimination of Route 789 from the location depicted on the CDP, then this reservation of right-of-way for Route 789 shall remain in effect for a period of twenty (20) years from the date of approval of ZMAP 1998-0003, and the Owner shall dedicate such right-of-way for public road improvements at such time as the County has completed construction plans and profiles for Route 789 through the Property, including a bridge across Broad Run. Any costs incurred by the Owner in constructing Route 789 as a regional road pursuant to the Countywide Transportation Plan may be credited against the regional road funds to be contributed by the Owner pursuant to Paragraph II G below.

PIN #062-17-6281 & 062-28-2871, TAB I ASSOCIATES LLC ET AL c/o ANTIGONE REALTY INC
The southwest corner of PIN#062-17-6281 is subject to the proffers associated with Loudoun Parkway Center, ZMAP-1990-0015, which was approved by the Board of Supervisors on February 3, 1993. There are no proffers related to right-of-way dedication for Lockridge Road.

PIN # 062-19-8590, UNITED STATES POSTAL SERVICE c/o EASTERN FACILITIES OFFICE
This parcel is subject to the proffers associated with Evans Cockerille, ZMAP-1986-0019, which was approved by the Board of Supervisors on September 21, 1987. Proffer II.A. provides for right-of-way dedication consisting of 35 feet from the existing centerline of Route 789 at the time of record plat approval of the first subdivision or final approval of the first site plan for abutting land, whichever occurs first. The existing right-of-way was processed by a plat titled “Plat Showing Consolidation, Street Dedication and Various Easements & Parcels I & J” which was recorded in Deed Book 1088 Page 636 and Plat Cabinet A Slot 119 Pages 2-6 on May 24, 1990.

II. TRANSPORTATION
A) For Route 789:

The applicant will dedicate right-of-way 35 feet from the existing centerline, across the frontage of the property at the time of record plat approval of the first subdivision or final approval of first site plan for abutting land, whichever is first in time. At the time of record plat or final site plan approval for a lot or lots, the applicant will construct, within said right-of-way, full frontage improvements with the face of curb set 26 feet from the existing centerline. Simultaneously, the applicant will continue the improvements described above, south to Route 634, if the offsite right-of-way and/or easements are made available at no cost to the applicant. In the event that offsite right-of-way is not made available to the applicant at no cost, the applicant shall
continue the improvements within the existing right-of-way, if so requested by Loudoun County or the Virginia Department of Transportation.

PIN # 063-49-6156, WESTDULLES STATION LLC
This parcel is subject to the proffers associated with West Dulles Station, ZMAP-2005-0021, and the conditions of approval associated with SPEX-2005-0024, which were approved by the Board of Supervisors on June 20, 2006. Proffer IV.A.1. provides that, prior to or in conjunction with the approval of the first record plat or first site plan, the Applicant shall dedicate right-of-way to accommodate ½ of a four lane roadway in a 90 foot right-of-way. Right-of-way dedication consisting of 20 feet in width was processed by a plat titled “Plat Showing Subdivision Waiver on the Property of James Frank Cockerille and Eddie Philip Cockerille” which was recorded in Plat Cabinet D Slot 193 Page 10 on August 13, 1986. Post approval of ZMAP-2005-0021, no site plans or record plats have been approved; therefore, the proffered right-of-way has not been dedicated.

IV. TRANSPORTATION
A. Lockridge Road (Route 789)
   1. Right-of-Way Dedication. The Applicant shall dedicate sufficient right-of-way to accommodate one-half of the four-lane divided, 90’ right-of-way, road section for Lockridge Road as currently recommended by the Countywide Transportation Plan (the “CTP”), increased as necessary for turn lanes, as shown on the CDP, along with all necessary related easements for the planned widening of Lockridge Road. This right-of-way shall be dedicated to the County prior to or in conjunction with the approval of the first record plat or first site plan, whichever is first in time, for the Property.

PIN # 067-37-9924, METROPOLITAN WASHINGTON AIRPORT AUTHORITY
There are no proffers or conditions related to right-of-way dedication.

PIN # 062-36-1210, VIZSLA VENTURES LLC
This parcel is subject to the proffers and Letter of Clarification associated with Dulles-Berry, ZMAP-1986-0056, which was approved by the Board of Supervisors on March 6, 1990. Pursuant to Proffer 2.1, the Applicant shall construct the internal road network in substantial conformance with the approved Concept Plan. A portion of Route 789 is shown on the approved Concept Plan as an internal roadway. To date, no record plats or site plans have been approved for this parcel; therefore, the right-of-way for the proffered internal roadway has not been dedicated.

2. TRANSPORTATION
   2.1 Internal Road Network. The Applicant shall construct the Internal Road Network in substantial conformance with the Concept Plan. All public roads built on the subject property will be designed to conform with
the Virginia Department of Transportation (VDOT) standards. At the time of first record subdivision plat approval or first final site plan approval, whichever is first in time, said roads shall be constructed or bonded for construction and dedicated to the County for acceptance into the State highway system.

**Proffer Information – Construction and Cash in Lieu:**
- WorldCom/Northern Virginia Campus, ZMAP 1998-0003, Proffer II.E. provides that the Owner shall work with Loudoun County to provide interparcel access to the adjacent Dulles/Berry property consisting of a four lane undivided roadway. If the CPAM contemplated by Proffer II.B.(c) does not result in the elimination of Route 789 as a regional road through the Property, such interparcel access may be a four lane divided roadway. Said roadway shall be constructed when the Owner determines that the roadway is necessary to serve development on the Property. To date, there has been no development activity on the portions of the property which require the interparcel access to be constructed nor has there been any development activity on the Dulles/Berry parcel.

**B. RIGHT-OF-WAY DEDICATION AND CONSTRUCTION**

The internal road network serving the Property is contemplated to consist of private roads, drives, and parking areas serving a corporate office/research and development environment; however, the Owner may establish such public roads as may be proposed by the Owner and approved by the County and VDOT. Route 607 (Loudoun County Parkway) will be a dedicated public street constructed in accordance with County and VDOT standards. The median breaks and site access points to public roadways (Route 625, Route 640 and Route 607) adjacent to the Property shall be in the general locations identified on the CDP, as modified to accommodate final site plan engineering and/or to meet VDOT and County requirements.

The improvements described below shall be provided by the Owner as part of the development of the Property. Dedication of land shall include related easements outside the right-of-way, such as slope, maintenance, storm drainage and utility relocation easements, necessary to construct public roads and streets within and adjacent to the Property. The Owner shall not be obligated to dedicate land for public rights-of-way, or to construct or pay for the cost of improvements, except to the extent expressly required by these Proffers or as required by the Subdivision Ordinance or the Facilities Standards Manual.

**Route 789.** The CDP depicts an alignment for Route 789, in the approximate location shown on the Countywide Transportation Plan. The Owner has shown this potential alignment because Route 789 is contemplated by the Countywide Transportation Plan to provide an ultimate additional four-lane road and bridge crossing across Broad Run. However, the Owner has also suggested to the County an alternative location for an east/west crossing of Broad Run and has requested that
the County initiate a Comprehensive Plan Amendment ("CPAM") process to consider the elimination of Route 789 Extended from the location depicted on the CDP. If the CPAM process results in the elimination of Route 789 Extended from the location depicted on the CDP, then the reservation of right-of-way for Route 789 shall be void and of no further force and effect, effective as of the date on which such CPAM becomes final and non-appealable. If the CPAM process does not result in the elimination of Route 789 from the location depicted on the CDP, then this reservation of right-of-way for Route 789 shall remain in effect for a period of twenty (20) years from the date of approval of ZMAP 1998-0003, and the Owner shall dedicate such right-of-way for public road improvements at such time as the County has completed construction plans and profiles for Route 789 through the Property, including a bridge across Broad Run. Any costs incurred by the Owner in constructing Route 789 as a regional road pursuant to the Countywide Transportation Plan may be credited against the regional road funds to be contributed by the Owner pursuant to Paragraph II G below.

E. INTERPARCEL ACCESS

(a) The Owner will work with the County and the owner of the adjacent Dulles/Berry property during the development of the Property to identify and establish interparcel access between the Dulles/Berry property (Loudoun County Tax Map Parcel 79/54, ZMAP 1986-56) and Loudoun County Parkway (Route 607) through the Property. This interparcel access shall consist of a four-lane undivided road within a seventy (70) foot right-of-way, so as to provide a point of access between the northern side of the Dulles/Berry Property and Route 607. If the CPAM process relating to Route 789 contemplated by II B (c) above does not result in the elimination of Route 789 as a regional road through the Property, so that the interparcel access coincides with a portion of Route 789, such interparcel access may be a four lane divided roadway within a ninety (90) foot right of way, as required by the County and VDOT. Such interparcel access shall start at the point depicted on the CDP as "Proposed Roadway (as per Dulles/Berry Route 643 Conceptual Development Plan)," and shall extend through the Property to one of the median breaks on Route 607 as determined by the Owner. The initial planned location of this interparcel access road is depicted on the CDP. The Owner shall have the right, for a period of four (4) years from the date of approval of the rezoning of the Property to PD-OP, to relocate such interparcel access road to extend from the point depicted on the CDP as "Proposed Roadway (as per Dulles/Berry Route 643 Conceptual Development Plan)" to one of the other median breaks on Loudoun County Parkway (i.e. to extend from the Dulles/Berry Property to one of site entrances E through I as depicted on the CDP). The Owner agrees that if the owner of the Dulles/Berry property wishes to establish a final alignment for the location of such interparcel access road prior to the expiration of such four (4) year period, the owner of the Dulles/Berry Property shall have the right to require that the Owner make such final determination; provided, that the owner of the Dulles/Berry Property shall not have the right to require that the Owner make
such final determination unless and until the later of the date on which: (i) zoning permits shall have been issued and construction commenced and be continuing on the Dulles/Berry Property for a minimum of seven hundred and fifty thousand (750,000) gross square feet of improvements on the Dulles/Berry Property; or (ii) two years from the date of county approval of ZMAP 1998-0003. The Owner shall bear the cost of construction of such inter-parcel access road within the Property; which shall be constructed when the Owner determines that construction of such inter-parcel access road is necessary serve development on the Property. If the owner of the Dulles/Berry Property wishes to construct such inter-parcel access road at an earner date the Owner of the Dulles/Berry Property shall have the right to construct such inter-parcel access road at its sole risk, cost and expense, but in such event the Owner of the Property shall reimburse the owner of the Dulles/Berry Property for the actual hard cost of construction of such interparcel access road (to include engineering, bonding and contractor fees) plus any increases in the CPI from the date such interparcel access road is constructed to the date reimbursement is made. The Owner shall cooperate and work with the owner of the Dulles/Berry property to dedicate without consideration night of way and necessary slope, utility, storm water management and construction easements for such interparcel access, and to provide the owner of the Dulles/Berry property and its contractors and agents access to the Property for the purpose of performing such construction. In such event, reimbursement shall be made by the Owner, with notice to the County of such reimbursement, to the owner of the Dulles/Berry Property at such time as the Owner first obtains a zoning permit for a use in an adjacent land bay which utilizes such interparcel access road for access.

- Evans Cockerille, ZMAP-1986-0019, Proffer II.A. provides for construction of full frontage improvements with the face of curb set 26 feet from the existing centerline at the time of record plat or final site plan approval. The proffered road frontage improvements were constructed pursuant to SPFI-1990-0006.

II.TRANSPORTATION
A) For Route 789:

The applicant will dedicate right-of-way 35 feet from the existing centerline, across the frontage of the property at the time of record plat approval of the first subdivision or final approval of first site plan for abutting land, whichever is first in time. At the time of record plat or final site plan approval for a lot or lots, the applicant will construct, within said right-of-way, full frontage improvements with the face of curb set 26 feet from the existing centerline. Simultaneously, the applicant will continue the improvements described above, south to Route 634, if the offsite right-of-way and/or easements are made available at no cost to the applicant. In the event that offsite right-of-way is not made available to the applicant at no cost, the applicant shall continue the improvements within the existing right-
• West Dulles Station, ZMAP-2005-0021, Proffer IV.A.2, the Applicant shall construct 2 lanes of the ultimate four lane divided section of Lockridge Road across the frontage of the property. The proffered frontage improvements shall be constructed or bonded for construction prior to or in conjunction with the approval of the first record plat or site plan, whichever is first in time. To date, no record plats or site plans have been approved; therefore, the proffered road improvements have not been bonded or constructed.

2. Road Improvements. The Applicant shall construct two lanes of the CTP’s ultimate four lane divided section of Lockridge Road across the frontage of the Property, including right turn lanes for all entrances to the Property and left turn lanes for the two full-movement entrances to the Property, as shown on the CDP, provided that the Applicant is able to obtain any off-site right-of-way required for the improvements. In the event that the CTP design for Lockridge Road requires off-site right-of-way and the Applicant is not able to obtain said right-of-way, as documented by correspondence between the Applicant and the applicable property owner(s), the Applicant shall construct Lockridge Road across the frontage of the Property as a two lane road, including required turn lanes, within the existing Lockridge Road right-of-way along with any right-of-way required from the Property in addition to that referenced above in paragraph 1. The applicable road improvements shall be constructed, or bonded for construction, prior to or in conjunction with the approval of the first record plat or first site plan, whichever is first in time, for the Property.

• Dulles-Berry, ZMAP-1986-0056, Proffer 2.1 provides that, at the time of first record subdivision plat approval or first final site plan, the Applicant shall bond or construct and dedicate to the County for acceptance into the State Highway System the onsite roadways. A portion of Route 789 is shown on the approved Concept Plan as an internal roadway. To date, no record plats or site plans have been approved for this parcel; therefore, the proffered internal roadway has not been constructed or bonded for construction.

Proffer 2.1 provides that if the proffered road improvements are constructed by others, the Applicant shall make reimbursements to the owners of such properties. Said reimbursement shall be equal to the actual and reasonable costs of construction plus interest and as adjusted by the New York Interbank rate. Said reimbursement shall be made incrementally by the Applicant for any section of such constructed roadway which is incorporated in any of the Applicant’s sections to be developed on a portion of the property and shall be paid upon issuance of zoning permits for said sections.
2. TRANSPORTATION

2.1 Internal Road Network. The Applicant shall construct the Internal Road Network in substantial conformance with the Concept Plan. All public roads built on the subject property will be designed to conform with the Virginia Department of Transportation (VDOT) standards. At the time of first record subdivision plat approval or first final site plan approval, whichever is first in time, said roads shall be constructed or bonded for construction and dedicated to the County for acceptance into the State highway system.

2.2 Adjacent Property Access. The Applicant shall allow the owners of properties immediately adjacent to Tax Map 79, Parcel 54, or of any other property in Loudoun County, to build all or a portion of the Internal Road Network shown on the Concept Plan in accordance with the standards and regulations of the County and of VDOT under the following conditions:

A. Such construction shall be at the initial expense of such property owner;

B. Such construction shall not unreasonably interfere with any ongoing planned development by the Applicant on the subject property;

C. The Applicant shall join in all necessary acts of dedication for public use and shall grant the owners of such properties, at no cost of acquisition, all rights of entry and temporary construction easements reasonably necessary to permit such construction provided the Applicant is granted appropriate liability protection and that such construction is bonded according to local and state requirements; and

D. The Applicant shall make reimbursement to the owners of such properties. Said reimbursement shall be equal to the actual and reasonable costs of construction plus interest at New York Interbank rate as calculated on a quarterly basis and compounded from the time of expenditure until reimbursement or as otherwise agreed. Said reimbursement shall be made incrementally by the Applicant for any section of such constructed roadway which is incorporated in any of the Applicant’s sections to be developed on a portion of the property and shall be paid upon issuance of zoning permits for said sections. In the event of a disagreement as to the amount or timing of such reimbursement, a determination by the County or VDOT shall be final.
Proffer Information – Cash Contributions:
There are no proffers or conditions that provide cash contributions specifically for Lockridge 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: Loudoun County Parkway (Item #56)

Segment Location: Shellhorn Road to the Greenway

Category: Bottleneck

Estimated Cost: $2,025,000

Funding Options: There are no funds available for this segment of Loudoun County Parkway

Summary

Right-of-Way: The existing 120 foot right-of-way was provided pursuant to the proffers of Loudoun Parkway Center. There are no provisions for additional right-of-way dedication.

Construction: This road segment was constructed as set forth in the proffers of Loudoun Parkway Center. There are no outstanding proffers/conditions for construction of this road segment.

Funding Sources: There are no cash contributions provided by proffers or conditions.

Current Status: There is no activity on this road segment. A funding source will have to be identified to move this project forward.
Proffer/Condition Analysis

ROW Status:

PIN #089-29-1706, DIGITAL LOUDOUN PKWY CTR NORTH LLC
This property is subject to the proffers of Digital Loudoun, ZMAP 2011-0006, and conditions of special exception application SPEX 2011-0034; both applications were approved by the Board of Supervisors on June 12, 2012. Neither of these applications pledged a proffer or condition to provide additional right-of-way for Loudoun County Parkway.

The current 120 foot right-of-way, plus additional right-of-way for turn lane at the Shellhorn Road intersection, was processed with the record plat for Loudoun County Parkway, SBRD 1997-0054, which was recorded on July 27, 1999 in deed book 1698, page 1694 and shown on the plat filed in cabinet E, slot 395, pages 4-7.

PIN #090-48-5422, NATIONAL RURAL UTILITIES COOP CORP
This property is subject to the proffers of Loudoun Parkway Center, ZMAP 1990-0015, which was approved by the Board of Supervisors on February 3, 1993. Proffer IX.A provides for dedication of on-site roadways at the request of the County.

IX. TRANSPORTATION:

A. On-Site Roadway

The Applicant shall construct, or cause to be constructed, in accordance with VDOT standards, all on-site roadways shown on the Concept Plan except as otherwise provided herein. The bridge which conveys the roadway designated Loop Road on the Concept Plan over the Dulles Toll Road Extended is required to be designed and constructed by the Toll Road Corporation of Virginia, or its successors in interest, by the terms of the Conveyance Documents referred to in Section IX.C., hereinafter and is not proffered to be constructed by the Applicant. At the time any of land bays designated A-1, A-2, B and C on Exhibit A (Concept Plan) are subdivided, any streets thereon that are proposed by the Applicant to be private streets shall be constructed in conformance with Section 4.380 (Private Street Standards) of the Loudoun County Facilities Standards Manual, consistent with the Concept Plan, the Applicant shall construct or bond for construction the four-laning of on-site roads prior to final approval of any subdivision or site plan in the project that is projected to cause any on-site road to reach 8,000 vehicle trips per day based on the trip generation rates established by the IEE Trip Generation manual, 5th edition, and as agreed to by the County and the Applicant. In the event the County and the Applicant disagree as to such trip generation ratios, such ratios shall be as determined by the Zoning Administrator. Right-of-way for on-site roads (other than for the Dulles Toll Road Extension, which is discussed in Paragraph IX.C. hereinafter) shall be donated at the request of the County.
Additionally, Proffer IX.B provides for the phasing of roadway improvements which are to occur based on the roadway linkages shown in Exhibit B and further described in Exhibit C.

B. Phasing of Development

The Applicant shall not receive zoning permits allowing development on the Property until such time as the Applicant, or others, has either constructed or bonded for construction, the corresponding roadway links set forth in Figures A through S, respectively, which figures comprise Exhibit B to these Proffers and as further described in the Table which is Exhibit C.

Figures A through L depict the specific alternate on-site roadway links proffered to be constructed, or bonded for construction, by the Applicant, or others, in order to serve the respective land uses shown. Modifications by the Applicant to the roadway linkages depicted in Figures A through L shall be made only where the Applicant demonstrates to the reasonable satisfaction of the Zoning Administrator that such modification permits an equivalent level of service to that proposed by the Figure which the Applicant proposes to modify. The Applicant's development utilizing on-site linkages only shall generate no more than twenty thousand (20,000) average daily trips (as determined by reference to the ITE Trip Generation Manual, 5th edition, and as agreed upon by the County and Applicant). In the event the County and the Applicant disagree as to such trip generation ratios, such ratios shall be as determined by the Zoning Administrator.

Figures M through S depict the off-site roadway links to be constructed, or bonded for construction, by others. No zoning permits shall be issued for development on the Property which generates more than twenty thousand (20,000) average daily trips (ADT, as determined by reference to the ITE Trip Generation Manual, 5th edition and as agreed upon by the County and the Applicant) unless off-site roadway link(s) are in place sufficient to accommodate the ADT's generated by development based upon the ADT increments shown on such figures, and provided further, that each such off-site link is connected to an appropriate on-site roadway link as well as to the point of off-site terminus set forth on Exhibit C. Modifications by the Applicant to the roadway linkages depicted in Figures M through S shall be made only where the Applicant demonstrates to the reasonable satisfaction of the Zoning Administrator at such modification permits an equivalent or greater carrying capacity for the Property's traffic to that by the Figure which the Applicant proposes to modify.
Exhibit C describes Route 607 (Loudoun County Parkway) as having 120 foot right-of-way, which is what was dedicated by the record plat for Loudoun County Parkway, SBRD 1997-0054, which was recorded on July 27, 1999 in deed book 1698, page 1694 and shown on the plat filed in cabinet E, slot 395, pages 4-7.

No additional right-of-way is proffered or conditioned for Loudoun County Parkway.

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

- Loudoun Parkway Center, ZMAP 1990-0015 provided for construction of this portion of Loudoun County Parkway which was performed by Reliance as shown on the approved construction plans, CPAP 1997-0035, which was most recently revised with CPAP 1999-0130. The construction of this road segment was performed to comply with the roadway improvements described in Loudoun Parkway Center, Exhibit C, which were to complete four lanes of a six-lane divided roadway with a wide median between Route 643 (Shellhorn Road) and DTRE (Greenway) ramps.

### Proffer Information – Cash Contributions:

There are no proffers or conditions that provide cash contributions for improvements to this portion of Loudoun County Parkway.

### 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: Moorefield Boulevard (Item #61)

Segment Location: Loudoun County Parkway to Mooreview Parkway

Category: Missing Link

Estimated Cost: $14,612,400

Funding Options: This is a proffered/conditioned road segment; there are no funds available for construction of this road segment.

Summary

Right-of-Way: The Moorefield Station proffers provide right-of-way dedication of 74 feet between Ryan Road and Centergate Drive and 70 feet of right-of-way dedication between Centergate Drive and Loudoun County Parkway. The Broadlands South Hotel Section 204 Conditions provide for right-of-way dedication of approximately 0.35 acres as shown on the SPEX Plat.

Construction: Moorefield Station proffered to construct or bond for construction the portion of this road segment from Old Ryan Road to Loudoun County Parkway prior to commencement of construction of the Transit Station Site or upon the issuance of the 3,751st residential zoning permit or the issuance of a non-residential zoning permit in excess of 1,000,000 square feet. Broadlands South Hotel Section 204 conditioned to construct the portion of this segment from the Property line bordering Moorefield Station to existing Mooreview Parkway/Route 772/Route 2298.

Funding Sources: There are no cash contributions provided by proffers or conditions.

Current Status: Development at Moorefield Station is well below the triggers for dedication and construction of this proffered road segment. It is noted that the Claude Moore Charitable Foundation (CMCF) is preparing to submit a ZCPA application which may revise the timing of construction for a portion of this road segment between Old Ryan Road and Croson Lane. Broadlands South Section 204 has not commenced construction for the hotel use.
Proffer/Condition Analysis

ROW Status:

PIN # 119-19-2497 & # 119-19-7523, BROADLANDS COMMERCIAL DEVELOPMENT
These parcels are subject to the proffers and conditions of Broadlands South Section 22, ZMAP-1995-0003, which was approved by the Board of Supervisors on September 6, 1995, as amended by ZCPA-2009-0006/SPEX-2008-0032, which were approved by the Board of Supervisors on September 8, 2009. Pursuant to Condition 7, either at the time of site plan approval for the hotel or in conjunction with approval of construction plans, plats and deed prepared by others for the Old Ryan Road improvements, the Applicant shall dedicate the area depicted as “Future Right-of-Way Dedication” as shown on the plat.

The existing right-of-way dedication consisting of 60 feet in width was processed by a Preliminary/Record Plat, SBPR-2007-0011, which was recorded by Instrument # 20081204-0070735 on December 4, 2008. To date, there have been no site plans approved for the hotel or CPAP’s approved for the Old Ryan Road improvements; therefore, the conditioned right-of-way had not been dedicated.

7. Dedication of Right-of-Way. The Applicant shall dedicate the "Future Right-of-Way Dedication" area, an area of approximately 0.35 acres depicted on Sheet 3 of the Plat, at no public cost. This dedication shall be granted to the County either at the time of site plan approval for the hotel or in conjunction with the approval of construction plans, plats and deeds prepared by others for the Old Ryan Road improvements shown on Sheet 4 of the Plat, whichever occurs first in time.

PIN #089-25-8906, LOUDOUN COUNTY BOARD OF SUPERVISORS, PIN #120-29-7420 & PIN #090-45-9848, SMITH, VERLIN W ET AL TRUSTEES c/o CMCF, ATTN: J B WILSON III, EXEC
These parcels are subject to the proffers of Moorefield Station, ZMAP 2001-0003, which was approved by the Board of Supervisors on December 16, 2002. The first paragraph of Proffer IV.B provides for right-of-way dedication for specified transportation improvements including Moorefield Boulevard from Ryan Road to Beth Street (Proffer VI.B (iv)(e) ), which will provide dedication of 74 feet of right-of-way between Beth Street and Centergate Drive and 70 feet of right-of-way between Centergate Drive and Loudoun County Parkway. Pursuant to Proffers IV.B.(iv)(h) and IV.B.(iv)(g), CMCF shall have the right to substitute the road improvements provided in proffers IV.B.(iv)(c) and IV.B.(iv)(d), which provide construction of Claude Moore Avenue between Loudoun County Parkway and the Transit Connector, with construction of Moorefield Boulevard between Beth Street and Loudoun County Parkway including right-of-way dedication of 70 feet. These proffers are not required until prior to commencement of construction of the Transit Station Site or upon the issuance of the 3,751st residential zoning permit or the issuance of a non-residential zoning permit in excess of 1,000,000 square feet. These triggers have not yet been met. As of October 2013, the Transit Station Site is in the design phase and construction is anticipated to commence late 2014. Zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development.

F. CMCF, in order to assist with Capital Facility Transportation Improvements, will dedicate the right-of-way (within the Property and Parcel 92-44) and construct on right-of-way
dedicated by CMCF or provided by others at no cost to CMCF, the following transportation improvements. Exhibit A, Roadway Phasing is included for a graphic presentation. Where an interpretation of the text versus the graphic is necessary, the text shall control. Parcel 92-44 is not included as part of this ZMAP, but is currently owned by CMCF. CMCF shall be responsible for the acquisition of any right-of-way on Parcel 92-44 for the construction of any of the improvements listed in this Proffer Statement and needed on Parcel 92-44.

Right-of-way width and the distance between face-of-curb to face-of-curb, “pavement section,” as depicted on sheet 9 of the drawings are proffered. Lane width and configuration are only illustrative. Final lane width and configuration shall be made by the Virginia Department of Transportation (“VDOT”). When applications are made to VDOT, CMCF shall request that VDOT consider the traffic calming, bike accessibility, and the pedestrian oriented nature of the Property.

In the event that Loudoun County is not able to provide the necessary off-site right-of-way at no cost to CMCF, then CMCF shall contribute the estimated cost (using VDOT guidelines) of such off-site construction to the County, as Trustee, to be used solely to fund such road construction when the right-of-way becomes available. If others complete any such construction, prior to the time such construction would be required pursuant to this Proffer Statement, CMCF will (at the time it would have been obligated to construct) contribute to the County as a Capital Facility Transportation Improvement contribution, the actual cost of such construction. Any such Capital Facility Transportation Improvement contribution shall be used within the Ashburn Community, or for the Loudoun County Parkway.

For the purpose of this Section IV of this Proffer Statement, “prior to” may not be interpreted by the County to require CMCF to complete the public improvements earlier than the event identified in the Proffer Statement.

(iv) Prior to commencement of construction on the Transit Station Site (by others), or upon the issuance of the 3,751st residential zoning permit or the issuance of a zoning permit for non-residential space in excess of 1,000,000 square feet for any portion of the Property not identified as a site dedication (cf. Proffer II.), whichever occurs earlier, CMCF shall have constructed or bonded for construction:

(a) Ann Street between Beth Street and Centergate Drive, in the general location as shown on the drawings, within a 50-foot easement to the County as a two lane undivided section (a “C” roadway as depicted on sheet 9 of the drawings). Ann Street is a private street constructed to VDOT construction standards for use as a bus access way, and will be maintained by the HOA (cf. Proffer XV.). CMCF will provide perpetual easements, guaranteeing two-way traffic circulation, to the County for public transit for this Transit access road when Bus or Rail Transit is funded to Moorefield Station.

(b) Beth Street between Ann Street and Moorefield Boulevard, in the general location as shown on the drawings, as a 64-foot right-of-way 40-foot pavement section (a “B” roadway as depicted on sheet 9 of the drawings).
(c) **Claude Moore Avenue between Centergate Drive and the Loudoun County Parkway**, in the general location as shown on the drawings, as a 70-foot right-of-way 52-foot pavement section (a "D" roadway as depicted on sheet 9 of the drawings).

(d) **Claude Moore Avenue between Centergate Drive and the Transit Connector**, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).

(e) **Moorefield Boulevard between Beth Street and Ryan Road**, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).

(f) **Transit Connector between Moorefield Boulevard and Ryan Road**, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).

CMCF shall have the absolute right to substitute both (c) and (d) above with both of the following:

(g) **Moorefield Boulevard between Centergate Drive and the Loudoun County Parkway**, in the general location as shown on the drawings, as a 70-foot right-of-way 52-foot pavement section (a "D" roadway as depicted on sheet 9 of the drawings).

(h) **Moorefield Boulevard between Centergate Drive and Beth Street**, in the general location as shown on the drawings, as a 74-foot right-of-way 50-foot pavement section (an "A" roadway as depicted on sheet 9 of the drawings).

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

- Moorefield Station, ZMAP 2001-0003, Proffers IV.B.(iv)(h) and IV.B.(iv)(g) provide for construction or bonding for construction of Moorefield Boulevard from Beth Street to Centergate Drive as a 50 foot pavement section and between Centergate Drive and Loudoun County Parkway as a 52 foot pavement section as an alternate option for proffers IV.B.(iv)(c) and IV.B.(iv)(d), which provide for construction of Claude Moore Avenue between Loudoun County Parkway and the Transit Connector. These proffers are not required until prior to commencement of construction of the Transit Station Site or upon the issuance of the 3,751st residential zoning permit or the issuance of a non-residential zoning permit in excess of 1,000,000 square feet. These triggers have not yet been met. As of October 2013, the Transit Station Site is in the design phase and construction is anticipated to commence late 2014. Zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development (see above for proffer language).

The third paragraph of Proffer IV.B provides for a Capital Facility Transportation Improvement contribution if others complete any of the proffered transportation improvements. This proffer has not yet been triggered because the Transit Station Site is in
the design phase and zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development.

- Broadlands South, ZCPA-2009-0006/SPEX-2008-0032, Condition 8.A. provides that prior to issuance of the occupancy permit for the hotel use, the Old Ryan Road improvements shown on Sheet 3 of the Plat shall be constructed and open to traffic. To date, a site plan for the hotel use has not been approved; therefore, the conditioned road improvements have not been constructed.

Condition 8.B. provides that in the event construction plans are prepared and submitted to the County prior to the hotel occupancy permit, by others, for the Old Ryan Road improvements as shown on the Plat, the Applicant may elect to submit a cash equivalent contribution for the conditioned road improvements. Said contribution shall be paid prior to issuance of the occupancy permit for the hotel use.

8. Old Ryan Road Improvements.

A. The Old Ryan Road improvements shown on Sheet 3 of the Plat (the “Sheet 3 Improvements”) shall be constructed and open to traffic prior to the issuance of the occupancy permit for the hotel use.

B. In the event that construction plans prepared by others for the Old Ryan Road improvements shown on Sheet 4 (the “Sheet 4 Improvements”) are submitted to the County for approval at an earlier time prior to hotel occupancy permit, the Applicant may elect, in lieu of the obligations of paragraph A above, to contribute cash equivalent to the cost of the Sheet 3 Improvements as determined in accordance with the bond estimate approved by the County that would have been required for the bonding of the construction costs for the Sheet 3 Improvements, and shall contribute that amount to the County or the County’s designee prior to issuance of the occupancy permit for the hotel use. Such cash contribution shall be used for road improvements in the vicinity of the Property.

G. Subject to VDOT approval, the construction of the Sheet 3 Improvements shall include a painted pedestrian crosswalk across Old Ryan Road at its intersection with Mooreview Parkway, as well as a painted pedestrian crosswalk across Mooreview Parkway.

Proffer Information – Cash Contributions:
There are no proffers or conditions that provide contributions for this road segment.

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: Mooreview Parkway (Item #62)

Segment Location: South of Croson Lane to Old Ryan Road

Category: Missing Link

Estimated Cost: $5,313,600

Funding Options: This road segment is funded by Loudoun County using fund balance in FY 14. Claude Moore Charitable Foundation will reimburse Loudoun County pursuant to the approved Reimbursement Agreement.

Summary

Right-of-Way: Moorefield Station proffered, but has not yet dedicated, the necessary right-of-way.

Construction: Moorefield Station proffered construction of this segment of Mooreview Parkway. Loudoun County Public Schools constructed ½ section between the northern property boundary of Moorefield Station Elementary School with the Amberleigh Subdivision and the school entrance. Loudoun County will construct a full section of the remainder of the segment.

Funding Sources: This segment of Mooreview Parkway is funded by fund balance for FY 14. Claude Moore Charitable Foundation will reimburse Loudoun County for the construction costs.

Current Status: Development at Moorefield Station is well below the triggers for dedication and construction of this proffered road segment. Loudoun County is in the process of constructing this road segment.
Proffer/Condition Analysis

ROW Status:
PIN# 120-17-0779, LOUDOUN COUNTY BOARD OF SUPERVISORS
This parcel is subject to the proffers, as clarified, associated with Moorefield Station, ZMAP-2001-0003, which was approved by the Board of Supervisors on December 16, 2002, and modified by the proffers associated with ZCPA-2007-0004, which was approved by the Board of Supervisors on March 3, 2009, and the Conditions of Approval associated with Loudoun County Public Schools (ES-16) Moorefield Station Elementary School, SPEX-2010-0016, which was approved by the Board of Supervisors on April 11, 2011. The first paragraph of Proffer IV.B provides for right-of-way dedication for specified transportation improvements including Moorefield Parkway from the northern property line bordering the Amberleigh Subdivision to Ex. Old Ryan Road (Proffers VI.B (ii)(b) and IV.B. (vi)(c) ), which will provide dedication of 120 feet of right-of-way for this road segment. Proffer VI.B.(ii)(b) is not required until prior to the issuance of the 1,176th residential zoning permit and proffer and IV.B. (vi) (c) is not required until prior to the issuance of zoning permits in excess of 4,000,000 non-residential square feet. These triggers have not yet been met. As of October 2013, zoning permits have been issued for 432 residential units and 146,429 square feet of non-residential development.

IV. TRANSPORTATION
H. CMCF, in order to assist with Capital Facility Transportation Improvements, will dedicate the right-of-way (within the Property and Parcel 92-44) and construct on right-of-way dedicated by CMCF or provided by others at no cost to CMCF, the following transportation improvements. Exhibit A, Roadway Phasing is included for a graphic presentation. Where an interpretation of the text versus the graphic is necessary, the text shall control. Parcel 92-44 is not included as part of this ZMAP, but is currently owned by CMCF. CMCF shall be responsible for the acquisition of any right-of-way on Parcel 92-44 for the construction of any of the improvements listed in this Proffer Statement and needed on Parcel 92-44.

Right-of-way width and the distance between face-of-curb to face-of-curb, “pavement section,” as depicted on sheet 9 of the drawings are proffered. Lane width and configuration are only illustrative. Final lane width and configuration shall be made by the Virginia Department of Transportation ("VDOT"). When applications are made to VDOT, CMCF shall request that VDOT consider the traffic calming, bike accessibility, and the pedestrian oriented nature of the Property.

In the event that Loudoun County is not able to provide the necessary off-site right-of-way at no cost to CMCF, then CMCF shall contribute the estimated cost (using VDOT guidelines) of such off-site construction to the County, as Trustee, to be used solely to fund such road construction when the right-of-way becomes available. If others complete any such construction, prior to the time such construction would be required pursuant to this Proffer Statement, CMCF will (at the time it would have been obligated to construct) contribute to the County as a Capital Facility Transportation Improvement contribution, the actual cost of such construction. Any such Capital Facility Transportation Improvement contribution shall be used within the Ashburn Community, or for the Loudoun County Parkway.
For the purpose of this Section IV of this Proffer Statement, “prior to” may not be interpreted by the County to require CMCF to complete the public improvements earlier than the event identified in the Proffer Statement.

Proffer Information – Construction and Cash in Lieu:

- Pursuant to Proffer IV.B. (ii) (b) of Moorefield Station, ZMAP-2001-0003, prior to issuance of the 1,176th residential zoning permit for any portion of the Property not identified as a public site dedication, Claude Moore Charitable Foundation (CMCF) shall have constructed or bonded for construction Mooreview Parkway between Hutchinson Drive and School Street as a 62 foot divided pavement section with bike lanes plus turn lanes. Please note that Hutchison Drive is currently referred to as Old Ryan Road. Pursuant to Proffer IV.B.(vi)(c), prior to issuance of a zoning permit for non-residential space in excess of 4,000,000 square feet for any portion of the property not identified as a site dedication, CMCF shall have constructed or bonded for construction Mooreview Parkway from Croson Lane to School Street as a 62 foot divided section with bike lanes plus turn lanes. To date, 432 residential zoning permits have been issued and zoning permits for approximately 146,429 square feet of non-residential space have been issued. The trigger for construction has not been met; therefore, the proffered transportation improvements have not been bonded or constructed by Moorefield Station.

Loudoun County and CMCF have entered into an agreement in which Loudoun County will construct the proffered road improvements for Mooreview Parkway. CPAP-2007-0145, which was approved on June 15, 2010, CPAP-2007-0146, which is active, and CPAP-2009-0055, which was approved on December 13, 2010, provide the proffered transportation improvements for Mooreview Parkway.

IV. TRANSPORTATION

(ii) Prior to the issuance of the 1,176th residential zoning permit for any Property not identified as a site dedication (cf. Proffer II.), CMCF shall have constructed or bonded for construction:

(a) Mooreview Parkway between Loudoun County Parkway and Hutchison Drive, in the general location as shown on the drawings, as a 120 foot right-of-way 6 lane urban section.

(b) Mooreview Parkway between Hutchison Drive and School Street, in the general location shown on the drawings, as 120-foot right-of-way 62-foot divided pavement section with bike lanes plus turn lanes (a "MC" roadway as depicted on sheet 9 of the drawings).

(c) Ryan Road between Hutchison Drive and the property line intersecting Ryan Road between Commerce and Station Streets, in the general location, as shown on the drawings, as a 70-foot right-of-way 40-foot pavement section (an "F" roadway as depicted on sheet 9 of the drawings).
(d) Ryan Road between the property line intersecting Ryan Road between Commerce and Station Streets and Moorefield Boulevard, in the general location as shown on the drawings, as a half section of a 70-foot right-of-way 26 foot curb to center line pavement section (an "H" roadway as depicted on sheet 9 of the drawings).

(e) School Street between Mooreview Parkway and Ryan Road, in the general location shown on the drawings, as a 64-foot right-of-way 40-foot pavement section (a "B" roadway as depicted on sheet 9 of the drawings).

(vi) Prior to the issuance of a zoning permit for non-residential space in excess of 4,000,000 square feet, for any portion of the Property not identified as a site dedication (cf. Proffer II.), CMCF shall have constructed or bonded for construction:

(a) Croson Lane between Mooreview Parkway and Ryan Road, in the general location as shown on the drawings, as a 90-foot right-of-way 4 lane divided urban section.

(b) Loudoun County Parkway from Claude Moore Avenue to Mooreview Parkway, in the general location as shown on the drawings, widened from a 4 lane to a 6-lane divided urban section.

(c) Mooreview Parkway from Croson Lane to School Street, in the general location as shown on the drawings, as 120-foot right-of-way 62 foot divided section with bike lanes plus turn lanes (a "MC" roadway as depicted on sheet 9 of the drawings).

Pursuant to Condition 5 of SPEX-2010-0016, prior to issuance of the first occupancy permit for the Property, Moorefield Station Elementary School shall be accessible by motor vehicle by at least one of the routes provided in Condition 5.a.i-iv. Loudoun County Public Schools chose the option provided in Condition 5.a.iii which provides that Mooreview Parkway be completed as a two-lane road from its existing terminus to the proposed Moorefield Station Elementary School driveway. Loudoun County Public Schools constructed a ½ section of roadway from the northern property boundary line bordering the Amberleigh Subdivision to the school entrance pursuant to the site plan for Moorefield Station Elementary School, STPL-2011-0032.

5. Transportation Improvements The following transportation improvements as depicted on Sheet 6 of 8 of the Special Exception Plat shall be open to vehicular, pedestrian, and/or bicycle traffic prior to the issuance of the first occupancy permit for the Property, unless otherwise noted in these conditions.

a. The school will be accessible by motor vehicle by at least one of the following transportation routes as analyzed in the LCSB Moorefield Station Elementary School Traffic Impact Study dated July 12, 2010 and revised November 29, 2010.

i. Mooreview Parkway. Mooreview Parkway shall be completed as a four-lane, median divided major collector roadway between Old Ryan Road and Clarendon Square, and, in addition, Clarendon Square shall be completed as a two-lane roadway from Mooreview Parkway to the Internal Access Road, or

ii. Mooreview Parkway. Mooreview Parkway shall be completed as a four-lane, median divided roadway between Croson Lane and Clarendon Square, and, in addition, Three Forks Drive shall be constructed as a one-way street in the westbound direction from Moorefield Parkway, or
Pursuant to proffer IV.B. of ZMAP-2001-0003, if others complete construction of the proffered transportation improvements prior to the time such construction would be required pursuant to the proffer statement, CMCF will contribute to the County the actual cost of such construction in the form of a Capital Facility Transportation Improvement contribution. Said contribution shall be due at the time CMCF is obligated to construct the proffered road improvement.

On October 16, 2013, CMCF and Loudoun County entered into the Mooreview Parkway Reimbursement Agreement (attached) in which CMCF shall make cash in lieu of construction payments, prior to the time the reimbursements would have been payable, pursuant to the agreed upon payment schedule contained in the agreement.

IV. TRANSPORTATION

C. CMCF, in order to assist with Capital Facility Transportation Improvements, will dedicate the right-of-way (within the Property and Parcel 92-44) and construct on right-of-way dedicated by CMCF or provided by others at no cost to CMCF, the following transportation improvements. Exhibit A, Roadway Phasing is included for a graphic presentation. Where an interpretation of the text versus the graphic is necessary, the text shall control. Parcel 92-44 is not included as part of this ZMAP, but is currently owned by CMCF. CMCF shall be responsible for the acquisition of any right-of-way on Parcel 92-44 for the construction of any of the improvements listed in this Proffer Statement and needed on Parcel 92-44.

Right-of-way width and the distance between face-of-curb to face-of-curb, “pavement section,” as depicted on sheet 9 of the drawings are proffered. Lane width and configuration are only illustrative. Final lane width and configuration shall be made by the Virginia Department of Transportation ("VDOT"). When applications are made to VDOT, CMCF shall request that VDOT consider the traffic calming, bike accessibility, and the pedestrian oriented nature of the Property.

In the event that Loudoun County is not able to provide the necessary off-site right-of-way at no cost to CMCF, then CMCF shall contribute the estimated cost (using VDOT guidelines) of such off-site construction to the County, as Trustee, to be used solely to fund such road construction when the right-of-way becomes available. If others complete any such construction, prior to the time such construction would be required pursuant to this Proffer Statement, CMCF will (at the time it would have been obligated to construct) contribute to the County as a Capital Facility Transportation Improvement contribution, the actual cost of such construction. Any such Capital Facility Transportation Improvement contribution shall be used within the Ashburn Community, or for the Loudoun County Parkway.
For the purpose of this Section IV of this Proffer Statement, “prior to” may not be interpreted by the County to require CMCF to complete the public improvements earlier than the event identified in the Proffer Statement.

**Proffer Information – Cash Contributions:**
There are no cash contributions specifically for this segment of Mooreview Parkway.

**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.
MOOREVIEW PARKWAY REIMBURSEMENT AGREEMENT

THIS MOOREVIEW PARKWAY REIMBURSEMENT AGREEMENT (the “Agreement”) is made and entered into this 30th day of September, 2013, by and between CLAUDE MOORE CHARITABLE FOUNDATION (“CMCF”), a Virginia charitable trust, its successors and assigns and THE BOARD OF SUPERVISORS OF LOUDOUN COUNTY, VIRGINIA, a body corporate and politic (the “County”) upon the terms and conditions set forth below.

RECATALS:

R-1. The Claude Moore Charitable Foundation (“CMCF”) was and is the owner of real property located on the north side of Loudoun County Parkway (Route 607), east side of Old Ryan Road (route 772), and southeast side of the Dulles Greenway (Route 267) in Loudoun County, Virginia, known as Moorefield Station. Moorefield Station was rezoned by the County on December 16, 2002, in ZMAP 2001-0003 Moorefield Station, from the CR-1 Countryside Residential-1 zoning district to the PD-TRC Planned Development-Transit Related Center zoning district (the “Rezoning”).

R-2. In accordance with the Proffers (“Proffers”) offered and accepted in conjunction with the rezoning, CMCF is obligated to perform certain activities, make certain payments to the County, and/or comply with certain other conditions in the development of Moorefield Station.

R-3. Pursuant to Proffer II.B and Proffer V.A of the Proffers, CMCF was obligated to dedicate a specific 81.6 acre Public Use Site in Moorefield Station to the County for use as either a school site, recreation areas, or other public use as determined by the County. This proffered dedication to the County has been completed by CMCF’s successor in title to the property, CTD Moorefield Retail, L.L.C. (“CTDMR”) pursuant to a contractual obligation between CMCF and CTDMR. A public elementary school is currently being constructed on a portion of the Public Use Site leased by the County to Loudoun County Public Schools.

R-4. Pursuant to its contractual obligations to CMCF, CTDMR was obligated to complete certain public roads, both on the Moorefield Station property and offsite in the immediate vicinity of Moorefield Station. CTDMR completed construction of certain of said roads required under Proffer IV.B (ix) (a) and (b) of the Proffers, but was unable to complete the construction of a portion of Mooreview Parkway and certain adjacent roads (the “Unbuilt Improvements”) as referenced and described as “Mooreview Parkway from Croson Lane to School Street” in Proffer IV. B (vi) (c)). However, CTDMR did complete design and obtain approval of the Construction Plans and Profiles (the “Approved CPAP’s”) for the Unbuilt Improvements. CMCF believes that such Approved CPAPs are those designated as County applications CPAP-2007-0145, CPAP-2007-0146, and CPAP-2009-0655.

R-5. At the direction of CMCF, CTDMR has transferred ownership of and right to the Approved CPAP’s to the County. CMCF believes that the estimated value (fees paid, engineering cost, etc.) of the CPAP’s is approximately $300,000.
R-6. The County has approved the funding to construct the said road improvements designed in the Approved CFAP’s, using County funds, during the County’s 2014 capital construction cycle, Project C00128 (the “Project”).

R-7. Pursuant to the general provisions of Proffer IV.B and the specific provisions of Proffer IV.B (vi)(c), CMCF is obligated to reimburse the County for its construction costs for the Project prior to the issuance of a zoning permit for non-residential space in excess of 4,000,000 square feet, for any portion of Moorefield Station, not dedicated or to be dedicated to the County. To date, only approximately 146,429 square feet of such non-residential space has received zoning permit approval. However, CMCF, by this Agreement desires and intends to facilitate the construction by the County of the Project by commencing partial reimbursements of such construction costs prior to the time that reimbursement would have been otherwise payable.

NOW THEREFORE, in consideration of the mutual covenants and agreements contained herein, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree that, if the County proceeds with and completes the Project, CMCF shall commence making reimbursement contributions to the County in accordance with the following terms:

(i) On or before June 30, 2014, the County’s actual cost for the construction of the Project (“Actual Cost”) will be calculated. (Current estimate is $6,300,000.)

(ii) CMCF shall then and thereafter reimburse the County in accordance with the following formula for each such zoning permit approved theretofore or thereafter based upon the number of square feet of such nonresidential space receiving or having previously received such zoning permit approval.

Formula:

\[
\text{Actual Cost} + 4,000,000 = \text{Cost per Sq. Ft to be reimbursed to the County for each such zoning permit approval.}
\]

\[\text{e.g., Current Estimated Cost} \, 6,300,000 + 4,000,000 = \text{1.65/sq. ft. for the amount of non-residential zoning (building) permits that have been approved through the date of reimbursement. It is estimated that the initial reimbursement would be at least 146,429 sq. ft. (the amount of non-residential permitted to date) x 1.65 per sq. ft., yielding 241,607.85, plus 1.65 per sq. ft. of any additional non-residential square footage for which zoning permits are approved after the date of this Agreement. CMCF (or its various successors in title) would continue to reimburse the County at the stated per sq. ft. rate for future non-residential zoning permits until the County has been repaid in full for its Actual Cost for the Project.}\]

(iii) Additionally, since the County will be expending its funds during its Fiscal Year 2014 rather than CMCF building the project roads at some indefinite future time, (as allowed and contemplated by Proffer IV.B (vi)(c)), CMCF acknowledges that CMCF will be benefited by the difference between current construction costs and future construction costs which the County and CMCF both anticipate would be significantly higher.
Therefore, annually beginning one year after the completion of the Project by the County, and on the anniversary date of the completion thereafter until the Actual Cost has been fully reimbursed, in addition to the per sq. ft. reimbursement payments to be made with each non-residential zoning permit approval, CMCF will make a payment, in lieu of interest, to the County with each such payment calculated by multiplying the then unreimbursed portion of the Actual Cost of the Project by the interest rate the County is paying on its capital construction bonds issued in May 2013 (2.27% per annum).

(iv) Further, if and when either the County or CMCF processes an application to amend the Rezoning by Proffer Condition Amendment ("ZCPA") for any portion of Moorefield Station, the County and CMCF agree that this Agreement shall be incorporated into the proffers of such ZCPA.

[SIGNATURE PAGE FOLLOWS]
Executed in Leesburg, Virginia this ___ day of ___ 2013:

The Board of Supervisors of
Loudoun County, Virginia
By:
Chairman, Board of Supervisors

Claude Moore Charitable
Foundation
By:
Executive Director

COMMONWEALTH OF VIRGINIA
COUNTY OF Fairfax, to wit:

I, the undersigned Notary Public, in and for the jurisdiction aforesaid, do hereby certify
that J. Hamilton Lambert as Executive Director of Claude Moore
Charitable Foundation, whose name is signed to the foregoing Agreement, appeared before me
and personally acknowledged the same in my jurisdiction aforesaid.

GIVEN under my hand and seal this ___ day of ___ September , 2013.

My Commission Expires: ___/___/___
My Notary Registration Number: ___

PATRICIA ROLLYSON PHELPS
Notary Public

COMMONWEALTH OF VIRGINIA
COUNTY OF Loudoun, to wit:

I, the undersigned Notary Public, in and for the jurisdiction aforesaid, do hereby certify
that Scott L. Young as Chairman on behalf of the Board of Supervisors
of Loudoun County, Virginia, whose name is signed to the foregoing Agreement, appeared before me
and personally acknowledged the same in my jurisdiction aforesaid.

GIVEN under my hand and seal this ___ day of ___ October ___, 2013.

My Commission Expires: ___/___/___
My Notary Registration Number: ___

Jan Michelle Stewart
Notary Public

Mooreview Plowy Reimbursement Agreement
CMCF & BOS of Loudoun Co.
Name of Segment: Moran Road (Item #47)

Segment Location: Bridge Over Route 28

Category: Missing Link

Estimated Cost: $33,000,000

Funding Options: There are no funds currently allocated for the Moran Road overpass.

Summary

Right-of-Way: There are no proffers or conditions that provide right-of-way for the Moran Road overpass.

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

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

Current Status: Based on staff findings above, this project would require right of way and funding to move forward.
Proffer/Condition Analysis

ROW Status:
PIN # 044-28-5198, A O L INC
This parcel is subject to the Proffers of Eastport, ZMAP 1998-0007, Conditions of Approval associated with SPEX-1999-0004 and ZMOD-1999-0002 and as clarified by The Letter of Clarification dated June 22, 2000, which were approved by the Board of Supervisors on July 24, 1998. There are no proffers related to right-of-way dedication for the Moran Road overpass.

PIN # 044-29-4626, E N V LLC
There are no proffers or conditions for right-of-way dedication.

PIN # 044-19-3197, HONG, SEUNG & SIL FAMILY LP ET AL
There are no proffers or conditions for right-of-way dedication.

PIN # 045-48-6459, DULLES HIGHPOINT LLC
This parcel is subject to the Proffers associated with Highpoint, ZMAP-1988-0001, which was approved by the Board of Supervisors on November 21, 1989. Pursuant to Proffer 10, the Applicant shall reserve 1.4 acres located on the northeast corner of the property and additional area on located on the southeast corner of the property for the proposed Route 28/634 overpass. The area shall be reserved for a period of 10 years or until the alignment of the overpass is determined by the County or VDOT, whichever comes first. Because neither Loudoun County nor VDOT have determined an alignment for the overpass and 24 years have passed since the approval of ZMAP-1988-0001, the right-of-way reservation proffer is no longer valid.

10. Applicant will reserve for future right-of-way through the northeast corner of the property (1.4 acres), for the proposed Route 28/634 (Old Sterling) overpass (Exhibit D). Applicant shall also reserve the right-of-way in the southeast corner (Exhibit C). Such reservations shall not prohibit Applicant from landscaping or parking on the land, nor impact the building setbacks on future recorded lots. The reservations will be for a period of ten years or until an alignment for the overpass is determined by the County or VDOT, whichever comes first. Applicant will dedicate whichever right-of-way is identified for the overpass upon request of the County. Once said dedication is determined by the County and VDOT, the other reservation of right-of-way which will not be used for the overpass shall expire.

PIN # 044-29-8790, Shaw Sterling LLC
This parcel is subject to the Proffers associated with ZMAP-1984-0013, Compton, which was approved by the Board of Supervisors on May 20, 1985 and the Conditions of Approval associated with SPEX-1986-0030, Star Equipment, which was approved by the Board of Supervisors on September 16, 1986. There are no proffers or conditions related to right-of-way dedication for the Moran Road overpass.
PIN # 044-29-8771 & PIN # 044-29-9741 DULLES SQUARE, INC
These parcels are subject to the Conditions of Approval associated with SPEX-1989-0035, Tippy’s Taco House Sterling Square, which was approved by the Board of Supervisors on January 25, 1990. There are no Conditions associated with right-of-way dedication.

Proffer Information – Construction and Cash in Lieu:
There are no proffers or conditions that provide for construction or cash in lieu payments specifically for the Moran Road overpass.

Proffer Information – Cash Contributions:
There are no proffers or conditions that provide cash contributions specifically for the Moran Road overpass.

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: Moran Road (Item #44)

Segment Location: Glenn Drive to Davis Drive

Category: Missing Link

Estimated Cost: $1,328,400

Funding Options: This segment of Moran Road/Cedar Green Road is fully funded by fund balance and debt financing as part of the Belfort Area Improvement project.

Summary

Right-of-Way: Right-of-way dedication consisting of 45’ from the existing centerline of Route 775 has been proffered by ZMAP-1986-0046, Schwald and Lerner Sterling Business Park. The proffered right-of-way has not been triggered for dedication. The remaining right-of-way has not been proffered.

Construction: Construction of ½ section of Route 775 extended has been proffered by ZMAP-1986-0046, Schwald and Lerner Sterling Business Park. The proffered road improvements have not been triggered for dedication.

Funding Sources: This segment of Moran Road/Cedar Green Road is fully funded by fund balance and debt financing. The owner will owe a one time cash in lieu of construction contribution $393,653 prior to site plan approval for Lot 13.

Current Status: The Belfort Area Improvement Project will construct this segment of Cedar Green Road as an urban four lane undivided roadway.

VDOT has contracted with Dewberry to design and construct the Belfort Area Road Improvements. The VDOT project number for this project is 0028-053-010, P-101, R-201, C-501. Construction is anticipated to begin in 1stQ 2014 and anticipated to be complete 4thQ 2014.
SEGMENT # 44: MORAN ROAD (GLENN DRIVE TO DAVIS DRIVE)

PROFFER 1(A) PROVIDES ROW DEDICATION OF 45’ FROM EX. CENTERLINE OF ROUTE 775 UPON REQUESTOF LOUDOUN COUNTY OR VDOT.
PROFFER 1(A)(I) PROVIDES CONSTRUCTION OF ROUTE 775 EXTENDED UPON SITE PLAN APPROVAL FOR LOT 13 OR AS DIRECTED BY THE COUNTY. TO DATE, NO SITE PLANS HAVE BEEN APPROVED FOR LOT 13; THEREFORE ROUTE 775 EXTENDED HAS NOT BEEN CONSTRUCTED.
PROFFER 1(A)(II) PROVIDES THAT IF THE OWNER HAS NOT BEEN DIRECTED TO CONSTRUCT THE PROFFERED ROAD IMPROVEMENTS WITHIN A THREE YEAR TIME PERIOD, A CASH CONTRIBUTION OF $677,900 IS DUE. ZCOR-2027-0138 DETERMINED THAT $393,653 IS DUE TO LOUDOUN COUNTY PRIOR TO SITE PLAN APPROVAL FOR LOT 13 SINCE VDOT CONSTRUCTED THE DAVIS DRIVE EXTENSION.
Proffer/Condition Analysis

ROW Status:
PIN # 032-25-5420, N CHEROK LLC
This parcel is not subject to any proffers or conditions.

PIN # 032-15-5119, F P STERLING PARK LAND LLC, c/o FIRST POTOMAC REALTY TRUST
This property is subject to the proffers of Schwald and Lerner Sterling Business Park, ZMAP 1986-0046, which was approved concurrently with Sterling Park Business Centers Mods, ZMAP 1987-0009, by the Board of Supervisors on July 18, 1988. Pursuant to Proffer 1 (a), upon request by Loudoun County or VDOT, the Owner shall dedicate the right-of-way necessary to construct Route 775 extended pursuant to Exhibit “A. Exhibit A is provided as Attachment 1 and provides for 45’ of right-of-way dedication from the existing centerline of Route 775.

2. Transportation. (a) Glenn Drive Extended, Route 775 Extended and Davis Drive Extended. When requested by the County and/or the Virginia Department of Transportation (“VDOT”), the Owner shall dedicate the right-of-way necessary to construct the road improvements on Lot 13 in substantial conformance with Exhibit "A". The Owner shall participate in the construction of the road improvements in substantial conformance with Exhibit "A" as follows:

Proffer Information – Construction and Cash in Lieu:
• Schwald and Lerner Sterling Business Park, ZMAP 1986-0046, Proffer 1 (a)(i) provides for construction of Route 775 extended pursuant to Exhibit A upon site plan approval for Lot 13 or as directed by the County. The cost of such improvements shall not exceed $367,000, as adjusted by the percent in the Engineering News Record Twenty Cities Construction Cost Index. To date, no site plans have been approved for Lot 13 nor has the County directed the Owner to construct Glenn Drive, therefore, Glenn Drive extended has not been constructed.

1a i) Upon site plan approval for Lot 13 as shown on the Concept Development Plan, the Owner shall construct a portion of the public road improvements to Route 775 extended, Glenn Drive extended or Davis Drive extended, or any combination thereof, in substantial conformance with Exhibit "A" as directed by the County and subject to VDOT approval. Such improvements shall be constructed either
on-site or off-site subject to the provisions of subparagraph 1(a) (iii) below. The cost of such improvements to the Owner shall not exceed $367,900. This amount shall increase or decrease by a percentage equal to the percentage increase or decrease in the Engineering News Record Twenty Cities Construction Cost Index. The base period for such index shall be the year and month when this application is approved, with the cost adjusted as of the date of construction but no later than three years after the approval date of this rezoning application. In the event such index should not be published for as long as this proffer is in force, a comparable publication, acceptable to both the County and the Owner, will be used.

Proffer 1 (a) (ii) provides that the County may choose not to direct the construction of the transportation improvements at site plan approval for lot 13 and states that the owner shall remain obligated to construct the improvements as directed by the County for a period of three years commencing upon the rezoning approval date, 7/18/88. If the owner has not been directed to construct the transportation improvements within the specified three year time frame, the Owner shall contribute $367,900 (plus the Engineering News Twenty Cities Construction Cost Index adjustment) no later than three years form the rezoning date.

(ii) The County may choose not to direct construction of such improvements at the time of site plan approval for Lot 13. The Owner shall remain obligated to construct the improvements as directed by the County for a period of three years commencing upon the approval date of this rezoning application. If the owner has not been directed to construct the improvements within the time frame specified in the immediately preceding sentence, the Owner shall contribute $367,900, adjusted in accordance with subparagraph above to the date of such contribution but no later than three years after the approval date of this rezoning application, to an escrow fund administered by the County to be used for the construction of road improvements adjacent to Lot 13 in substantial conformance with Exhibit "A".
Pursuant to Proffer 1.(d), of ZMAP-1986-0046, in the event that any of the public road improvements shown on Exhibit “A” have been constructed by others, the Owner, at the time of site plan approval for Lot 13, shall provide a cash equivalent contribution not to exceed $367,900 adjusted pursuant to Proffer 1(a) (i). Said cash contribution shall be made no later than three years after the approval date of ZMAP-1988-0048. ZMAP-1986-0046 was approved on 07/18/88. The obligation to construct the transportation improvements expired on 7/18/91. To date, no site plans have been approved for Lot 13 and no funds have been contributed towards this proffer fund.

A Zoning Determination, ZCOR-2007-0138, issued on July 2, 2007, determined that a cash contribution of $393,653 will be due by the Owner prior to site plan approval for Lot 13. In 2005, VDOT constructed the Davis Drive extension (VDOT Project #868-053-301); the cost of construction was $700,585. Since the cost of construction exceeds the maximum cash equivalent contribution of $393,653, which is comprised of $367,900, plus the Engineering News Twenty Cities Construction Cost Index adjustment of $25,753, the owner will owe Loudoun County $393,653 prior to site plan approval for Lot 13.

d.) Construction by Others. In the event that any of the public road improvements shown on Exhibit “A” have already been constructed and paid for by others, at the time of site plan approval for Lot 13, the owner shall provide the County with a cash equivalent contribution in an amount equal to the cost of such improvements constructed and paid for by others; provided, however, that the amount of such contribution shall not exceed $367,900, adjusted in accordance with subparagraph 1(a) (i) above to the date of such contribution but no later than three years after the approval date of this rezoning application, and the amount that may be contributed to the escrow fund under subparagraph 1(a) (ii) above shall be reduced by any amount contributed pursuant to this subparagraph 1(d).

Proffer Information – Cash Contributions:
There are no cash contributions for this segment of Cedar Green Road.

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ATTACHMENT 1

EXHIBIT A OF ZMAP-1986-0046
Name of Segment: Moran Road (Item #45)

Segment Location: Glenn Drive to Shaw Road

Category: Bottleneck

Estimated Cost: $1,080,000

Funding Options: This segment of Moran Road/Cedar Green Road is fully funded in the FY 2014 Adopted Capital Improvement Program by $1M of fund balance and $8M of debt financing as part of the Belfort Area Improvement project.

Summary

Right-of-Way: Right-of-way for portions of this segment of Moran Road (also referred to as Cedar Green Road) have been proffered by ZMAP-1993-0006, Guilford Station Business Park and ZMAP-2008-0001, Schmitz Industrial Park. There are no proffers that provide for the remaining right-of-way. The proffered right-of-way has not been triggered for dedication. County staff is currently working with VDOT project staff to identify proffered road segments for these improvements and will be issuing determinations to request right-of-way.

Construction: Construction of portions of this segment of Cedar Green Road have been proffered by ZMAP-1993-0006, Guilford Station Business Park and ZMAP-2008-0001, Schmitz Industrial Park. The proffered road improvements have not been triggered for construction.

Funding Sources: This segment of Cedar Green Road is fully funded by fund balance and debt financing. Additional cash in lieu of construction contributions will be due from ZMAP-1993-0006, Guilford Station Business Park and ZMAP-2008-0001, Schmitz Industrial Park, upon the completion of the Belfort Area Improvement project.

Current Status: The Belfort Area Improvement Project will construct this segment of Cedar Green Road as an urban four lane undivided roadway.

VDOT has contracted with Dewberry through the Route 28 PPTA contract to design and construct the Belfort Area Road Improvements. The VDOT project number for this project is 0028-053-010, P-101, R-201, C-501. Construction is anticipated to begin in 1stQ 2014 and anticipated to be complete 4thQ 2014.
Proffer/Condition Analysis

ROW Status:
PIN #044-10-6293, SHIRLEY W CLAY
This parcel is subject to the proffers associated with ZMAP-1993-0006, Guilford Station Business Park, which was approved by the Board of Supervisors on December 21, 1994. Pursuant to sheet 3 of 3 of the approved Concept Development Plan and Proffer III.4. of ZMAP-1993-0006, prior to site plan approval, the Applicant shall dedicate right-of-way for the widening of Cedar Green Road (also referred to as Moran Road) as follows: 35’ from the original right-of-way centerline and 45’ from the original right-of-way centerline for a distance 225’ north along Shaw Road and east of Cedar Green Road measured from the centerline intersection point of those two roadways. If the County requests earlier dedication of the right-of-way, the Applicant shall voluntarily dedicate the right-of-way; however, such dedication shall not require construction plan approval and/or bonding earlier than would have been required under these proffers.

III. TRANSPORTATION
4. Right of Way Dedication - Applicants shall dedicate ROW for the widening of Shaw and Cedar Green Roads, as follows: 35' from the original ROW centerline for those roadways except that for a distance of 225' north along Shaw Road and east along Cedar Green Road, measured from the centerline intersection point of those two roadways, the distance will increase to 45' from original ROW centerline. Such dedications will be made at no public cost. The dedications for a specific lot or lots must occur prior to final site plan approval for such lots. Should the County request the earlier dedication of certain right-of-ways, it will voluntarily be made; however, such dedication shall not require construction plan approval and/or bonding earlier than would have been required under these proffers.

To date, no site plan applications have been filed on PIN #044-10-6293; therefore no right-of-way has been dedicated nor has advance right-of-way dedication been requested by the County. This portion of Cedar Green Road is included in VDOT’s Belfort Area Road Improvement project. Right-of-way acquisition is anticipated to begin in 4Q 2013.

PIN #044-20-8204, KWOK, TONY & LYANNA R/S
This parcel is not subject to any proffers or conditions. A record plat, SBRD-2001-0096, which was recorded in Plat Cabinet G Slot 77 Pages 4 & 5 on December 18, 2002, processed right-of-way dedication consisting of 5,315 SF resulting in right-of-way of 35’ from the existing centerline along Cedar Green Road.

PIN #044-20-9007, LAY, JAMES H & HIEN & SOUBUN L HAY
This parcel is not subject to any proffers or conditions. A record plat, SBRD-2001-0096, which was recorded in Plat Cabinet G Slot 77 Pages 4 & 5 on December 18, 2002, processed right-of-way dedication consisting of 5,315 SF resulting in right-of-way of 35’ from the existing centerline along Cedar Green Road.
PIN #044-20-9810, RATTANA, DAMRONGDETH & MANIVONE
This parcel is not subject to any proffers or conditions. A record plat, SBRD-2001-0096, which was recorded in Plat Cabinet G Slot 77 Pages 4 & 5 on December 18, 2002, processed right-of-way dedication consisting of 5,315 SF resulting in right-of-way of 35' from the existing centerline along Cedar Green Road.

PIN 032-25-0712, SANCHEZ, ALFONSO H
This parcel is not subject to any proffers or conditions. A record plat, SBRD-2001-0096, which was recorded in Plat Cabinet G Slot 77 Pages 4 & 5 on December 18, 2002, processed right-of-way dedication consisting of 5,315 SF resulting in right-of-way of 35' from the existing centerline along Cedar Green Road.

PIN #044-10-9177, #032-15-0581 & #032-15-3041, ALBERT G. SCHMITZ JR.
This property is subject to the proffers associated with Schmitz Industrial Park, ZMAP 2008-0001 and the Conditions of Approval associated with SPEX 2008-0001, which were approved by the Board of Supervisors on June 7, 2011. Pursuant to Proffer IV.A.3 and the approved CDP, in conjunction with and as part of any development pursuant to the first site plan or record plat on any areas east of PIN #044-10-7257, the Owner shall dedicate sufficient right-of-way and necessary easements to accommodate a 6 foot sidewalk and half of an urban four lane undivided roadway as depicted on the approved CDP.

3. Cedar Green Road – The Owner shall dedicate such portion of the Property as is necessary and sufficient to accommodate right-of-way for roadway and the sidewalk described below, including grading, storm drainage, and construction easements, for, and shall construct or bond for construction the southern half of Cedar Green Road adjacent to the Property as an urban four lane (with curb and gutter) undivided section as depicted on the CDP. Such dedication, easements, and construction or bonding for construction shall occur in conjunction with and as part of any development pursuant to the first site plan or record plat (whichever is first to occur) of any areas east of PIN #044-10-7257. Concurrently with construction of the southern portion of Cedar Green Road, the Owner shall construct a 6-foot wide sidewalk adjacent to Cedar Green Road along the frontage of PIN #s 044-10-9177 and 032-15-0581. Such sidewalk shall be located completely within the VDOT right-of-way and will be constructed in accordance with all applicable VDOT standards.

Pursuant to Proffer IV.B., advance dedication of the proffered right-of-way shall occur at the request of Loudoun County if others have prepared the construction plans and profiles.

B. Advance Right-of-Way Dedication

Notwithstanding the foregoing, dedication of the rights-of-way and easements referenced in IV.A shall occur at the request of Loudoun County in advance of development of the Property if others have prepared construction plans and profiles consistent with the CDP and require dedication in order to commence construction, and provided the Owner shall not be obligated to incur costs or post bonds with Loudoun County in connection with such advance dedication.

To date, no site plans or record plats have been approved for these parcels; therefore, the right-of-way has not been dedicated. This portion of Cedar Green Road is included in VDOT’s Belfort Area Road Improvement project. Right-of-way acquisition is anticipated to begin in 4Q 2013.
PIN # 044-10-6480, OLD STERLING CORNER LLC
This parcel is not subject to any proffers or conditions. This parcel has been platted as Lot 18 on the Plat of the Sterling Park Subdivision as recorded in Liber 12C, Folio 408 ½.

Proffer Information – Construction and Cash in Lieu:
- Guilford Station Business Park, ZMAP-1993-0006, Proffer III.5. provides that the Applicant shall construct ½ of a U-4 urban minor collector with road frontage improvements resulting in 26’ of roadway from the road’s ultimate centerline to the face of curb. An additional 12’ of pavement shall be provided at a point 225' east along Cedar Green Road measured from the intersection of Cedar Green Road and Shaw Road.

5. Public Road Improvements - The applicants shall construct and provide performance guarantee for all public roadway improvements in accordance with the requirements of the Land Subdivision And Development Ordinance and Virginia Dept. of Transportation standards in effect at the time of development. Such improvements will consist of the following. The additional improvements so as to provide 1/2 of a U-4 urban minor collector as defined in the Old Sterling Small Area Management Plan. Thus, such frontage improvements will result in 26' of roadway from the road's ultimate centerline to the face of curb, except that, for a distance of 225' north along Shaw Road and 225' east along Cedar Green Road, measured from the centerline intersection point of those two roadways, an additional 12' of pavement or appropriate transition will be provided to accommodate future turn lanes at the intersection of those roadways.

Proffer III.8 requires that, in the event the improvements outlined in proffer 5 are constructed by someone other than the owners, the owner shall make a cash contribution equivalent to $50 per linear foot of road frontage, as escalated yearly by the Consumer Price Index. Said contribution shall be made prior to issuance of zoning permit for each new nonresidential building on the property.

8. The developers will make a cash contribution for regional road improvements. The amount of these cash contributions will be $1.50 persquare foot of non-residential building area. Contributions shall escalate on a yearly basis from the base year of 1994 and change effective each January 1 thereafter, based on the Consumer Price Index ("CPI"). Said contribution shall be paid prior to the issuance of a zoning permit for each new nonresidential building located on the property. Such contributions may be used by the County within a three mile radius of the site for regional road improvements. However, priority of use for these funds should be for signalization of the Shaw Road/Church Road intersection and/or improvements to the Church Road/Route 28 intersection.
In addition to the above, if the frontage improvements outlined in paragraph 5 are made by someone other than the owners of the property which is the subject of this rezoning, a cash contribution, equivalent to $50/LF of frontage, will be made. Such contributions shall escalate on a yearly basis from the base year of 1994 and change effective each January 1 thereafter, based on the Consumer Price Index ("CPI"). Said contribution shall be paid prior to the issuance of a zoning permit for each new non-residential building located on the property.

To date, the road improvements have not been constructed by others; therefore, the cash in lieu of construction contribution has not been paid. Said contribution will be due upon completion of the improvements provided by the Belfort Area Improvement project.

- ZMAP-2008-0001, Schmitz Industrial Park, Proffer IV.A.3 provides that the Owner shall construct or bond for construction the southern half of Cedar Green Road adjacent to the Property as an urban four lane (with curb and gutter) undivided section as depicted on the CDP. These improvements shall occur in conjunction with and as part of any development pursuant to the first site plan or record plat east of PIN #044-10-7257, whichever is first in time. To date, no site plans or record plats have been approved for this parcel; therefore, the proffered improvements have not been constructed.

This segment of Cedar Green Road is included in the Belfort Area Road Improvement project. The project will construct this segment of Cedar Green Road as a four lane undivided section of roadway. Construction is anticipated to begin in 1Q 2014.

3. Cedar Green Road – The Owner shall dedicate such portion of the Property as is necessary and sufficient to accommodate right-of-way for roadway and the sidewalk described below, including grading, storm drainage, and construction easements, for, and shall construct or bond for construction the southern half of Cedar Green Road adjacent to the Property as an urban four lane (with curb and gutter) undivided section as depicted on the CDP. Such dedication, easements, and construction or bonding for construction shall occur in conjunction with and as part of any development pursuant to the first site plan or record plat (whichever is first to occur) of any areas east of PIN # 044-10-7257. Concurrently with construction of the southern portion of Cedar Green Road, the Owner shall construct a 6-foot wide sidewalk adjacent to Cedar Green Road along the frontage of PIN #s 044-10-9177 and 032-15-0581. Such sidewalk shall be located completely within the VDOT right-of-way and will be constructed in accordance with all applicable VDOT standards.

Proffer IV.C provides that, in the event the improvements proffered in IV.A. are constructed by others, the Owner shall contribute an amount equivalent to the verified actual cost of said improvements to Loudoun County at the time as the Owner would have been obligated to construct such improvements. To date, no site plans or record plats have been approved for this parcel; therefore, the cash contribution has not been made.
C. Contributions in Lieu of Construction

In the event that the improvements proffered in IV.A above are constructed by others, the Owner shall contribute to Loudoun County an amount equivalent to the verified actual cost of said improvements. Such cost of construction shall be deemed to include all design, engineering, surveying, bonding, permit fees, utility relocation, and other hard costs of construction. Such contribution(s) shall be paid to Loudoun County at the same time as the Owner would have been obligated to construct such improvement(s) under the terms of these proffers, or, at such later time as such verified costs are available. Such cash contributions may be used by the County in its discretion for roadway or transportation improvements in the vicinity of the Property.

To date, the road improvements have not been constructed by others; therefore, the cash in lieu of construction contribution has not been paid. Said contribution will be due upon completion of the improvements provided by the Belfort Area Improvement project.

Proffer Information – Cash Contributions:
There are no cash contributions for this segment of Cedar Green Road.

Disclaimer:
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Name of Segment: Moran Road (Item #46)

Segment Location: Lockridge Road to Bridge over Route 28

Category: Bottleneck

Estimated Cost: $7,965,000

Funding Options: $273,360.99 (LMIS sequence #099041865) is potentially available for improvement to this segment of Route 634.

Summary

Right-of-Way: Some parcels along Moran Road have proffered right-of-way dedication. Portions of the right-of-way has been dedicated as the triggers have been met and development has occurred; there are parcels that have outstanding right-of-way dedication.

Construction: Various parcels along Moran Road have proffered roadway improvements. Segments of Moran Road have been constructed when the triggers have been met and development has occurred. There are still parcels containing outstanding construction proffers.

Funding Sources: $273,360.99 (LMIS sequence #099041865) is potentially available for improvement to this segment of Route 634.

Current Status: There is no activity on this road segment. A funding source would have to be identified to move this project forward.
Proffer/Condition Analysis

ROW Status:
PIN # 044-28-5198, A O L INC

This parcel is subject to the Proffers of Eastport, ZMAP 1998-0007, Conditions of Approval associated with SPEX-1999-0004 and ZMOD-1999-0002 and as clarified by The Letter of Clarification dated June 22, 2000, which were approved by the Board of Supervisors on July 24, 1998. This application contains proffers relating to right-of-way dedication for Moran Road and is broken down into 3 segments, “Moran Road West Access”, “Moran Road Realigned (on-site)” and “Moran Road East. Moran Road West Access refers the segment west from the Pacific Boulevard intersection to Route 789 (Lockridge Road). Moran Road Realigned (on-site) refers to the segment of existing Moran Road located east of the Project Spine Road which will be realigned to create a “T” intersection with the Project Spine Road and Pacific Boulevard. Moran Road East is understood to be a new roadway located generally east of the future intersection with Project Spine Road/Pacific Boulevard and to cross over Route 28 to the east.

Pursuant to Proffer VII.A., prior to approval of the first record plat or site plan for any land abutting the proffered right-of-way and upon request by the County, the Applicant shall dedicate the necessary right-of-way to construct on-site public roadways per the approved CDP. Should the County request early dedication of right-of-way, such dedication shall not require construction plan approval.

VII. TRANSPORTATION:
A. General:

1) Applicant shall dedicate to the County the right-of-way necessary to construct on-site public roadways as described herein. Dedication shall occur at the time of approval of the first record plat or the 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. The Applicant shall dedicate right-of-way owned by the Applicant for on-site transportation improvements upon request by the County and at no cost to 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” is intended to mean constructed or bonded for construction and does not necessitate acceptance into the VDOT system.

Proffer VII.B. provides the “Transportation Phasing Plan for Eastport” and outlines the timing of on-site and off-site road improvements necessary to accommodate the development of ZMAP-1998-0007. The Transportation Phasing Plan is included as Attachment 1. If chosen, Phase II
Access Scenario A would require right-of-way dedication sufficient to upgrade Route 634 west from the Pacific Boulevard intersection to Route 789 (Lockridge Road) as a four lane undivided roadway, referred to as Moran Road West Access. Said right-of-way shall be dedicated prior to the issuance of any zoning permit for any (i) by right PD-OP use; or (ii) special exception use made part of SPEX-1999-0004 that causes the development to exceed 496,450 square feet. Proffer VII. F acknowledges that the improvement of Moran Road West Access is identified as the preferred Access and the Applicant shall proceed with this access unless unforeseen conditions necessitate section of a different access alternative. To date, several site plans, construction plans and easement plats have been submitted; however these plans have been placed into inactive status and have not been approved.

B. Phasing:

1. Phasing Plan. On-site and off-site road improvements necessary to accommodate the development anticipated by ZMAP 1998-0007 are outlined in “Transportation Phasing Plan for Eastport”, Exhibit 6 dated March 27, 2000, attached hereto and incorporated herein. The development of Eastport and transportation improvement phasing shall be accomplished as per the Transportation Phasing Plan and Transportation proffers contained herein. The access scenarios found in the Transportation Phasing Plan for Phase II are listed in order of preference, with “A.” being the “Preferred Alternative” and “C” being the “Least Preferred Alternative.”

F. Selection of Phase II Access Scenario

It is recognized that improvement of “Moran Road West Access” as identified in Exhibit 6, “Transportation Phasing Plan” is the “Preferred Access” improvement for Phase II of the Property. The Applicant shall proceed with this access alternative unless unforeseen conditions necessitate the selection of a different access alternative. The cost of constructing the “Preferred Access” improvement is composed of the following three parts:

1. Construction costs (calculated based on the unit pricing used by Loudoun County for bond estimates);
2. Right-of-way acquisition costs; and
3. Unknown costs [such as, but not limited to: environmental mitigation and clean up expenses; regulatory wetlands mitigation and
protection efforts; containment, clean up and removal and disposal of underground storage tanks or other pollution sources; utility relocation expenses and costs related to geologic conditions (e.g. removal of diabase rock, treatment of limestone faults or removal of problematic subgrade composites such as naturally occurring asbestos or uranium ore).]

At the time the Applicant decides to commence the Phase II access to the Property, the Applicant shall calculate the construction costs, as defined above in #1, to complete the improvement of the “Preferred Access” alternative. Said cost estimate shall be submitted to Loudoun County for its review and agreement. If the Applicant identifies any unknown costs, as defined above in #3, during the design phase of the construction project, the Applicant shall document the nature and estimated costs of the unknown conditions and submit this information to the County for its review. Should the estimated costs to address the unknown conditions increase the total construction costs, a combination of #1 and #3 described above, by twenty five (25) percent or more, then the Applicant may proceed to another access alternative. As stated in Proffer #VII.D.4 above, the proposed Lockridge Road alternative is the “Least Preferred” alternative for Phase II access.

Proffer VII.C. further states that the proffered right-of-way dedication of Moran Road Realigned (on-site) shall be 70 feet. Several site plans, construction plans and easement plats have been submitted; however, to date, these plans have been placed into inactive status and have not been approved.

C. Right-of-Way.

1) On Site: The Applicant shall dedicate to the County, as specified below, right-of-way, increased as necessary for turn lanes at intersections, as required by VDOT and the County, for the construction of on-site public roadways in the general location shown on the Plan, Exhibit 1. (Please reference Proffer # VII.A.1).
2) Off-Site: In the event that any roadway improvements proffered by the Applicant are required to be improved and/or upgraded off-site, such improvements shall utilize any or all of the following:
   a) existing right-of-way;
   b) prescriptive easement;
   c) right-of-way obtained by or committed to the County through the land development process, including but not limited to rezonings, subdivisions and site plans, by other land owners and made available to the Applicant at no cost; and/or
   d) right-of-way acquired pursuant to Proffer #VII.A.6 and Proffer #VII.A.7, above.

The right-of-way widths for off-site roadway improvements shall be as shown in the County Plans.

3) Roadway Specific Right-of-Way Widths, as shown on the Plan:

   - Project Spine Road: up to 70 feet*
   - Pacific Boulevard: 110 feet
   - Moran Road Realigned (on site)**: 70 feet

* as shall be determined in conjunction with review and approval of the preliminary subdivision plat for the Property.

** "Moran Road Realigned (on site)" shall refer to that segment of existing Moran Road, located east of the Project Spine Road, which will be realigned to create a "T- intersection" with the Project Spine Road north of the future intersection with Pacific Boulevard and shall serve only the southern portion of Land Bay "B" of the Property and parcels identified at MCPI #044-29-4626 and MCPI #044-19-3197 in the form of a cul-de-sac.

Said right-of-way for each roadway shall be increased as necessary for turn lanes at intersections, as required by VDOT and the County.

Proffer VII. H, as clarified, provides that the Applicant shall reserve land area sufficient to accommodate the planned configuration of Moran Road East to be consistent with the County Wide Transportation Plan (CTP). Such reservation shall be valid for a period of twenty years from the date of approval of ZMAP-1998-0007. ZMAP-1998-0007 was approved by the Board of Supervisors on July 24, 1998. Upon mutual consent of the Applicant and the county, this reservation period may be extended. The Applicant shall notify the county at least six months prior to expiration of said 20 year validity period. If the Applicant fails to provide written notice the Board of Supervisors six months in advance of expiration, the twenty year validity period shall not expire. Should neither the County nor VDOT request dedication, the reservation shall become null and void. A Zoning Determination, ZCOR-2012-0110, which was issued on July 17, 2012, confirmed that a VDOT Waiver Exhibit, which provided geometry for Moran Road Realigned, is in substantial conformance with the approved CDP; however, staff could not locate a recorded right-of-way reservation.
5. **Clarifying Amendment to Proffer #VII.H.**

*Future Planned Moran Road East*

The Applicant shall reserve land area, as shown on the Plan, sufficient for the realignment and reconstruction by others of the Project Spine Road as may be necessary to accommodate the planned configuration of Moran Road East, as well as the future alignment and construction by others of Moran Road East to be consistent with the Countywide Transportation Plan (CTP) and the Old Sterling Small Area Plan (OSSA). Moran Road East is understood to be a new roadway which is shown in the CTP and the OSSA to be located generally east of the future intersection of the Project Spine Road and Pacific Boulevard and to cross over Route 28 to the east. Such reservation shall be valid for a period of twenty (20) years from the date of approval of this application. Upon mutual consent of the Applicant and the County such reservation may be extended. The Applicant shall notify the County in writing at least six (6) months prior to the expiration of such twenty (20) year period, or subsequent extension period. This reservation shall become null and void should neither the County nor VDOT request dedication. Otherwise, the area shall be reserved for dedication to the County or VDOT upon request at no cost to the County or VDOT. The Applicant shall provide written notice to the Board of Supervisors six (6) months in advance of the expiration date of the twenty (20) year. Should the Applicant fail to provide such written notice the twenty (20) year validity period shall not expire.

**H. Future Project Spine Road Realignment**

The Applicant shall reserve land area, as shown on the Plan, sufficient for the future potential realignment and reconstruction by others of the Project Spine Road as may be necessary to accommodate the planned configuration of Moran Road East, as well as the future alignment and construction by others of Moran Road East to be consistent with the Countywide Transportation Plan (CTP) and the Old Sterling Small Area Plan (OSSA). Moran Road East is understood to be a new roadway which is shown in the CTP and the OSSA to be located generally east of the future intersection of the Project Spine Road and Pacific Boulevard and to cross over Route 28 to the east. Such reservation shall be valid for a period of fifteen (15) years from the date of approval of this application. Upon mutual consent of the Applicant and the County such reservation may be extended. The Applicant shall notify the County in writing at least six (6) months prior to the expiration of such fifteen (15) year period, or subsequent extension period. This reservation shall become null and void should neither the County nor VDOT request dedication. Otherwise, the area shall be reserved for dedication to the County or VDOT upon request at no cost to the County or VDOT. The Applicant shall provide written notice to the Board of Supervisors six (6) months in advance of the expiration date of the ten (10) year period. Should the Applicant fail to provide such written notice the ten (10) year validity period shall not expire.
PIN # 044-17-9478, BOSTON PROPERTIES LMTD PARTNERSHIP
This parcel is not subject to any proffers or conditions.

PIN # 044-17-6862, N U H A ASSOCIATES
This parcel is not subject to any proffers or conditions.

PIN # 044-17-4648, VERISIGN INFORMATION SERVICES INC
This parcel is subject to the Conditions of Approval associated with Broad Run Business Center, SPEX-1991-0008 which was approved by the Board of Supervisors on August 6, 1991. There are no conditions related to right-of-way dedication. A plat titled “Consolidation & Record Plat of Broad Run Business Center, Phase 1”, which was recorded in Plat Cabinet A Slot 289 Pages 2-5 on April 13, 1991, processed right-of-way dedication consisting of 228,775 SF or 5.25195 acres along Moran Road and Broderick Drive.

PIN # 044-16-4587, CONDOMINIUM COMMON ELEMENT, BROAD RUN PROFESSIONAL CONOMINIUM
This parcel is subject to the Conditions of Approval associated with Broad Run Business Center Lot 4, SPEX-2005-0057, which was approved by the Board of Supervisors on July 11, 2006. There are no conditions related to right-of-way dedication.

PIN # 045-46-1856, CONDOMINIUM COMMON ELEMENT, PROSPECT BUSINES CONDOMINIUM
This property is subject to the Proffers of Prospect Business Center, ZMAP-2005-0027, which was approved by the Board of Supervisors on December 13, 2005. There are no proffers related to right-of-way dedication. The existing right-of-way was dedicated by a Deed of Subdivision which was recorded in Deed Book 721 Page 547 and Highway Plat Book 16 Page 139.

PIN # 045-45-9854, ACACIA LANE INVESTMENTS LLC
This parcel is subject to the Conditions of Approval associated with Penske Truck Rental, SPEX-2013-0003, which was approved by the Board of Supervisors on May 8, 2013. There are no conditions related to right-of-way dedication.

PIN # 045-45-8114, MORAN ROAD PARTNERS LLC
This parcel is subject to the Proffers associated with Project Columbia, ZMAP-2011-0002, and the Conditions of Approval associated with SPEX-2011-0004 and SPEX-2011-0005, which were approved by the Board of Supervisors on July 19, 2011. Pursuant to Proffer VII., prior to the first site plan approval, the Applicant shall reserve a 10’ wide area along the frontage of Moran Road for future dedication. Said reservation may be adjusted with County Approval at the time of site plan approval to provide 35’ measured from the centerline of Moran Road. A boundary line adjustment plat, BLAD-2011-0036, which was recorded by Instrument #20111222-0080696 on December 22, 2011, reserved area consisting of 11.25’ from the existing property line. This reservation area shall be dedicated at any time upon written request by the County.
VII. RESERVATION

Prior to the first site plan approval, the applicant shall reserve for future dedication to the County the ten (10) foot wide portion of the Property along the Moran Road frontage in the location shown on Sheet 5 of the Concept Development Plan and labeled as “Prop. 10’ R/W Reservation” to accommodate the future widening of Moran Road. The width of the reservation area may be adjusted with County approval at the time of site plan review, if necessary, to accommodate any additional land area needed to provide one-half (35 feet measured from the centerline of Moran Road) of a four-lane undivided road section across the entire property frontage and/or to accommodate any sidewalk located outside the proposed right-of-way reservation depicted on Sheet 5 of the Concept Development Plan. Such reservation shall occur by recordation of a Deed of Reservation in a form approved by the County in conjunction with the approval of the first site plan. The area so reserved shall be dedicated to the County at no public cost upon the written request of the County at any time. The Applicant shall keep this reservation area free from all permanent structures except for the existing utility lines, the proposed sidewalk, and any new utility lines that cross the reservation area approximately perpendicular to the reservation area.

PIN #045-35-7898, MOORE, REUBEN W JR & SUSAN A
This parcel is not subject to any proffers or conditions.

PIN #045-35-7178, 1506 MORAN LLC
This parcel is subject to the Proffers associated with Four Corners Industrial Park, ZRTD-2013-which was approved by the Board of Supervisors on September 11, 2013. There are no proffers related to right-of-way dedication.

PIN #045-35-2692 FR RANDOLPH DRIVE LLC, and PIN #063-30-8859, ALL DULLES AREA MUSLIM SOCIETY
These parcels is subject to the Proffers associated with Evans-Cockerille, ZMAP-1986-0019, which was approved by the Board of Supervisors on September 21, 1987. PIN #045-35-2692 is also subject to the Proffers associated with Broad Run Business Center Phase IIIA, Lot J1A, ZRTD-2012-0006, which was approved by the Board of Supervisors on November 13, 2012. Pursuant to Proffers II. 2. B & C, prior to subdivision or site plan approval upon written request from Loudoun County, the Applicant shall dedicate 35’ from the existing centerline of Route 634. A plat titled “Preliminary/Record Plat Showing a Subdivision of Parcel “J” Broad Run Business Center”, which was recorded in Plat Cabinet B Slot 779 Pages 1-3 on September 9, 1997 processed right of way dedication of 59’ from the centerline along PIN#045-35-2692 and 47’ from the centerline along PIN#063-30-8859.

II. 2. B) For Route 634:

The applicant will dedicate 35 feet from the existing centerline, across the frontage of the property at the time of record plat approval of the first subdivision or final approval of first site plan for abutting land, whichever is first in time. The applicant will construct within said right-of-way, full
frontage improvements, with the face of curb set 26 feet from the existing centerline. Simultaneously, the applicant will continue the improvements described above, west to Route 789, if offsite right-of-way and/or easements are made available at no cost to the applicant.

In the event that offsite right-of-way is not made available at no cost to the applicant, the applicant shall continue the improvements within the existing right-of-way, if requested by Loudoun County or the Virginia Department of Transportation.

C) The applicant agrees to dedicate the onsite right of way, described in A & B above prior to subdivision or site plan approval upon receipt of a written request from Loudoun County.

PIN # 067-37-9924, DULLES INTERNATIONAL AIRPORT
There are no proffers or conditions for right-of-way dedication.

PIN # 063-30-8917, HIMES & HIMES L LLC
There are no proffers or conditions for right-of-way dedication. The existing right-of-way was processed by a plat titled “Plat Showing Moran Subdivision which was recorded in Deed Book 968 Page 779 on November 17, 1987.

PIN # 045-35-2429, HERCULES VENTURES LC
There are no proffers or conditions for right-of-way dedication. A plat titled “Plat Showing Moran Subdivision, which was recorded in Deed Book 968 Page 779 on November 17, 1987, processed right-of-way dedication consisting of 10’ from the property line resulting in right-of-way 35’ from the existing centerline of Moran Road.

PIN # 045-35-8110, DCT DULLES PHASE II LLC
There are no proffers or conditions for right-of-way dedication.

PIN # 045-36-4163-001, U.S.A. WASTE OF VIRGINIA INC % WASTE MANAGEMENT
This parcel is subject to the Conditions of Approval associated with Special Exception application SPEX-1995-0026, Gateway to the World – Metro Recycling, which was approved by the Board of Supervisors on July 25, 1996 and ZCON-2001-0001/ SPEX-2001-0013, Gateway to the World – Sterling Material Recovery Facility, which as approved by the Board of Supervisors on March 18, 2002. Pursuant to Conation 1 of SPEX-2001-0013, unless stated otherwise, all conditions of approval associated with SPEX-1995-0026 remain in effect.

1. Unless otherwise stated in these conditions all conditions of approval under SPEX 1995-0026 still apply to this site.

Pursuant to Condition 4 of SPEX-1995-0026, the Applicant shall dedicate right-of-way of 35’ from the centerline of Moran Road to accommodate a U-4 roadway. A plat titled “10’ Right-of-Way Dedication on the Property of USA Waste of Virginia, Inc.”, which was recorded in Plat Cabinet E Slot 209 Pages 4 & 5 on December 11, 1998, processed right-of-way dedication of 10’ from the property line resulting in right-of-way of 35’ from the centerline of Moran Road.
4. The applicant shall dedicate right-of-way thirty-five (35') feet from the centerline of Moran Road (Route 634) and construct full frontage road improvements consistent with a U-4 road section (four (4) lane undivided road). The face of curb will be located 26 feet from the center line of Moran Road. The full frontage road improvements will be constructed in two phases. Phase 1 improvements will extend form the south property line of the subject parcel up to and including the entrance to the project. The entrance will be constructed to VDOT commercial entrance standards. Phase 1 improvements will be bonded at the time of site plan approval and constructed within one (1) year of site plan approval. Phase 2 will consist of the remainder of the full frontage road improvements extending to the north property line of subject parcel. Phase 2 improvements will be bonded and constructed within three (3) years of site plan approval.

PIN #045-46-4925, 1501 MORAN ROAD LLC & PIN #045-46-6536, CU-SOL VA LLC

These parcels are subject to the Conditions of Approval associated with 1501 Moran Road, SPEX-2001-0003, which was approved by The Board of Supervisors on December 3, 2001. Pursuant to Condition 2, the Applicant shall dedicate 35 feet from the existing centerline of Moran Road. In addition, pursuant to Condition 3, the Applicant shall dedicate an additional 10 feet, 45 feet total, for a distance of 225 feet, or to the property boundary, on either side of the future entrances opposite Acacia Lane and Broderick Drive. Said dedication shall be made prior to site plan approval for any office uses exceeding the 49% allowed under by-right zoning.

A site plan, STPL-2004-0019, which was approved on July 7, 2004 for PIN#045-46-6536, approved 35,439 SF of office use. This square footage is under the condition trigger of 49% allowed by right; therefore, the right-of-way has not been triggered or dedicated.

An active site plan, STPL-2013-0041, if approved, provides right-of-way dedication of 35’ from the existing centerline of Moran Road and road frontage improvements to accommodate a U4 section of Moran Road as described in the Countywide Transportation Plan. This right-of-way dedication is not pursuant to SPEX-2001-0003 as the proposed warehouse use is a by-right use; it is provided pursuant to the Countywide Transportation Plan design for Moran Road.

2. The applicant shall dedicate 35-feet from center line and construct frontage improvements along the site's frontage on Moran Road prior to site plan approval for any office uses exceeding the 49% allowed under by-right zoning. Improvements shall consist of constructing 1/2 section of U4 road 26 feet from centerline to face-of-curb.

3. The applicant shall also dedicate an additional 10 feet for a total of 45-feet from the Moran Road centerline for a distance of 225-feet, or to property boundary, on either side of the future entrances opposite Acacia Lane and Broderick Drive to accommodate future turn lanes. This dedication is to be made prior to site plan approval for any office uses exceeding the 49% allowed under by-right zoning.
PIN # 045-47-2278, SIMMO SYSTEMS LLC
There are no proffers or conditions for right-of-way dedication.

PIN # 044-17-6008, SUPERIOR INVESTMENTS LLC
This parcel is subject to the Proffers associated with Powers Court, ZMAP-1999-0003, which was approved by the Board of Supervisors on October 26, 1999. Pursuant to Proffer 6, the Applicant shall dedicate 35’ of right-of-way from the existing centerline of Moran Road. The proffered dedication shall occur prior to approval of the first site plan. A plat titled “Plat Showing Right-of-Way Dedication and LCSA Waterline Easement and Storm Drainage Easement on the Property of Superior Investments, LLC”, which was recorded in Plat Cabinet G Slot 165 Page 3 on February 5, 2003, processed right-of-way dedication consisting of 7,579 SF or 0.0592 acres along the frontage of Moran Road.

6. Along the Route 634 (Moran Road frontage), the Applicant shall provide full frontage improvements including dedication of right-of-way 35 feet from the roads center line and half section consistent with the required U4 section with the face of curb set 26 feet from centerline. Construction of such frontage improvements shall be required as a condition of first site plan approval on the Property.

PIN # 044-17-8924, ARCHIBALD LLC
This parcel is subject to the findings in the February 5, 2002 staff report associated with Commission Permit and Zoning Conversion, Tag Telecommunication Monopole S 1, CMPT-2001-0007/ZCON-2001-0003 which was approved by the Board of Supervisors on February 5, 2002. There are no findings for right-of-way dedication along Moran Road. A site plan, SPPF-1998-0047, which was submitted on July 20, 1988, provided right-of-way dedication along Moran Road consisting of 10’ from the property line; however, county records indicate that the site plan was never approved and therefore the right-of-way was not recorded. A subsequent site plan amendment, SPAM-2002-0034, provided a right-of-way reservation for future dedication consisting of 10’ form the property line along the frontage of Moran Road. Staff believes that as of the date of this report, the right-of-way has not been dedicated.

PIN # 044-18-1028 & # 044-18-4340 ARCHIBALD LLC
There are no proffers or conditions for right-of-way dedication. Right-of-way dedication consisting of 5’ form the property line along the property frontage of Moran Road, on PIN#044-18-4340, was recorded by Deed Book 821 Page 1879 on March 15, 1983 pursuant to a plat titled “Plat Showing A Portion of the Property of 28-634 Dulles Joint Ventures” which resulted in right-of-way 35’ from the existing centerline of Moran Road. This right-of-way dedication conveyed with each subsequent transfer of the parcel. It is unclear if the County’s online mapping system (WebLogis) shows this dedication.
PIN #045-48-6459, DULLES HIGHPOINT LLC
This parcel is subject to the Proffers associated with Highpoint, ZMAP-1988-0001, which was
approved by the Board of Supervisors on November 21, 1989. There are no proffers or
conditions related to right-of-way dedication for Moran Road.

PIN #044-19-3197, HONG, SEUNG & SIL FAMILY LP ET AL
There are no proffers or conditions for right-of-way dedication.

PIN #044-29-4626, E N V LLC
There are no proffers or conditions for right-of-way dedication.

Proffer Information – Construction and Cash in Lieu:

- Eastport, ZMAP-1998-0007, Proffer VII.B.provides the “Transportation Phasing Plan for
  Eastport” and outlines the on-site and off-site road improvements necessary to
  accommodate the development of ZMAP-1998-0007. The Transportation Phasing Plan
  is attached. Phase I of the Transportation Phasing Plan provides for construction of the
  “T” Intersection between existing Moran Road and the Project Spine Road and
  construction of a cul-de-sac on existing Moran Road prior to the issuance of any zoning
  permit for any (i) by right PD-OP use; or (ii) special exception use pursuant to SPEX-
  1999-0004. If selected, Phase II Access Scenario A requires the Applicant to upgrade
  Moran Road (Route 634) west from the Pacific Boulevard intersection to Route 789
  (Lockridge Road) as a four lane undivided roadway prior to issuance of any zoning
  permit for any (i) by-right PD-OP use; or (ii) special exception use made part of SPEX-
  1999-0004 that causes development on the Property to exceed 496,450 sq.ft. To date, no
  zoning permits have been issued; therefore the trigger has not been met.

B. Phasing:

1. Phasing Plan. On-site and off-site road improvements necessary to
   accommodate the development anticipated by ZMAP 1998-0007 are
   outlined in “Transportation Phasing Plan for Eastport”, Exhibit 6 dated
   March 27, 2000, attached hereto and incorporated herein. The
   development of Eastport and transportation improvement phasing shall be
   accomplished as per the Transportation Phasing Plan and Transportation
   proffers contained herein. The access scenarios found in the
   Transportation Phasing Plan for Phase II are listed in order of preference,
   with “A.” being the “Preferred Alternative” and “C” being the “Least
   Preferred Alternative.”
2. Timing of Phase II. Site plan approval for Phase II development shall not proceed until the earlier of either:

(a) the Commonwealth Transportation Board has awarded the construction contract for both the Route 28/Route 625 interchange and the upgrading of Route 625 to six lanes from Route 28 west to the intersection of Broderick Drive, including the frontage of the Subject Property, or

(b) January 1, 2003, provided that the Applicant has proven to the satisfaction of the County and VDOT that road capacity, equivalent to that provided by the full interchange has been provided by:

(i) other road improvements provided by others, and/or

(ii) one or more of the Phase II alternatives which were not selected, per Proffer #VII.F. listed below, as the means to provide for Phase II access constructed by the Applicant. It is understood that these improvements shall be constructed by the Applicant in addition to the access alternative selected for Phase II, per Proffer #VII.F.

The Applicant shall not implement Option (b) above, until a transportation study that analyzes the Applicant’s Phase II traffic in relationship to the additional road improvements, as identified above in (i) and (ii), is prepared at the Applicant’s expense to show that sufficient capacity exists or can be provided to accommodate the Phase II traffic. Such study shall be reviewed and approved by the County staff and by VDOT.
Should the applicant construct one or more of the Phase II alternatives which were not selected per Proffer VII.F, in order to create roadway capacity which would have otherwise been provided by the construction of the Route 28/625 interchange, then the Applicant may request that the Board of Supervisors provide reimbursement for the cost of such construction from regional road contributions received by the County from other landowners who develop their lands in the vicinity of the Property. Such reimbursement shall be at the discretion of the County.

If selected as the Phase II Access Scenario, Proffer VII.D.1.3) provides for design and construction of Moran Road West, off-site, from the Pacific Boulevard intersection to Route 789 (Lockridge Road) as a four lane undivided roadway if selected as a Phase II roadway improvement.

3) Moran Road (Route 634)

If selected as a Phase II roadway improvement, the Applicant shall design and construct Moran Road west, off-site, from Pacific Boulevard to the terminus of improvements as shown on certain VDOT road improvement plans for the Western Regional Park and Ride Lot, located at the intersection of Route 606/Route 789/Route 634, dated Fall 1999 (Project # 0267-053-104, PE-101), as the second two (2) lanes of a four (4) lane undivided roadway. As shown on Exhibit 8, this is one of three possible access scenarios for Phase II and is more specifically outlined in the “Transportation Phasing Plan”, Exhibit 6, and the selection of which is described at Proffer #VII F. This shall be considered the “Preferred Alternative.”

Proffer VII. F, as clarified, acknowledges that the improvement of Moran Road West Access is identified as the preferred Access and the Applicant shall proceed with this access alternative unless unforeseen conditions necessitate selection of a different access alternative.
F. Selection of Phase II Access Scenario

It is recognized that improvement of “Moran Road West Access” as identified in Exhibit 6, “Transportation Phasing Plan” is the “Preferred Access” improvement for Phase II of the Property. The Applicant shall proceed with this access alternative unless unforeseen conditions necessitate the selection of a different access alternative. The cost of constructing the “Preferred Access” improvement is composed of the following three parts:

1. Construction costs (calculated based on the unit pricing used by Loudoun County for bond estimates);
2. Right-of-way acquisition costs; and
3. Unknown costs [such as, but not limited to: environmental mitigation and clean up expenses; regulatory wetlands mitigation and protection efforts; containment, clean up and removal and disposal of underground storage tanks or other pollution sources; utility relocation expenses and costs related to geologic conditions (e.g. removal of diabase rock, treatment of limestone faults or removal of problematic subgrade composites such as naturally occurring asbestos or uranium ore).]

At the time the Applicant decides to commence the Phase II access to the Property, the Applicant shall calculate the construction costs, as defined above in #1, to complete the improvement of the “Preferred Access” alternative. Said cost estimate shall be submitted to Loudoun County for its review and agreement. If the Applicant identifies any unknown costs, as defined above in #3, during the design phase of the construction project, the Applicant shall document the nature and estimated costs of the unknown conditions and submit this information to the County for its review. Should the estimated costs to address the unknown conditions increase the total construction costs, a combination of #1 and #3 described above, by twenty five (25) percent or more, then the Applicant may proceed to another access alternative. As stated in Proffer #VII.D.4 above, the proposed Lockridge Road alternative is the “Least Preferred” alternative for Phase II access.
4. **Replacement Proffer #VII.F.**
Selection of Phase II Access Scenario

As the preferred Phase II roadway improvements, the Applicant shall design and construct Moran Road West, off-site, from Pacific Boulevard to the terminus of improvements, as shown on certain VDOT road improvement plans for the Western Regional Park and Ride Lot, located at the intersection of Route 606/Route 789/Route 634, dated Fall 1999 (Project #0267-053-104, PE-101), as the second two (2) lanes of a four lane undivided roadway. The Applicant shall construct Moran Road West unless underground fiber optic cable or other high-speed data cable is located within the existing and/or future right-of-way of Moran Road West, as described above, and such cable must be relocated in order to construct the road and the relocation of said cable, in combination with other costs, would cause the total project construction cost of widening Moran Road West to exceed $1 million, as described above, and such costs are documented for County review and approval, using the unit pricing for Loudoun County bond estimates for the road construction costs and a contractors’ bid to relocate said cable. Should the total project costs for Moran Road exceed $1 million, the Applicant shall pursue one of the following options, consistent with the $1.0 million cap, subject to County review and approval:

1. The Applicant shall obtain additional supplemental funds from Loudoun County or other sources to complete the widening of Moran Road West.

2. The Applicant shall build a customized version of Moran Road West (variable width road) which will provide capacity to serve Phase II as approved by Loudoun County and VDOT not to exceed $1 million.

3. The Applicant shall make a $1 million cash contribution to Loudoun County or its assigns for upgrading Moran Road West.

4. The Applicant shall construct Pacific Boulevard (next preferred alternative).

5. The Applicant shall construct Lockridge Road (other alternative).
The total project construction cost shall include: right-of-way acquisition, construction costs and utility relocation costs. The Applicant shall submit the following cost estimates for review and approval by the County: Appraisal, construction cost based on Loudoun County bond unit pricing, and contractors bid for utility relocation.

The $1 million referenced herein this Proffer shall be adjusted as referenced in Proffer VII.A.5.

Pursuant to Proffer VII.A.4), if the proffered road 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, the Applicant shall contribute to the County an amount equal to the cost of constructing such improvements in lieu of actual construction. The cash in lieu of construction contribution occur at the time specified in the applicable proffer for construction or bonding for construction 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. Regarding Phase II, if the initial alternative selected per Proffer VII.F is constructed by others, the Applicant shall make the cash in lieu of construction contribution for the alternative selected, or portion thereof, or construct another access alternative pursuant to Proffer VII.F.
4) 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. In regards to Phase II, the Applicant shall make the Cash in Lieu of Construction Contribution for the alternative selected, or portion thereof, or construct another access alternative in accordance with Proffer #VII.F and Exhibit 7, if the initial alternative selected per Proffer #VII.F. to provide access to Phase II development is constructed by others. Should the Pacific Boulevard South alternative be selected per Proffer #VII.F and should that alternative be constructed by others, then the Applicant shall only be responsible for a Cash in Lieu of Construction Contribution which is equivalent to constructing that portion of Pacific Boulevard south of the Property extending from the Property southern entrance to Cedar Green Road (Reference Exhibit 8, “Phase II Access Scenario Map,” prepared by Dewberry & Davis dated December 8, 1999 and revised through March 30, 2000). For the purposes of determining the “in lieu of” contribution, construction costs shall be defined as including 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 Contribution 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 the Cash in Lieu of Construction Contribution. As noted above, the cost of those engineers shall be included as a part of the Cash in Lieu of Construction Contribution.

5) The base year for all dollar figures expressed in the transportation proffers shall be the year in which the rezoning was approved, with adjustments each January 1 thereafter based on the CPI, as defined above.

6) If off-site right-of-way is needed for any improvements specified herein and is not available, Applicant shall make good faith efforts to purchase said right-of-way. If the Applicant, upon exercise of such good faith efforts, is unable to acquire this needed off-site right-of-way, the Applicant shall request Loudoun County condemnation assistance for acquisition of this needed off-site right-of-way as referenced below.

- Gateway to the World – Metro Recycling, SPEX-1995-0026, Condition 4 provides for construction of full frontage improvements along Moran Road consistent with an undivided U-4 road section with the face of curb set 26 feet from the existing centerline. A site plan, STPL-1996-0021, which was approved on December 24, 1998 and subsequently revised by SPAM-1999-0009 and SPAM-1999-0059, provided the conditioned road frontage improvements.

4. The applicant shall dedicate right-of-way thirty-five (35') feet from the centerline of Moran Road (Route 634) and construct full frontage road improvements consistent with a U-4 road section (four (4) lane undivided road). The face of curb will be located 26 feet from the centerline of Moran Road. The full frontage road improvements will be constructed in two phases.
Phase 1 improvements will extend from the south property line of the subject parcel up to and including the entrance to the project. The entrance will be constructed to VDOT commercial entrance standards. Phase 1 improvements will be bonded at the time of site plan approval and constructed within one (1) year of site plan approval. Phase 2 will consist of the remainder of the full frontage road improvements extending to the north property line of subject parcel. Phase 2 improvements will be bonded and constructed within three (3) years of site plan approval.

- Evans-Cockerille, ZMAP-1986-0019, Proffer II.2.B) provides that the Applicant shall provide full frontage improvements with a face of curb set 26 feet from the existing centerline. A site plan, STPL-2007-0008, which was approved on November 13, 2012, provided the proffered road frontage improvements.

II. 2. B) For Route 634:

The applicant will dedicate 35 feet from the existing centerline, across the frontage of the property at the time of record plat approval of the first subdivision or final approval of first site plan for abutting land, whichever is first in time. The applicant will construct within said right-of-way, full frontage improvements, with the face of curb set 26 feet from the existing centerline. Simultaneously, the applicant will continue the improvements described above, west to Route 789, if offsite right-of-way and/or easements are made available at no cost to the applicant.

In the event that offsite right-of-way is not made available at no cost to the applicant, the applicant shall continue the improvements within the existing right-of-way, if requested by Loudoun County or the Virginia Department of Transportation.

D) In the event that the industrially zoned parcel (Tax Map 94, Parcel 12B) which is located across Route 634 from the subject property, develops prior to the subject property and, that as part of the development of Parcel 12B, Route 634 is paved from the proposed entrance to Parcel 12B (as depicted on the Site Plan entitled, Loudoun Business Park) east to the current end of pavement, and that said pavement is installed per the Site Plan noted above and to State and County standards, the applicant agrees to improve Route 634, as described in Paragraph B above and to expand its proposed improvements to Route 634, to a full section (52 feet from face of curb to face of curb) from the proposed entrance to Parcel 12B, to the western boundary of Parcel 12B.

- 1501 Moran Road, SPEX-2001-0003, Condition 2 provides that the Applicant shall construct frontage improvements consisting of ½ section of a U4 roadway 26 feet in width, along the site’s frontage of Moran Road prior to site plan approval for any office uses exceeding the 49% allowed by right. An active site plan, STPL-2013-0041, if approved, provides the conditioned road frontage improvements.
2. The applicant shall dedicate 35-feet from center line and construct frontage improvements along the site's frontage on Moran Road prior to site plan approval for any office uses exceeding the 49% allowed under by-right zoning. Improvements shall consist of constructing 1/2 section of U4 road 26 feet from centerline to face-of-curb.

- Powers Court, ZMAP-1999-0003, Proffer 6 provides that the applicant shall provide full frontage improvements consisting of ½ of a U4 roadway section as a condition of first site plan approval. A site plan, STPL-2002-0034, which was approved on February 5, 2003, provided the proffered road frontage improvements.

6. Along the Route 634 (Moran Road frontage), the Applicant shall provide full frontage improvements including dedication of right-of-way 35 feet from the roads center line and half section consistent with the required U4 section with the face of curb set 26 feet from centerline. Construction of such frontage improvements shall be required as a condition of first site plan approval on the Property.

**Proffer Information – Cash Contributions:**
America Online, SPEX-1998-0012, Condition 5 provides for a cash contribution of $0.40 per gross square foot of commercial office above the previously approved 0.18 FAR and up to 0.40 FAR to be used for a regional fund for improvements to Route 634. The contribution is due at issuance of a zoning permit for each structure. To date, $194,914.00 has been collected. The condition account has earned $78,446.99 in interest and there have been no expenditures resulting in a balance of $273,360.99 (LMIS sequence #099041865).

**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.
<table>
<thead>
<tr>
<th>PHASE</th>
<th>ACCESS SCENARIO</th>
<th>DESCRIPTION OF IMPROVEMENTS</th>
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<tbody>
<tr>
<td>Phase I</td>
<td>No Route 625 Access</td>
<td>1) Construct Project Spine Road north through the site to a cul-de-sac south of Route 625 (location to be determined). Lane configuration and timing of improvement per Proffer #VII.D.1.</td>
<td>1) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) special exception use made part of SPEX 1999-0004</td>
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<td>2) Construct &quot;T-intersection&quot; between existing Moran Road and Project Spine Road.</td>
<td>2) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) special exception use made part of SPEX 1999-0004</td>
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<td>3) Construct cul-de-sac on existing Moran Road at Tax Map 60, Parcel 1C, as generally shown on Plan.</td>
<td>3) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) special exception use made part of SPEX 1999-0004</td>
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<td>4) Construct Pacific Boulevard from the current terminus at Dresden Street east to Moran Road, as half of a four (4) lane divided roadway.</td>
<td>4) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) special exception use made part of SPEX 1999-0004</td>
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<td>5) Construct access point at Dresden Street as per Proffer VII.G.</td>
<td>5) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) special exception use made part of SPEX 1999-0004</td>
</tr>
<tr>
<td>Phase II</td>
<td>A: Moran Road West Access</td>
<td>1) If not completed in Phase I and determined appropriate at time of approval of the preliminary subdivision plat for the Property, construct Project Spine Road north through the site to a cul-de-sac south of Route 625 (location to be determined) as a four (4) lane roadway.</td>
<td>1) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) special exception use made part of SPEX 1999-0004 that causes development on the Property to exceed 496,450 square feet.</td>
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March 27, 2000

EXHIBIT 6
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<thead>
<tr>
<th>ACCESS SCENARIO</th>
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<tr>
<td>Phase 1</td>
<td>1. Complete construction of Pacific Boulevard from the current terminus at Drexel Street east to the lane divider medians.</td>
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<td>2. Prior to the issuance of any zoning permits for any (i) by-right PD-OP use or (ii) specific exception use made part of SPEDS-1999-00 that causes development on the Property h</td>
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# TRANSPORTATION PHASING PLAN
## ZMAP 1998-0007, EASTPORT

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| OR, B. Pacific Boulevard South Access (No Direct Route 625 Access) | 1) If not completed in Phase I and determined appropriate prior to approval of the preliminary subdivision plat for the Subject Property, construct Project Spine Road north through the site to a cul-de-sac south of Route 625 (location to be determined) as a four (4) lane roadway.  
2) Construct Pacific Boulevard from the current terminus at Dreschen Street east to the intersection with Project Spine road as a four (4) lane divided roadway.  
3) Construct second northbound left turn lane at the Route 625/Pacific Boulevard intersection.  
4) Construct Pacific Boulevard south from the Moran Road Intersection to Cedar Green Road as one-half section of a four (4) lane divided roadway designed to a 40 m.p.h. design speed. | 1) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) special exception use made part of SPEX 1999-0004 that causes development on the Property to exceed 496,450 sq. ft.  
2) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) special exception use made part of SPEX 1999-0004 that causes development on the Property to exceed 496,450 sq. ft.  
3) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) special exception use made part of SPEX 1999-0004 that causes development on the Property to exceed 496,450 sq. ft.  
4) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) special exception use made part of SPEX 1999-0004 that causes development on the Property to exceed 496,450 sq. ft. |
## TRANSPORTATION PHASING PLAN
### ZMAP 1998-0007, EASTPORT

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<td>5) Construct dual right turn lanes or free flow right turn lane from northbound Pacific Boulevard to eastbound Route 625.</td>
<td>5) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) specific use made part of SPEX 1999-00 that causes development on the Property to exceed 499,450 sq. ft.</td>
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<td>6) Construct a southbound right turn lane at the Pacific Boulevard/Cedar Green Road intersection.</td>
<td>6) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) specific use made part of SPEX 1999-00 that causes development on the Property to exceed 499,450 sq. ft.</td>
</tr>
<tr>
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<td>OR C. Lockridge Road (route 789) Access (No Direct Route 625 Access)</td>
<td>1) If not completed in Phase I and determined appropriate at time of approval of the preliminary subdivision plat for the Subject Property, construct Project Spline Road north through the site to a cul-de-sac south of route 625 (location to be determined) as a four (4) lane roadway.</td>
<td>1) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) specific use made part of SPEX 1999-00 that causes development on the Property to exceed 499,450 sq. ft.</td>
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<td>2) Complete construction of Pacific Boulevard from the current terminus at Dresden Street east to the intersection with Project Spline Road as a four (4) lane divided roadway.</td>
<td>2) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) specific use made part of SPEX 1999-00 that causes development on the Property to exceed 499,450 sq. ft.</td>
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March 27, 2000

EXHIBIT 6
TRANSPORTATION PHASING PLAN
ZMAP 1998-0007, EASTPORT

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<td>3) Construct Lockridge Road as half of a four (4) lane divided roadway from Prentice Drive south to Mountain Road on the approximate existing gravel road alignment.</td>
<td>3) Prior to the issuance of any zoning permit for any (i) by-right PD-OP use; or (ii) special exception use made part of SPEX 1999-000 that causes development on the Property to exceed 49,450 sq. ft.</td>
</tr>
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Notes:

1) Project access to the Pacific Boulevard/Dresden Street intersection shall be included with all Phase II scenarios.

2) As stated in the Proffers, in the event the Applicant selects the Pacific Boulevard South Phase II improvements, and should the median break at Cedar Green Road and Route 28 be closed by VDOT prior to the submittal of a site plan for Phase II development, the Pacific Boulevard South Phase II Improvement shall include construction of a half-section of a four (4) lane divided roadway for Pacific Boulevard South to future Sterling Boulevard Extended or, if Sterling Boulevard is not extended to intersect with Route 28, to Route 606.

3) Route 625 shall be widened to six lanes and the interchange at Route 28/Route 625 shall be constructed, both by others, prior to any occupancy permit being issued for development in Phase II, unless otherwise provided for per Proffer VII.B.2.
**Name of Segment:** Pacific Boulevard (Item #33)

**Segment Location:** Dresden Street to Relocation Drive

**Category:** Missing Link

**Estimated Cost:** $7,084,800 (estimated cost)  
$12,000,000 (Actual Cost per VDOT)

**Funding Options:** This segment of Pacific Boulevard was fully funded using Regional Surface Transportation Funds (RSTP), State Secondary Road funds; Transportation Partnership Opportunity Funds (TPOF); and local funds.

**Summary**

**Right-of-Way:** The right-of-way for this segment of Pacific Boulevard is proffered by Eastport, ZMAP 1998-0007 and Highpoint, ZMAP-1988-0001. The proffered right-of-way has been acquired by VDOT in conjunction with Project #1036-053-959, RW-201, Pacific Boulevard.

**Construction:** Construction of this segment of Pacific Boulevard was completed pursuant to VDOT Project #1036-053-959, RW-201, Pacific Boulevard, and the roadway is open to traffic.

**Funding Sources:** This segment of Pacific Boulevard was fully funded using Regional Surface Transportation Funds (RSTP), State Secondary Road funds; Transportation Partnership Opportunity Funds (TPOF); and local funds.

**Current Status:** Construction of this segment of Pacific Boulevard was completed pursuant to VDOT Project #1036-053-959, RW-201, Pacific Boulevard, and the roadway is open to traffic.
Proffer/Condition Analysis
Since this road segment has been fully constructed and opened to traffic, a detailed analysis is not provided.
Name of Segment: Pacific Boulevard (Item #34)

Segment Location: Old Ox Road to Route 28/Innovation Avenue Interchange

Category: Missing Link

Estimated Cost: $7,084,800

Funding Options: There are no funds available for this segment of Pacific Boulevard.

Summary

Right-of-Way: Loudoun Center, ZMAP-1996-0004, proffered and dedicated right-of-way to accommodate an U4 roadway section. The remainder of the right-of-way for this segment of Pacific Boulevard lies on Metropolitan Washington Airport Authority property and has not been proffered.

Construction: Loudoun Center, ZMAP-1996-0004, proffered and constructed an U4 roadway section from Old Ox Road to Catalina Drive. Pacific Boulevard extends south approximately 950 feet where it terminates into a parking lot for Dulles Airport. The remainder of this segment has not been constructed.

Funding Sources: There are no funds available for this segment of Pacific Boulevard.

Current Status: There is no activity on this road segment. A funding source would have to be identified to move this project forward.
Proffer/Condition Analysis

ROW Status:
PIN # 046-29-6647, NATIONAL RETAIL PROPERTIES LP, # 046-20-0247 & # 046-29-9614, LOUDOUN CENTER OFFICE LC
These parcels are subject to the Proffers of Loudoun Center, ZMAP 1996-0004 and ZCPA-1998-0008 and the Conditions of Approval associated with SPEX-1998-0039 which were approved by the Board of Supervisors on April 16, 1997, November 17, 1999 and November 17, 1999 respectively. Pursuant to Proffer 2, the Applicant will dedicate the necessary right-of-way for Pacific Boulevard to accommodate a U4 roadway section. The proffered right-of-way was processed by a Preliminary/Record Plat, SBPR-1997-0016, which was recorded in Plat Cabinet D Slot 689 Pages 1-3 on December 5, 1997. The existing right-of-way is 90 feet in width.

2. Applicant will design, construct and dedicate the necessary right-of-way for Pacific Boulevard, as a U4R section road. The proposed Pacific Boulevard, south of Route 606, will align with the existing Pacific Boulevard, north of Route 606 in the Gateway North Subdivision. Said road will be built as a public roadway and will be constructed or bonded for construction prior to issuance of the first zoning permit for the Property. Applicant will dedicate a 50 foot right-of-way and design and construct a public roadway to VDOT standards for the internal east-west access road illustrated on the Plan. Said road will be constructed or bonded for construction prior to issuance of the first zoning permit for the Property.

PIN # 046-29-6913 & # 067-37-9924, METROPOLITAN WASH AIRPORTS AUTH
There are no proffers or conditions for right-of-way dedication.

Proffer Information – Construction and Cash in Lieu:
• Loudoun Center, ZMAP 1996-0004, Proffer 2 provides that prior to issuance of the first zoning permit on the Property, the Applicant will construct or bond for construction an urban 4 lane roadway section between Old Ox Road/Route 606 and Catalina Drive. The proffered portion of this roadway was constructed pursuant to CPAP-1997-0032, which was approved on July 9, 1997. Pacific Boulevard continues south onto Metropolitan Washington Airport Authority property for a distance of approximately 950 feet where it terminates into a parking lot for Dulles Airport.

2. Applicant will design, construct and dedicate the necessary right-Pacific Boulevard, as a U4R section road. The proposed Pacific Boulevard, south of Route 606, will align with the existing Pacific Boulevard, north of Route 606 in the Gateway North Subdivision. Said road will be built as a public roadway and will be constructed or bonded for construction prior to issuance of the first zoning permit for the Property. Applicant will dedicate a 50 foot right-of-way and design and construct a public roadway to VDOT standards for the internal east-west access road illustrated on the Plan. Said road will be constructed or bonded for construction prior to issuance of the first zoning permit for the Property.
Pursuant to Proffer 15, if the proffered road improvements have been constructed by others or are under contract to be constructed as part of a regional road improvement undertaken by the County, the Applicant shall contribute an amount equal to the cost of constructing said improvements. The Applicant has constructed the proffered roadway; therefore, this proffer is no longer valid pertaining to the construction of Pacific Boulevard.

15. In all proffers wherein the Applicant has agreed to construct road improvements, including traffic signals, 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 over the cost amount, the Loudoun County Board of Supervisors shall make the final determination.

Proffer Information – Cash Contributions:
There are no proffers or conditions that provide cash contributions specifically for the this segment of Pacific Boulevard.

Disclaimer:
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Name of Segment: Relocation Drive – Route 775 (Item #35)

Segment Location: Pacific Boulevard to Old Ox Road

Category: Bottleneck

Estimated Cost: $6,480,000

Funding Options: There are no funds currently allocated for this segment of Relocation Drive.

Summary

Right-of-Way: Dulles Associates, ZMAP-1986-0002, proffered and dedicated right-of-way along the portion of the property within 30 feet from the centerline of Route 775. Prologis Park Gateway – Phase IV, ZMAP-2012-0018, proffered 20 feet of right-of-way from the property line. The proffered right-of-way is being processed by an active dedication plat. LeBourget Industrial Park, ZMAP-1986-0015, proffered and dedicated right-of-way for intersection improvements to the intersection of Route 606 and 775. VDOT acquired right-of-way for a small portion of this road segment in conjunction with two highway projects.


Funding Sources: There are no funds currently allocated for this segment of Relocation Drive.

Current Status: There are no immediate plans to widen this segment of Relocation Drive.
Proffer/Condition Analysis

ROW Status:
PIN #045-38-8784, STERLING DAVIS PROPERTIES LLC
A portion of this parcel is subject to the Proffers associated with Dulles Associates, ZMAP-1986-0002, which was approved by the Board of Supervisors on September 15, 1986. Pursuant to Proffer 1., the Applicant shall dedicate the portion of the Property that is within 30 feet from the centerline of Route 775. The approved CDP provides a future right-of-way line located 20 feet from the property line. In addition, the applicant shall reserve an additional 25 feet parallel and adjacent to the proffered 30’ of right-of-way dedication for a period of ten years from the date of approval of ZMAP-1986-0002. In the event the Applicant has secured site plan approval for the development of the subject property, said reservation will be dedicated upon request by Loudoun County. The proffered right-of-way, including the additional 25 feet, was processed by a record plat, SBRD-2003-0071, which was recorded by Instrument #20050421-0040421 on April 21, 2005.

1. In conjunction with the approval of the final site plan, the applicant agrees to dedicate for public street purposes that portion of the property that is within 30 feet of the centerline of Route 775. The applicant further agrees to construct road improvements (one-half of a U4 section) consisting of pavement widening, the installation of curb and gutter, with the face of the curb set 26 feet from the centerline of Route 775.

   Applicant further agrees to reserve for public street purposes an additional 25 feet parallel and adjacent to the property dedicated above for ten years from the date of the approval of this rezoning application. In the event Applicant has secured site plan approval for the development of the subject property, said reservation will be dedicated by the applicant without compensation for public roadway purposes upon request by the County of Loudoun or VDH &T as provided herein. For the purposes of this proffer adoption of any plan by the County of Loudoun locating the Route 28 Western Service Road in the area designated herein will justify the request for the dedication of the additional 25 ft. In the event the County of Loudoun should decide to locate said Rt. 28 Western Service Road at another location this reservation shall become null and void.

   It is understood that FAR calculations can be made for reservations referred to herein.

PIN #045-38-0987, GRAYBAR ELECTRIC COMPANY INC
This parcel is subject to the Proffers associated with Graybar Electric, ZMAP-2007-0009, and the conditions of approval associated with SPEX-2007-0050, which were approved by the Board of Supervisors on December 8, 2008. There are no proffers or conditions related to right-of-way dedication. The existing right-of-way was processed by a record plat, SBRD-2003-0071, which was recorded by Instrument #20050421-0040421 on April 21, 2005.
PIN #045-28-4797, BARMAKIAN, STEPHEN H
There are no proffers or conditions for right-of-way dedication. The existing right-of-way was recorded in Deed Book 430 Page 388.

PIN #045-28-2657, SECOND GENERATION LLC ET AL
There are no proffers or conditions for right-of-way dedication.

PIN #045-27-9612, HUGHES, JOHN J JR & R T WILLIAMS
There are no proffers or conditions for right-of-way dedication.

PIN #045-17-5529, MULLOY, ROBERT M TRUSTEE
This parcel is subject to the Proffers associated with Prologis Park Gateway – Phase IV, ZMAP-2012-0018, and the conditions of approval associated with SPEX-2012-0052, which were approved by the Board of Supervisors on July 10, 2013. Pursuant to Proffer III.A.1., prior to approval of the first zoning permit, the Owner shall dedicate the area shown on the approved CDP as “Proposed Right-of-Way, which consists of 20 feet of dedication from the existing property line. An active dedication plat, DEDI-2013-0033, if approved, will process the proffered right-of-way dedication.

III. TRANSPORTATION

A. Relocation Drive (Route 775)

   1. The Owner shall dedicate at no public cost to the County the area of the Property delimited by the line labeled as “Proposed Right-of-Way” on the CDP as additional right-of-way for Relocation Drive, together with any on-site permanent and/or temporary easements that are needed to construct the frontage improvements noted below. This dedication shall be made prior to the approval of the first zoning permit for the Property or at such earlier time as may be required at the time of site plan approval.

Pursuant to Proffer III.B., in the event that Loudoun County, VDOT or others desire to construct the road improvements listed in Proffer III.A.2 prior to the Owners construction schedule, the Owner shall dedicate the proffered right-of-way within 30 days of receipt of written request from the County.
B. Advance Right-of-Way Dedication

In the event that Loudoun County, VDOT or others desire to construct the road improvements listed in Proffer III.A.2 above prior to the Owner’s construction schedule, the Owner shall, within 30 days of receipt of a written request from the County, execute plats and deeds prepared by others for any additional on-site right-of-way dedications and/or easements, and return said plats and deeds to the applicable party for recordation. In the event these road improvements are constructed by others, the Owner will provide a cash contribution, in lieu of construction, to the County for the costs of constructing the road improvements, such cash in lieu to be paid prior to the approval of the first occupancy permit for the Property.

**PIN #046-47-2280, CONCORDE INDUSTRIAL PARK**
There are no proffers or conditions for right-of-way dedication.

**PIN #046-46-8565, HALLMARK BUSINESS PARK**
There are no proffers or conditions for right-of-way dedication.

**PIN #046-46-3914, SCHNABEL FOUNDATION CO OF MD**
There are no proffers or conditions for right-of-way dedication. The existing right-of-way for Route 775 was acquired in conjunction with State Highway Project #07758-053-229, C-501 and #0775-053-229, D653. The existing right-of-way located at the intersection of Relocation Drive and Old Ox Road was acquired in conjunction with State Highway Project 0606-053-205, C-501 and recorded in Highway Plat Book 9 Pages 191-194.

**PIN #046-36-8231, QWEST COMMUNICATIONS COMPANY LLC**
This parcel is subject to the Proffers associated with Le Bourget Industrial Park, ZMAP-1986-0015 and ZMAP-1986-0021, which were approved by the Board of Supervisors on September 15, 1986. Pursuant to Proffer 3, at the time of record plat approval, the Applicant will dedicate right-of-way for the reconfiguration of the intersection of Route 606 and Route 775 on the north side of Route 606 as shown on the approved CDP. The proffered right-of-way was acquired in conjunction with State Highway Project #0775-053-229, C-501 and 0775-053-229, D653.
PIN #046-36-9772, SAVOY TRUST INDIAN CREEK LLC
There are no proffers or conditions for right-of-way dedication.

PIN #046-47-1713, CEDAR GREEN ROAD LLC
There are no proffers or conditions for right-of-way dedication. The existing right-of-way was processed by a Record Plat which was recorded in Deed Book 568 Pages 516 and 517.

PIN #046-47-5148, 8 BRYANT COURT LLC
This parcel is subject to the Proffers associated with 8 Bryant Court, ZCON-2001-0005 which was approved by the Board of Supervisors on March 5, 2002. There are no proffers for right-of-way dedication. The existing right-of-way was processed by a Record Plat which was recorded in Deed Book 568 Pages 516 and 517.

PIN #046-47-8471, KRAUSS, FRANK C & MARY L R/S
There are no proffers or conditions for right-of-way dedication. The existing right-of-way was processed by a Record Plat which was recorded in Deed Book 568 Pages 516 and 517.

PIN #046-48-0582, MCCARTHY DEVELOPMENT LLC
There are no proffers or conditions for right-of-way dedication. The existing right-of-way was processed by a Record Plat which was recorded in Deed Book 568 Pages 516 and 517.

PIN #046-48-6267, PROLOGIS PARK GATEWAY PHASE 2 and #045-18-5843, PROLOGIS PARK GATEWAY
There are no proffers or conditions for right-of-way dedication. The existing right-of-way was acquired by VDOT in conjunction with State Highway Project #0775-053-229, C-501 which was recorded in Deed Book 976 Page 732 on January 22, 1988.

PIN #045-39-1908, PROLOGIS
There are no proffers or conditions for right-of-way dedication. Right-of-way dedication 5 feet in width and consisting of 6,725 square feet was processed by a Plat of Correction for a record plat, SBRD-2001-0118. SBRD-2001-0118 was recorded by Instrument #20050105-0001310 on January 5, 2005 and the Plat of Correction was recorded by Instrument #20060418-0034029 on April 18, 2006. In addition, a right-of-way reservation for future street purposes consisting of 10 feet in width was recorded by Instrument #20060418-0034029 on April 18, 2006. Although Staff could not locate a recorded Deed of Dedication, according to the County’s WebLOGIS system, it appears that the right-of-way reservation has been dedicated.

**PIN #045-39-3541, BEST BUS CO LLC**
There are no proffers or conditions for right-of-way dedication. The existing right-of-way as acquired by VDOT in conjunction with State Highway Project #1036-053-967 which was recorded in Highway Plat Book 15 Pages 224 and 225 on May 17, 2011.

**PIN #045-39-4765, W & S COMPLETE JANITORIAL SERV, INC**
There are no proffers or conditions for right-of-way dedication. The existing right-of-way was acquired in conjunction with State Highway Projects 0028-053-112, RW-201 and #1036-053-967, RW-201 which were recorded in Instrument # 20060831-0075428 on August 31, 2006 and Instrument #20110509-00287850 on May 9, 2011.

**Proffer Information – Construction and Cash in Lieu:**
- Dulles Associates, ZMAP-1986-0002, Proffer 1. provides for construction of ½ of a U4 section of roadway with curb and gutter set 26 feet from the centerline of Route 775 in conjunction with the approval of the final site plan. The proffered road improvements were constructed in pursuant to CPAP-2002-0153, which was approved on January 7, 2004.

  1. In conjunction with the approval of the final site plan, the applicant agrees to dedicate for public street purposes that portion of the property that is within 30 feet of the centerline of Route 775. The applicant further agrees to construct road improvements (one-half of a U4 section) consisting of pavement widening, the installation of curb and gutter, with the face of the curb set 26 feet from the centerline of Route 775.

    Applicant further agrees to reserve for public street purposes an additional 25 feet parallel and adjacent to the property dedicated above for ten years from the date of the approval of this rezoning application. In the event Applicant has secured site plan approval for the development of the subject property, said reservation will be dedicated by the applicant without compensation for public roadway purposes upon request by the County of Loudoun or VDH &T as provided herein. For the purposes of this proffer adoption of any plan by the County of Loudoun locating the Route 28 Western Service
Road in the area designated herein will justify the request for the dedication of the additional 25 ft. In the event the County of Loudoun should decide to locate said Rt. 28 Western Service Road at another location this reservation shall become null and void.

It is understood that FAR calculations can be made for reservations referred to herein.

- Prologis Park Gateway – Phase IV, ZMAP-2012-0018, Proffer III.A.2., provides that the Owner shall construct frontage improvements to Relocation Drive consisting of pavement 21 feet in width between the two site entrances, as depicted on the approved CDP. These road improvements will be bonded for construction in conjunction with the approval of the first site plan or subdivision for the Property and prior to the recordation of any condominium declaration or plat or other similar document that would have the legal effect of dividing the Property into transferrable units of ownership, and will be completed and open to traffic prior to issuance of the first occupancy permit. The proffered road improvements are provided on a modified process site plan, STMP-2013-0004, which was conditionally approved on July 24, 2013. A grading permit was applied for on August 21, 2013 and is currently in Active review status.

2. The Owner shall construct frontage improvements for the Property on the Relocation Drive frontage consisting of pavement approximately twenty-one (21) feet in width extending across the frontage of the Property between the two site entrances, with variable width pavement widening to tie the existing pavement into the site entrances, curb and gutter, and a 6-foot wide sidewalk, all as depicted on the CDP. These road improvements will be bonded for construction in conjunction with the approval of the first site plan or subdivision for the Property, and prior to the recordation of any condominium declaration or plat or other similar document that would have the legal effect of dividing the Property into transferable units of ownership, whichever is first in time, and will be completed and open for use prior to the approval of the first occupancy permit for the Property.

Pursuant to Proffer III.B., in the event that the proffered road improvements are constructed by others, prior to the issuance of the first occupancy permit, the Owner shall provide a cash contribution equal to the cost of construction.
B. Advance Right-of-Way Dedication

In the event that Loudoun County, VDOT or others desire to construct the road improvements listed in Proffer III.A.2 above prior to the Owner’s construction schedule, the Owner shall, within 30 days of receipt of a written request from the County, execute plats and deeds prepared by others for any additional on-site right-of-way dedications and/or easements, and return said plats and deeds to the applicable party for recordation. In the event these road improvements are constructed by others, the Owner will provide a cash contribution, in lieu of construction, to the County for the costs of constructing the road improvements, such cash in lieu to be paid prior to the approval of the first occupancy permit for the Property.

Proffer Information – Cash Contributions:
There are no proffers or conditions that provide cash contributions specifically for Relocation Avenue.

Disclaimer:
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Name of Segment: Route 28 – Hot Spot Widening (Item #85)

Segment Location: Route 28 Southbound between Sterling Boulevard and the Dulles Toll Road, and the Route 28 Bridge over the Dulles Toll Road

Category: Bottleneck

Estimated Cost: $16,715,500

Funding Options: This road improvement is funded through a combination of the Route 28 Tax District Funds, Transportation Partnership Opportunity Funds from the State and Northern Virginia Transportation Authority Funds.

Summary

Right-of-Way: There are no proffers or conditions that provide for right-of-way dedication along these portions of Route 28.

Construction: There are no proffers or conditions that provide for widening these segments of Route 28.

Funding Sources: There are no cash contributions provided by proffers or conditions.

Current Status: This project is being administered by VDOT through the Route 28 PPTA. The design has been completed and construction will be underway as soon as the NVTA funds are approved for release (estimated Spring 2014).
SEGMENT # 85: ROUTE 28 (HOT SPOT WIDENING FROM SIX TO EIGHT LANES TO RELIEVE CONGESTION)

PIN #045-10-5227, PROLOGIS N/A VIRGINIA LLC
NO PROFFERS OR CONDITIONS! PROVIDE RIGHT-OF-WAY OR CONSTRUCTION FOR ROUTE 2B.

PIN #046-40-8216, N B S LOUDOUN GATEWAY V LLC
NO PROFFERS OR CONDITIONS PROVIDE RIGHT-OF-WAY OR CONSTRUCTION FOR ROUTE 2B.

PIN #046-30-8269, COLUMBIA GATEWAY IV LLC
SUBJECT TO SPEX 1984-0043 & ZRTD-1202-001.
NO PROFFERS OR CONDITIONS PROVIDE RIGHT-OF-WAY OR CONSTRUCTION FOR ROUTE 2B.

PIN #067-37-9924, DULLES INTERNATIONAL AIRPORT
NOT SUBJECT TO ANY PROFFERS OR CONDITIONS.

Legend:
- Bottleneck
- Centerline
- Completed
- Parcel Boundary
- Missing Link
- County Line

Segment 85
Page 254
Proffer/Condition Analysis

ROW Status:
PIN #045-10-5227, PROLOGIS NA2 VIRGINIA I LLC
This parcel is not subject to any proffers or conditions. Staff is unable to locate the highway plat that recorded right-of-way dedication for Route 28 adjacent to this parcel.

PIN #046-40-8216, N B S LOUDOUN GATEWAY V LLC
This parcel is subject to the conditions of approval for the Gateway North Partnership special exception application, SPEX 1984-0043, which was approved by the Board of Supervisors on April 15, 1985. This application did not provide any conditions for dedication or construction of Route 28. Additionally, a zoning conversion application, ZRTD 2011-0001, was approved by the Board of Supervisors on September 12, 2011; the proffer statement does not provide right-of-way dedication for Route 28. Staff is unable to locate the highway plat that recorded right-of-way dedication for Route 28 adjacent to this parcel.

PIN #046-30-8269, COLUMBIA GATEWAY IV LLC
This parcel is subject to the conditions of approval for the Gateway North Partnership special exception application, SPEX 1984-0043, which was approved by the Board of Supervisors on April 15, 1985. This application did not provide any conditions for dedication or construction of Route 28. Additionally, a zoning conversion application, ZRTD 2012-0001, was approved by the Board of Supervisors on June 12, 2012; the proffer statement does not provide right-of-way dedication for Route 28. Staff is unable to locate the highway plat that recorded right-of-way dedication for Route 28 adjacent to this parcel.

PIN # 067-37-9924, DULLES INTERNATIONAL AIRPORT
This parcel is not subject to any proffers or conditions. Staff is unable to locate the highway plat that recorded right-of-way dedication for Route 28 adjacent to this parcel.

Proffer Information – Construction and Cash in Lieu:
There are no proffers or conditions that provide for construction or cash in lieu contribution for widening of this section of Route 28.

Proffer Information – Cash Contributions:
There are no cash proffers that provide for construction of this portion of Route 28.

Disclaimer:
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Name of Segment: Route 28/Innovation Avenue Interchange (Item #86)

Segment Location: Route 28 Interchange to Fairfax County Line (realigned)

Category: Combination Bottleneck and Missing Link

Estimated Cost: The cost is unknown as it is developer funded.

Funding Options: This road improvement is proffered by the developer of Dulles World Center. It is also included in State Highway Project #0028-053-113, RW-201-C-501 – Route 28/Innovation Avenue Interchange, which is being constructed under the Route 28 PPTA.

Summary

Right-of-Way: The right-of-way for this segment of Realigned Innovation Avenue is proffered by Dulles World Center, ZMAP 2008-0018. The right-of-way has been recorded.

Construction: Construction of this segment of Realigned Innovation Avenue is proffered by Dulles World Center, ZMAP 2008-0018; however, it is also included in State Highway Project #0028-053-113, RW-201-C-501 for the Route 28/Innovation Avenue Interchange. Phase I construction is complete and open to traffic. Phase II is currently under construction.

Funding Sources: This road improvement is proffered by the developer of Dulles World Center. It is also included in State Highway Project #0028-053-113, RW-201-C-501 – Route 28/Innovation Avenue Interchange, which is being constructed under the Route 28 PPTA.

Current Status: Phase I of interchange construction is complete and open to traffic. Phase II is currently under construction.
SEGMENT # 86: ROUTE 28 (ROUTE 28/INNOVATION AVENUE INTERCHANGE)

PIN #067-37-9924, METROPOLITAN WASH AIRPORTS AUTH NO PROFFERS OR CONDITIONS FOR ROW DEDICATION, IMPROVEMENTS, OR CASH CONTRIBUTIONS

PIN #035-45-7809, CHANTILLY CRUSHED STONE INC NO PROFFERS OR CONDITIONS FOR ROW DEDICATION, IMPROVEMENTS, OR CASH CONTRIBUTIONS ROW DEDICATED INSTRUMENT #20080321-0016358

PIN #035-25-8897, DULLES WORLD CENTER LLC ZMAP-2008-0018, DULLES WORLD CENTER PROFFER VII.B. REQUIRES ROW DEDICATION FOR TRUMPET-STYLE INTERCHANGE. ROW DEDICATED PLAT CABINET E SLOT 511 PG 1. PROFFER VII.B.3 PROVIDES FOR CONSTRUCTION OF THIS INTERCHANGE PRIOR TO 1ST OCCUPANCY. PROFFER VII.B.4 PROVIDES FOR CASH IN LIEU OF CONSTRUCTION EQUAL TO ACTUAL COST OF INTERCHANGE IF CONSTRUCTED BY OTHERS. PROFFER VII.J PROVIDES THAT PAYMENT OF CASH IN LIEU SHALL BE MADE WHEN CONSTRUCTION WOULD HAVE BEEN REQUIRED. PHASE IMPROVEMENTS OPEN TO TRAFFIC. PHASE II IMPROVEMENTS UNDER CONSTRUCTION.
Proffer/Condition Analysis

ROW Status:
PIN #067-37-9924, METROPOLITAN WASH AIRPORTS AUTH
There are no proffers or conditions for right-of-way dedication.

PIN #035-45-7809, CHANTILLY CRUSHED STONE INC
There are no proffers or conditions for right-of-way dedication. This parcel is included in the Waterside rezoning application, ZMAP- 2012-0006, which is currently under review by Loudoun County. The existing right-of-way was acquired by VDOT in conjunction with State Highway Project #0028-053-113,RW-201, C-501 and was recorded by Instrument # 20080321-0016358 on March 21, 2008.

PIN #035-25-8897, DULLES WORLD CENTER LLC
This parcel is subject to the Proffers associated with Dulles World Center, ZMAP-2008-0018, which was approved by the Board of Supervisors on March 15, 2011. Pursuant to Proffer VII.B., upon request by Loudoun County, the Applicant shall dedicate all on-site and off-site right-of-way necessary to accommodate a trumpet-style interchange, along with all necessary construction, drainage and maintenance related easements in the general location depicted as “B” on Exhibit F (see Attachment 1). Said dedication shall occur within 90 days of the County’s written request. The existing right-of-way was processed by a plat titled “Plat Showing Street Dedication on the Property of David B. Noursi, Trustee (Parcels A-1 and B-1), which was recorded in Plat Cabinet D Slot 511 Page 1 on March 7, 1989.

An active zoning concept plan amendment, ZCPA-2012-0002 was submitted on February 6, 2012 to amend the phasing proffers for the development.

B. Route 28/Innovation Avenue Interchange

1. Upon approval of this Application, the County may request that the Applicant dedicate, and the Applicant shall dedicate, at no public cost, to the County or VDOT in accordance with such request, all necessary on-site and off-site right-of-way to accommodate a trumpet-style interchange, along with all necessary construction, drainage and maintenance-related easements located outside of the right-of-way, at the intersection of Route 28 and Innovation Avenue (the “Interchange”) in the general location depicted as “B” on Exhibit F. Such dedication shall occur within 90 days of the County’s written request for dedication of the Interchange area.

Proffer Information – Construction and Cash in Lieu:
- Dulles World Center, ZMAP-2008-0018, Proffer VII.B.3. provides for funding and construction of the interchange prior to issuance of the first occupancy for the Property, unless such funding and construction is completed by others prior to the issuance of the first occupancy permit for the Property. The interchange shall be constructed in the general location depicted as “B” on Exhibit F (see Attachment 1). To date, no occupancy permits have been issued.
3. The Applicant shall fund, construct and open to traffic the Interchange prior to the issuance of the first occupancy permit for the Property, unless such funding and construction is completed by others prior to the issuance of the first occupancy permit for the Property. The Applicant shall not be entitled to receive any occupancy permits for any development on the Property before the Interchange is open to traffic.

Proffer VII. B.4 provides that in the event that the funding and construction of the Interchange are completed by others, the Applicant shall contribute to Loudoun County a contribution equal to the cost of the Interchange.

4. In the event the funding and construction of the Interchange are completed by others, the Applicant shall contribute to Loudoun County an amount equivalent to the verified actual cost of the Interchange, as substantiated by paid invoices and determined in accordance with Proffer VII.J below, toward the funding of the DTR Bridge (as defined below).

Proffer VII.J. provides that the cash in lieu of construction payment shall be made at the time the Applicant would have otherwise been required to bond or construct the roadway improvements.

J. Construction of Improvements by Others

All cash equivalent contributions to be made by the Applicant in the event the funding and construction of any proffered road improvement(s) is/are completed by others (third parties), specifically the cash equivalent contributions provided in Proffers VII.A.6, VII.A.9, VII.A.10, VII.A.11, VII.B.4, VII.D.5, and VII.G.5 and VIII.D, will be the total of all project construction costs to include engineering, surveying, bonding, permit fees, utility relocation, and other hard costs of construction based on actual costs expended as verified by invoices for project expenses by the party who completed such road construction or traffic signal installation. In the event that paid invoices for the work cannot be obtained to verify actual costs expended for road construction or traffic signal installation, the cash equivalent contribution will be based upon the average of three bids from County-approved contractors. The cash equivalent contribution shall be paid to the County at the time the Applicant would have otherwise been required to bond or construct such road improvements or traffic signal installation unless otherwise provided herein, provided that any cash equivalent contribution for traffic signal installation shall not be required until prior to the issuance of the first occupancy permit for Phase III, and unless otherwise provided herein, shall be used by the County for regional road or transportation improvements in the vicinity of the Property.

The Route 28/Innovation Avenue (CIT) Interchange is being constructed pursuant to State Highway Project #0028-053-113.RW-201, C-501 under the Route 28 PPTA. The Phase I improvements have been constructed and are open to traffic. The Phase II improvements have been proffered by Dulles World Center and are currently under construction.
**Proffer Information – Cash Contributions:**
There are no proffers or conditions that provide cash contributions specifically for the Route 28/Innovation Avenue Interchange.

**Disclaimer:**
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Name of Segment: Shaw Road (Item #52)

Segment Location: Davis Drive to Sterling Annex

Category: Missing Link

Estimated Cost: $1,012,500

Funding Options: There are no funds allocated for this segment of Shaw Road.

Summary

Right-of-Way: There are no proffers or conditions providing right-of-way dedication.

Construction: There are no proffers or conditions providing improvements to this segment of Shaw Road.

Funding Sources: There are no funds allocated for this segment of Shaw Road.

Current Status: There is no activity on this road segment. A funding source would have to be identified to move this project forward.
SEGMENT # 52: SHAW ROAD (DAVIS DRIVE TO STERLING ANNEX)

PIN #044-30-1549, LOUDOUN COUNTY BOARD OF SUPERVISORS
NO PROFFERS OR CONDITIONS FOR ROW DEDICATION, IMPROVEMENTS, OR CASH CONTRIBUTIONS

PIN #044-30-2612, BELFORT PROPERTIES LLC
#044-30-5942, WAT YARNNA RANGSSEE BUDDHIST MONSTRY
ZMAP-1993-0006, GUILFORD STATION BUSINESS PARK
NO PROFFERS OR CONDITIONS FOR ROW DEDICATION, IMPROVEMENTS, OR CASH CONTRIBUTIONS FOR THIS SEGMENT OF SHAW ROAD

PIN #044-30-6614, WAT YARNNA RANGSEE BUDDHIST MONSTRY
NO PROFFERS OR CONDITIONS FOR ROW DEDICATION, IMPROVEMENTS, OR CASH CONTRIBUTIONS

ZMAP-1986-0011
ZRTD-2011-0010

ZMAP-1993-0006
ZMAP-1984-0013
ZMAP-1984-0013

ZMAP-2008-0023
ZMAP-2008-0023

ZMAP-1989-0014
ZMAP-1993-0007

Bottleneck  |  Centerline
Completed  |  Parcel Boundary
Missing Link  |  County Line
Proffer/Condition Analysis

ROW Status:

PIN # 044-30-1549, LOUDOUN COUNTY BOARD OF SUPERVISORS
There are no proffers or conditions for right-of-way dedication.

PIN # 044-30-2612, BELFORT PROPERTIES LLC & #044-30-5942, WAT YARNNA RANGSEE BUDDHIST MONSTRY
These parcels are subject to the proffers associated with ZMAP-1993-0006, Guilford Station Business Park, which was approved by the Board of Supervisors on December 21, 1994. Proffer III.4 provides right-of-way dedication for existing Shaw Road; however, it does not provide right-of-way for this segment of Shaw Road.

III. TRANSPORTATION
4. Right of Way Dedication - Applicants shall dedicate ROW for the widening of Shaw and Cedar Green Roads, as follows: 35' from the original ROW centerline for those roadways except that for a distance of 225' north along Shaw Road and east along Cedar Green Road, measured from the centerline intersection point of those two roadways, the distance will increase to 45' from original ROW centerline. Such dedications will be made at no public cost. The dedications for a specific lot or lots must occur prior to final site plan approval for such lots. Should the County request the earlier dedication of certain right-of-ways, it will voluntarily be made; however, such dedication shall not require construction plan approval and/or bonding earlier than would have been required under these proffers.

PIN # 044-30-6614, WAT YARNNA RANGSEE BUDDHIST MONSTRY
There are no proffers or conditions for right-of-way dedication.

Proffer Information – Construction and Cash in Lieu:
There are no proffers or conditions for construction or cash in lieu of construction contributions for this segment of Shaw Road.

Proffer Information – Cash Contributions:
There are no proffered or conditioned cash contributions for this segment of Shaw 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:  Shaw Road (Item #49)

Segment Location:  Old Ox Road to Innovation Avenue

Category:  Missing Link

Estimated Cost:  $7,084,800

Funding Options:  This is a proffered road segment; there are no County or State funds allocated.

Summary

Right-of-Way:  The Developer of Dulles World Center proffered but has not dedicated 50’ of right-of-way pursuant to ZMAP-2008-0018. The Developer of Dulles 2000 proffered but has not dedicated right-of-way to accommodate a 4 lane divided roadway pursuant to ZMAP-1987-0031. The Developer of Loudoun Corporate Center proffered and dedicated 45’ and 35’ of right-of-way pursuant to ZMAP-1985-0019.

Construction:  The Developer of Loudoun Corporate Center proffered and completed full frontage improvements along PIN #034-26-4640 and #034-26-4101. The improvements begin at the intersection of Route 606/636 and continue south for approximately 780 feet on the western side of Route 636. The Developer of Dulles 2000 proffered but has not constructed completion of a four lane median divided road section from the Route 606/636 intersection along PIN#034-45-7494 and #034-16-0552. The Developer of Dulles World Center proffered but has not constructed a 2 lane undivided road section from existing Shaw Road to Realigned Innovation Avenue.

Funding Sources:  Other than cash in lieu of construction, there are no funds allocated for this segment of Shaw Road.

Current Status:  There is no activity on this road segment. Construction of this segment is proffered.
Proffer/Condition Analysis

ROW Status:
PIN# 034-26-8917, #035-47-1864, #035-46-3732, #035-36-7950, & # 035-45-7809
CHANTILLY CRUSHED STONE INC ETAL

There are no approved proffers or conditions. These parcels are subject to the draft Proffers for an active rezoning application, ZMAP-2012-0006, Waterside, which propose right-of-way dedication of up to 90 feet in width to accommodate a four lane median divided roadway from Route 606 to Innovation Avenue. This proffer further states that the Applicant shall not be responsible for the acquisition and dedication of the initial 2 lane undivided road section which was proffered by ZMAP-2008-0018, Dulles World Center. This proffer has not been approved; therefore the language has not been included in this report. It is noted that an active Zoning Concept Plan Amendment, ZCPA-2012-0002, was submitted on February 6, 2012. At this time, there are no proffers regarding Shaw Road.

Pursuant to Proffers VII.D.1 & 3 of ZMAP-2008-0018, Dulles World Center, which was approved by the Board of Supervisors on March 15, 2011, the Applicant shall acquire and dedicate right-of-way up to 50 feet in width to accommodate a 2 lane undivided road section from existing Shaw Road to Realigned Innovation Avenue. To date, the right-of-way has not been dedicated.

D. Route 606 Connection/Shaw Road Extension

1. Subject to the acquisition of any necessary off-site right-of-way or easements, pursuant to the provisions of Proffer VII.D.3 below, the Applicant shall acquire and shall dedicate at no public cost the right-of-way, up to 50 feet in width, along with all necessary construction, drainage and maintenance-related easements located outside of the right-of-way, from the owner of Loudoun County parcel PIN# 035-36-7950 to accommodate a two-lane undivided road section from Realigned Innovation Avenue to existing Shaw Road in the general location depicted as “D” on Exhibit F.

3. The Applicant shall make good faith efforts to acquire the off-site right-of-way and/or easements necessary for such two-lane undivided road section from Innovation Avenue to existing Shaw Road as proffered above. The Applicant shall advise the County of such acquisition efforts and shall, to the best of its ability, attempt to acquire such off-site rights-of-way and/or easements without the need for eminent domain proceedings. Where right-of-way and/or easements necessary for proffered road improvements cannot be obtained despite such good faith efforts, either (i) voluntarily through donation or proffer to the County, or (ii) through purchase by the Applicant at a fair market value, the Applicant shall request that the County acquire such right-of-way and/or easements 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 and appraisal fees. The initiation of such eminent domain proceedings is solely at the discretion of the County.

Pursuant to Proffer VII.1, if the County or others proceed with the construction of Shaw Road from Realigned Innovation Avenue to the northern Property line as depicted as “D” on Exhibit F prior to the Applicant’s proffered construction schedule, the Applicant shall dedicate the proffered right-of-way along with necessary/associated construction drainage and maintenance related easements, at the request of the County and prior to the approval of the applicable site, public improvement or construction plan.
I. Advance Dedication of Right-of-Way

1. Route 606 Connection/Shaw Road Extension.

In the event that the County or others proceed with the construction of Shaw Road from Realigned Innovation Avenue to the northern Property line in the general location depicted as “D” on Exhibit F prior to the Applicant’s proffered construction schedule, the Applicant shall at the County’s request dedicate at no public cost the on-site portion of such right-of-way and necessary/associated construction, drainage, and maintenance-related easements for such road, as long as the location of the right-of-way is in general conformance with Exhibit F. The Applicant shall dedicate such on-site right-of-way or easements prior to the approval of the applicable site plans, public improvement plans, and/or construction plans and profiles for such road.

B. The Applicant will dedicate or arrange to have dedicated and construct or guarantee the completion of a four-lane, median divided roadway (U4R) from the intersection of Route 606 and Route 636 along the subject property to the northern property line of LCTM 94 ((14)) Parcels A, B and C, (Noursi/KJS) (Estimated Cost: $1,350,000.00), including the right-turn and left-turn lanes into the subject property determined by the County to be necessary, substantially in the location shown in the ELAMP transportation amendment dated November 21, 1988, or in such location as deemed acceptable by the Director of Technical Services, not later than approval of the first site plan or subdivision for the subject property.

To date, no site plans or record plats have been approved for these parcels; therefore, the right-of-way has not been dedicated.

PIN# 035-45-7494 & #034-16-0552, DULLES EAST VIII LTD PARTNERSHIP
This parcel is subject to the proffers associated with ZMAP-1987-0031, Dulles 2000, which was approved by the Board of Supervisors on April 3, 1989. Pursuant to Proffer 5.B., prior to the approval of the first site plan or subdivision plan for the property, the Applicant will dedicate right-of-way to accommodate a four lane median divided roadway from the intersection of Route 606 along the property frontage to the northern property line of LCTM 94 ((14)) as shown on the approved Concept Development Plan.

PIN# 034-26-4101 & #034-26-4640, I A D HOSPITALITY LLC
These parcels are subject to the proffers associated with ZMAP-1985-0019, Loudoun Corporate Center, the conditions associated with SPEX-1985-0025, Loudoun Corporate Center, and ZCPA-2006-0009 which were approved by the Board of Supervisors on June 20, 2000 and November 20, 2007, respectively. Pursuant to Proffer 6 of ZMAP-1985-0019, at the time of site plan approval, the Applicant shall dedicate 45 feet of right-of-way from the existing centerline of Route 636 from the intersection of Route 606 to the entrance into the property and 35 of right-of-way from the entrance into the property to the southern property line. The right-of-way was recorded in Deed Book 934 Page 475 and Deed Book 934 Page 1262.
6) At time of site plan approval, Applicant agrees to the following dedications along Route 636:
(a) From the intersection of Routes 606 to the entrance into Applicant's property, a dedication of forty-five (45) feet from the existing center line of Route 636;
(b) From the entrance into Applicant's property on Route 636 to the southerly property line of Applicant, a dedication of thirty-five (35) feet from the existing center line of Route 636. See Exhibit B.

Proffer Information – Construction and Cash in Lieu:

- The draft proffer statement for ZMAP-2012-0006, Waterside, proposes that the applicant shall bond the proffered improvements to Route 636 prior to the issuance of the first zoning permit for Phase I and shall construct and open to traffic the proffered improvements to Route 636 prior to issuance of the first occupancy permit for Phase I. The proffer has not been approved; therefore the language has not been included in this report.

- Dulles World Center, ZMAP-2008-0018, Proffer VII.D.2 provides that the Applicant shall bond the proffered road improvements and construct and open to traffic the proffered road improvements, prior to the issuance of the first zoning permit for Phase II. The proffered road improvements include a 2 lane undivided road section from existing Shaw Road to Realigned Innovation Avenue.

Pursuant to Proffers VII.D.5 and VII.J of ZMAP-2008-0018, prior to issuance of the first occupancy permit for Phase II, in the event that the construction of the proffered road improvements is completed by others, the Applicant shall contribute to Loudoun County an amount equal to the actual cost of construction.
J. Construction of Improvements by Others

All cash equivalent contributions to be made by the Applicant in the event the funding and construction of any proffered road improvement(s) is/are completed by others (third parties), specifically the cash equivalent contributions provided in Profers VII.A.6, VII.A.9, VII.A.10, VII.A.11, VII.B.4, VII.D.5, and VII.G.5 and VIII.D, will be the total of all project construction costs to include engineering, surveying, bonding, permit fees, utility relocation, and other hard costs of construction based on actual costs expended as verified by invoices for project expenses by the party who completed such road construction or traffic signal installation. In the event that paid invoices for the work cannot be obtained to verify actual costs expended for road construction or traffic signal installation, the cash equivalent contribution will be based upon the average of three bids from County-approved contractors. The cash equivalent contribution shall be paid to the County at the time the Applicant would have otherwise been required to bond or construct such road improvements or traffic signal installation unless otherwise provided herein, provided that any cash equivalent contribution for traffic signal installation shall not be required until prior to the issuance of the first occupancy permit for Phase III, and unless otherwise provided herein, shall be used by the County for regional road or transportation improvements in the vicinity of the Property.

- Dulles 2000, ZMAP-1987-0031, Proffer 5. B. provides that prior to approval of the first site plan or subdivision plan, the applicant shall construct or guarantee the completion of a four lane median divided roadway from the intersection of Route 606 and Route 636 along the Property frontage to the northern property line of LCTM 94 ((14)).

B. The Applicant will dedicate or arrange to have dedicated and construct or guarantee the completion of a four-lane, median divided roadway (U4R) from the intersection of Route 606 and Route 636 along the subject property to the northern property line of LCTM 94 ((14)) Parcels A, B and C, (Noursi/KJS) (Estimated Cost: $1,350,000.00), including the right-turn and left-turn lanes into the subject property determined by the County to be necessary, substantially in the location shown in the ELAMP transportation amendment dated November 21, 1988, or in such location as deemed acceptable by the Director of Technical Services, not later than approval of the first site plan or subdivision for the subject property.

The proffered road improvements were shown on a construction plan and profile, CPAP-1990-1760, which went into inactive status on November 27, 1990. To date, the road improvements have not been constructed.

Pursuant to proffer 5.C., within 60 days of receipt of actual cost of construction information, if an entity other than the Applicant constructs the proffered roadway, the Applicant shall contribute to the County an amount equal to the actual cost of construction but shall not exceed $1,350,000 as adjusted by the Engineering News-Record Construction Cost Index using a base year of 1989.
C. If an entity other than the Applicant constructs the U4R roadway or a portion thereof from the intersection of Route 606 and Routes 636 to the northern property line of LCTM 94 ((14)) Parcels A, B, and C (Noursi/KJS) (with the exception of the section along the frontage of LCTM 94, Parcel 33, The Evans Company), applicant shall contribute to the County an amount equal to the actual cost of such construction, but in no event shall Applicant's total contribution exceed $1,350,000.00 (1989 dollars, indexed to the Engineering News-Record Construction Cost Index (Base: 1913 equals 100; 1987 average, 4401) published monthly by McGraw Hill ("ENR Index"), to be determined on the date of the contribution.) Said contribution shall be made within sixty (60) days of receipt of actual cost information for the construction.

To date, the road improvements have not been constructed; therefore, the proffered cash contribution has not been triggered.

- Loudoun Corporate Center, ZMAP-1985-0019, Proffer 7 (a) and (b) provide that the Applicant construct full frontage improvements with a face of curb set 36 feet from the centerline along the Route 636 frontage beginning at the Route 606/Route 636 intersection. The Applicant shall also construct full frontage improvements with a face of curb set 26 feet from the entrance into the property to the southern property line. Said improvements shall be bonded at time of site plan.

(7) Applicant, in relation to construction of the facility, and as a part of site plan approval, agrees to the following construction along Route 636:

(a) From Route 606 to the entrance into Applicant's property along Route 636, full frontage improvements with the face of curb set thirty-six (36) feet from the center line of Route 636;

(b) From the entrance into Applicant's property on Route 636 to the southerly property line of the tract, full frontage improvements with the face of curb set twenty-six (26) feet from the center line of Route 636.

In relation to the above construction improvements, Applicant shall be obligated to bond these improvements at time of site plan approval.

The proffered road improvements were constructed pursuant to CPAP-1998-0076, which was approved on April 6, 1998.
**Proffer Information – Cash Contributions:**
There are no cash contributions for this segment of Shaw 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: Shaw Road (Item #51)

Segment Location: Sterling Annex to Sterling Boulevard

Category: Bottleneck

Estimated Cost: $6,075,000

Funding Options: There are no funds allocated for this segment of Shaw Road.

Summary

Right-of-Way: Right-of-way for portions of this segment of Shaw Road has been proffered by the following applications: ZMAP-1993-0006, Guilford Station Business Park, ZMAP-1988-0023, Sterling Center, ZMAP-2008-0001, Schmitz Industrial Park, ZMAP-1986-0046, Schwald and Lerner Business Park and SP EX-2000-0036, Dulles Corporate Park Buildings 8 & 9. There are no proffers that provide for the remaining right-of-way. Not all proffered right-of-way has been triggered for dedication.

Construction: Construction of portions of this segment of Shaw Road has been proffered by the following applications: ZMAP-1993-0006, Guilford Station Business Park, ZMAP-1988-0023, Sterling Center, ZMAP-2008-0001, Schmitz Industrial Park and ZMAP-1986-0045, Schwald and Lerner Business Park. Not all of the proffered road improvements have been triggered for construction.

Funding Sources: There are no funds allocated for this segment of Shaw Road.

Current Status: The Belfort Area Improvement Project will provide improvements to the west side of Shaw Road near the intersection of Cedar Green Drive and PIN # 044-10-1313.

VDOT has contracted with Dewberry to design and construct the Belfort Area Road Improvements. The VDOT project number for this project is 0028-053-010, P-101, R-201, C-501. Construction is anticipated to begin in 1stQ 2014 and anticipated to be complete 4thQ 2014.
SEGMENT # 51: SHAW ROAD (STERLING ANNEX TO STERLING BOULEVARD)

PIN #044-20-4165, REBUH
ZMAP-1995-0006, GUILFORD STATION BUSINESS PARK
ZMAP-2000-0002, BELFORT WAREHOUSE
ZMAP-1995-0006 PROFFER III.4 ROW DEDICATED INSTRUMENT #20056089-00833188 20081112-0067051

PIN #044-30-1549, LOUDOUN COUNTY BOS
ROW DEDICATED DB 635 PG 791
NO PROFFERS OR CONDITIONS FOR IMPROVEMENTS, OR CASH CONTRIBUTIONS.

PIN #044-30-2512, #044-20-2997, #044-20-3386, & #044-20-5707
BELFORT PROPERTIES LLC
PIN #044-10-6292, SHIRLEY W. CLAY
ZMAP-1993-0006, GUILFORD STATION BUSINESS PARK
PROFFER III.4 PROVIDES FOR ROW DEDICATION PROFFER III.5 PROVIDES FOR CONSTRUCTION OF 1/2 SECTION L4 ROAD ALONG FRONTAGE. A PORTION OF IMPROVEMENTS SHOWN ON CPA-1999-0122 & CPA-2001-0122
PROFFER III.5 PROVIDES FOR CASH IN LIEU IF CONSTRUCTED BY OTHERS AT $50/LINEAR FT OF SHAW RD FRONTAGE

PIN #044-10-6480, OLD STERLING CORNER LLC
ZMAP-1988-0023, STERLING CENTER
PROFFER 3 PROVIDES FOR ROW DEDICATION & CONSTRUCTION OF 1/2 SECTION U4 ROAD ALONG FRONTAGE

PIN #044-10-6668, OLD STERLING CORNER LLC
ZMAP-1988-0023, STERLING CENTER
PROFFER 3 PROVIDES FOR ROW DEDICATION & CONSTRUCTION OF 1/2 SECTION U4 ROAD ALONG FRONTAGE

PIN #033-15-5119, F P STERLING PARK LAND LLC &
#033-45-3879, STERLING PARK PARCEL 12 LLC
ZMAP-1986-0046, SCHWALD & LEHRER STERLING BUS. PARK
ZMAP-1987-0009, STERLING BUSINESS CENTER MODS
PROFFER I/B PROVIDES FOR ROWDEDICATION ALONG RT 636 FRONTAGE AND CONSTRUCTION OF 1/2 SECTION L4 ROAD. ROW DEDICATED W/ SBWV-2002-0004 INSTRUMENT #200501129-0098468

PIN #033-45-3927, 403 & 405 GLENN DRIVE LLC
NO PROFFERS OR CONDITIONS FOR ROW DEDICATION, IMPROVEMENTS OR CASH CONTRIBUTIONS

PIN #033-35-4189 & #033-35-6754 WILLIAMS RT & JJ HUGHES TEE
NO PROFFERS OR CONDITIONS FOR ROW DEDICATION, IMPROVEMENTS OR CASH CONTRIBUTIONS
ROW DEDICATED INSTRUMENT #20070907-0065908

PIN #033-35-7335, MID DULLES LLC &
#033-25-8399, HUGHES AND SMITH, INC.
ZMAP-2008-0003, MID DULLES CENTER
NO PROFFERS/CONDITIONS FOR ROW DEDICATION, IMPROVEMENTS, OR CASH CONTRIBUTIONS ROW DEDICATED W/ SBWV-2001-0007 PLAT CABINET F SLOT 619 PG 1 & PG 2

MAP 1 OF 2

Bottleneck, Centreline, Completed, Parcel Boundary, Missing Link, County Line
Proffer/Condition Analysis

ROW Status:

PIN #044-30-1549, LOUDOUN COUNTY BOARD OF SUPERVISORS
This parcel is not subject to any proffers or conditions. Right-of-way dedication consisting of 0.25 acres, mainly located along the northern property line, was recorded in Deed Book 615 Page 791 on 04/17/75. The right-of-way was dedicated on April 9, 1975 in accordance with Page 3 of VDOT’s Route 625 improvement project, Plan #6025-053-153, C-501.

PIN #044-30-2612, #044-20-2997, #044-20-3386 & 044-20-5704 BELFORT PROPERTIES LLC and PIN #044-10-6293, SHIRLEY W CLAY
These parcels are subject to the proffers associated with ZMAP-1993-0006, Guilford Station Business Park, which was approved by the Board of Supervisors on December 21, 1994. Pursuant to sheet 3 of 3 of the approved Concept Development Plan and Proffer III.4. of ZMAP-1993-0006, prior to site plan approval, the Applicant shall dedicate right-of-way for the widening of Shaw Road as follows: 35’ from the original right-of-way centerline and 45’ from the original right-of-way centerline for a distance 225’ north along Shaw Road and east of Cedar Green Road measured from the centerline intersection point of those two roadways. If the County requests earlier dedication of the right-of-way, the Applicant shall voluntarily dedicate the right-of-way; however, such dedication shall not require construction plan approval and/or bonding earlier than would have been required under these proffers.

III. TRANSPORTATION
4. Right of Way Dedication - Applicants shall dedicate ROW for the widening of Shaw and Cedar Green Roads, as follows: 35’ from the original ROW centerline for those roadways except that for a distance of 225’ north along Shaw Road and east along Cedar Green Road, measured from the centerline intersection point of those two roadways, the distance will increase to 45’ from original ROW centerline. Such dedications will be made at no public cost. The dedications for a specific lot or lots must occur prior to final site plan approval for such lots. Should the County request the earlier dedication of certain right-of-ways, it will voluntarily be made; however, such dedication shall not require construction plan approval and/or bonding earlier than would have been required under these proffers.

To date, no site plan applications have been filed on Parcels 044-30-2612, 044-20-2997, 044-20-3386 and 044-10-6293; therefore no right-of-way has been dedicated nor has advance right-of-way dedication been requested by the County.

PIN #044-20-4165, REBUH
This parcel is subject to the proffers associated with ZMAP-1993-0006, Guilford Station Business Park, which was approved by the Board of Supervisors on December 21, 1994, unless modified by ZMAP-2007-0002, which was approved by the Board of Supervisors on July 10, 2007. Pursuant to sheet 3 of 3 of the approved Concept Development Plan and Proffer III.4. of ZMAP-1993-0006, prior to site plan approval, the Applicant shall dedicate right-of-way for the widening of Shaw Road as follows: 35’ from the original right-of-way centerline and 45’ from
the original right-of-way centerline for a distance 225’ north along Shaw Road and east of Cedar
Green Road measured from the centerline intersection point of those two roadways. If the
County requests earlier dedication of the right-of-way, the Applicant shall voluntarily dedicate
the right-of-way; however, such dedication shall not require construction plan approval and/or
bonding earlier than would have been required under these proffers.

III. TRANSPORTATION
4. Right of Way Dedication - Applicants shall dedicate ROW for
the widening of Shaw and Cedar Green Roads, as follows: 35’ from
the original ROW centerline for those roadways except that for a
distance of 225’ north along Shaw Road and east along Cedar Green
Road, measured from the centerline intersection point of those
two roadways, the distance will increase to 45’ from original ROW
centerline. Such dedications will be made at no public cost.
The dedications for a specific lot or lots must occur prior to
final site plan approval for such lots. Should the County
request the earlier dedication of certain right-of-ways, it will
voluntarily be made; however, such dedication shall not require
construction plan approval and/or bonding earlier than would have
been required under these proffers.

Right-of-way consisting of 35’ along the Shaw Road frontage has been dedicated by multiple
plats recorded in the following locations: Plat Cabinet F Slot 295 Pages 9-10, Instrument
#20060929-0083318 and #20081112-0067051.

PIN #044-10-6480, OLD STERLING CORNER LLC
This parcel is not subject to any proffers or conditions. This parcel has been platted as Lot 18 on
the Plat of the Sterling Park Subdivision as recorded in Liber 12C, Folio 408 ½.

PIN #044-10-6869, OLD STERLING CORNER LLC
This parcel is subject to the proffers associated with ZMAP-1988-0023, Sterling Center, which
was approved by the Board of Supervisors on May 5, 1989. Pursuant to Proffer 3, upon approval
of the first record plat or by request by Loudoun County or VDOT, the Applicant shall dedicate
right-of-way 30 feet wide for a distance of 70 feet beginning at the northwest property corner.
Right-of-way dedication for the remainder of the property frontage shall be 20 feet in width.

3. Applicant shall dedicate right of way along the entire property frontage on Route 636
as follows: 30 feet in width a distance of 70 feet commencing at the northwest corner of
the property, and 20 feet in width along the remaining frontage of Route 636, upon
approval of the first record plat or at the request of the County of Loudon or VDOT; and
the applicant shall construct a half section of a U4 urban collector street along the
subject site frontage. The road will be constructed or bonded for construction at the time
of first subdivision or site plan approval for the property, whichever is first in time.

To date, no record plats have been approved for this parcel nor has Loudoun County or VDOT
requested the proffered right-of-way; therefore the proffered right of way has not been dedicated.
PIN #044-10-7257, ALBERT G. SCHMITZ JR.

This property is subject to the proffers associated with Schmitz Industrial Park, ZMAP 2008-0001 and the Conditions of Approval associated with SPEX 2008-0001, which were approved by the Board of Supervisors on June 7, 2011. Pursuant to Proffer IV.A.2 and the approved CDP, in conjunction with and as part of any development pursuant to the first site plan or record plat, the Owner shall dedicate sufficient right-of-way to accommodate one additional northbound lane to the east of the existing centerline of Shaw Road and improvement of the existing northbound lane on the east side of the existing centerline of Shaw Road. Sheet 3 of 5 of the approved CDP provides for 38.5’ of right-of-way dedication from the existing centerline of Shaw Road.

IV.A.2. Shaw Rod – The Owner shall dedicate such portion of the Property as is necessary and sufficient to accommodate right-of-way for roadway and the sidewalk described below, including grading, storm drainage, and construction easements, for, and shall construct and additional northbound lane to be part of the eastern half of an urban four lane (with curb and gutter) undivided section of Shaw Road adjacent to PIN #044-10-7257 as shown on the CDP. Such dedication, easements, and construction shall occur in conjunction with and as part of any development pursuant to the first site plan or record plat (whichever is first to occur) for areas accessible from the entrance on Shaw Road. Proffered construction shall consist of (a) construction of one additional northbound lane to the east of the existing center line and (b) improvement to VDOT standards of the existing northbound lane on the current eastern half of Shaw Road. Concurrently with construction/improvement of these lanes, the Owner shall construct a 6-foot wide sidewalk adjacent to Shaw Road along the frontage of PIN # 044-10-7257. Such sidewalk shall be completely within the VDOT right-of-way and will be constructed in accordance with all applicable VDOT standards.

Pursuant to Proffer IV.B., advance dedication of the proffered right-of-way shall occur at the request of Loudoun County if others have prepared the construction plans and profiles.

B. Advance Right-of-Way Dedication

Notwithstanding the foregoing, dedication of the rights-of-way and easements referenced in IV.A shall occur at the request of Loudoun County in advance of development of the Property if others have prepared construction plans and profiles consistent with the CDP and require dedication in order to commence construction, and provided the Owner shall not be obligated to incur costs or post bonds with Loudoun County in connection with such advance dedication.

To date, no site plans or record plats have been approved for this parcel; therefore, the right-of-way has not been dedicated. This portion of Shaw road is included in VDOT’s Belfort Area Road Improvement project; however, the planned improvements are located to the west side of Shaw Road along the frontage of PIN# 044-10-7257 and do not require dedication for Shaw Road in order to commence construction.
PIN #032-15-5119, F P STERLING PARK LAND LLC
This property is subject to the proffers associated with Schwald and Lerner Sterling Business Park, ZMAP 1986-0046, which was approved, by the Board of Supervisors on July 18, 1988, concurrently with Sterling Park Business Centers Mods, ZMAP 1987-0009. Pursuant to Proffer 1.(b), upon request by Loudoun County and/or VDOT, the Owner shall dedicate right-of-way 35 feet in width from the existing centerline line of Shaw Road along the Property frontage.

(b.) Route 636. When requested by the County and/or VDOT, the Owner shall dedicate right-of-way to a width of 35 feet from the centerline along the existing Rt. 636 frontage of the subject property in substantial conformance with Exhibit "A", and construct a U4 half section along said frontage.

The proffered right-of-way dedication for Shaw Road, consisting of 35’ from the existing centerline and 21,722 SQ. FT., was processed by a subdivision waiver plat, SBWV-2002-0004, which was recorded on 01/29/04 by Instrument # 20040129-0008469.

PIN #033-45-3879, STERLING PARK PARCEL 12 LCC
The northwest corner of this parcel is subject to the proffers associated with Schwald and Lerner Sterling Business Park, ZMAP 1986-0046, which was approved concurrently with Sterling Park Business Centers Mods, ZMAP 1987-0009, by the Board of Supervisors on July 18, 1988. Pursuant to Proffer 1.(b), upon request by Loudoun County and/or VDOT, the Owner shall dedicate right-of-way 35 feet in width from the existing centerline line of Shaw Road along the Property frontage.

(b.) Route 636. When requested by the County and/or VDOT, the Owner shall dedicate right-of-way to a width of 35 feet from the centerline along the existing Rt. 636 frontage of the subject property in substantial conformance with Exhibit "A", and construct a U4 half section along said frontage.

The proffered right-of-way for Shaw Road, consisting of 35’ from the existing centerline and 21,722 SQ. FT., was processed by a subdivision waiver plat, SBWV-2002-0004, which was recorded on 01/29/04 by Instrument # 20040129-0008469. The remaining portion of this parcel is not subject to proffers or conditions.

PIN #033-45-3927, 403 & 405 GLENN DRIVE LLC
This parcel is not subject to any proffers or conditions.

PIN #033-35-4189 & # 033-35-6754, WILLIAMS, R T & J J HUGHES TEES
These parcels are not subject to any proffers or conditions. The southwest corner of PIN # 033-35-6754 was dedicated in conjunction with sheet 18D of State Highway Project 0028-053-112, RW201 which is recorded in State Highway Plat Book 14 page 162 and Instrument # 20070907-0065908 on September 7, 2009.
PIN #033-35-7335, MID DULLES LLC & PIN #033-25-8399, HUGHES AND SMITH, INC
These parcels are subject to the proffers associated with ZMAP-2008-0003, Mid Dulles Center, which was approved by the Board of Supervisors on June 9, 2008. There are no proffers associated with right-of-way dedication. A subdivision waiver plat, SBWV-2001-0007, which was recorded in Plat Cabinet F Slot 619 Pages 1 and 2, processed right-of-way dedication consisting of 20’ from the existing centerline of Shaw Road with additional right-of-way at the intersection of Shaw Road and Sterling Boulevard. The total area dedicated consists of 16,428 square feet.

PIN #033-25-9967, STERLING SOUTH HOSPITALITY LLC
This parcel is not subject to any proffers or conditions. A Certificate of Take, which was recorded by Instrument #200606070050308 and in State Highway Plat Book 14 Pages 131 & 132, acquired VDOT Parcel 206 in conjunction with State Highway Project 0028-053-112, RW-201 for improvements to Route 28.

PIN #045-30-8793, DULLES NORTH SEVEN CORP
This parcel is subject to the Conditions of Approval associated with SPEX-2011-0037, Dulles North Corporate Park Building 7, which was approved by the Board of Supervisors on December 5, 2012. There are no Conditions related to right-of-way dedication for Shaw Road. A plat titled “Plat Showing: Dedication of Additional right of Way for Shaw Road and Various Easements”, which was recorded in Plat Cabinet E Slot 559 Pages 4 & 5 on January 1, 2000, provided right of way dedication totaling 35’ from the existing centerline of Shaw Road except for existing Parcel 45. A Boundary Line Adjustment, BLAD-2000-0041, which was recorded in Plat Cabinet E Slot 761 Page 10 and Plat Cabinet E Slot 763 Pages 1 & 2, incorporated parcel 45 in to the subdivision and created parcel 45A but did not record any additional right-of-way. In conjunction with a site plan, STPL-2000-0022, a plat titled “Plat Showing: Dedication of Right of Way for Public Street purposes and Various Easements”, which was recorded in Plat Cabinet F Slot 55 Page 7, processed right-of-way dedication consisting of 5,179 square feet, completing dedication totaling 35’ from the existing centerline of Shaw road along the entire frontage of parcel 45A.

PIN #045-30-5485, DULLES NORTH FIVE CORP
This parcel is subject to the Conditions of Approval associated with SPEX-1998-0006, Dulles North Corporate Park Parcel 44, which was approved by the Board of Supervisors on June 17, 1998. There are no Conditions related to right-of-way dedication; however, sheets 3A and 3B of the approved plat associated with SPEX-2000-0003 and page 3 of the approved plat associated with SPEX-2000-0002 show right-of-way dedication of 35’ from the existing centerline of Shaw Road. A plat titled “Plat Showing: Dedication of Additional right of Way for Shaw Road and Various Easements”, which was recorded in Plat Cabinet E Slot 559 Pages 4 & 5 on January 1, 2000, provided right-of-way dedication totaling 35’ from the existing centerline of Shaw Road except for existing Parcel 44. The additional right-of-way was processed by Deed Book 1859 Page 1136, Deed Book1893 Page 722 and Instrument #200606070050308.
PIN #044-10-4706, SF SAUL REAL EST INVESTMENT TRUST
This parcel is subject to the Conditions of Approval associated with SPEX-2000-0036, Dulles North Corporate Park Buildings 8 & 9, which was approved by the Board of Supervisors on June 18, 2001. Pursuant to Condition 20, prior to approval of the first site plan. The Applicant shall dedicate 35 feet from the existing centerline of Shaw Road.

20. Shaw Road Improvements. Prior to approval of the first site plan associated with SPEX 2000-0036, the Applicant shall dedicate 35 feet from the existing centerline of Shaw Road (Route 636) as shown on the Plat. The Applicant shall provide the U4 half-section improvements for Shaw Road as set forth in the Countywide Transportation Plan to include two (2) full southbound lanes along the site frontage in accordance with Loudoun County and VDOT requirements. Said improvements shall be constructed or bonded for construction prior to site plan approval and shall be open for use prior to the issuance of an occupancy permit.

A site plan, STPL-2001-0039 was submitted on April 23, 2001 and went into inactive status on October 24, 2005. A plat titled “Plat Showing: Dedication of Right of Way for Public Street Purposes and Creation of Various Easements”, which was recorded in Plat Cabinet G Slot 79 Pages 8&9 on December 19, 2002, processed right-of-way dedication of 18,787 square feet for Shaw Road.

PIN #044-10-1078, HAROLD L & CHARLOTTE E SHOTWELL RS
This parcel is not subject to any proffers or conditions.

PIN #044-20-0409, SHAW ROAD LLC
This parcel is subject to the Conditions of Approval associated with SPEX-1979-0024, which was approved by the Board of Supervisors on January 17, 1980. There are no Conditions related to right-of-way dedication for Shaw Road.

PIN #044-29-9741, #044-20-0759 & #044-29-8771, DULLES SQUARE, INC
These parcels are subject to the Conditions of Approval associated with SPEX-1989-0035, Tippy’s Taco House Sterling Square, which was approved by the Board of Supervisors on January 25, 1990. There are no Conditions associated with right-of-way dedication. A plat titled “Dedication & Easement Plat Sterling Square I & II”, which was recorded in Plat Cabinet D Slot 509 Pages 4 & 5, processed dedication of 0.106 acres along the Shaw Road frontage of PIN #044-29-8771 and #044-20-0759. A plat titled “Dedication & Easement Plat Sterling Square III” provided right-of-way dedication consisting of 0.0258 acres; however, staff could not locate any recordation of said plat.

PIN #044-29-8790, SHAW STERLING LLC
This parcel is subject to the Proffers associated with ZMAP-1984-0013, Compton, which was approved by the Board of Supervisors on May 20,1985 and the Conditions of Approval associated with SPEX-1986-0030, Star Equipment, which was approved by the Board of Supervisors on September 16, 1986. Pursuant to Proffer 2.c., prior to the development of the property, a site plan shall be prepared and submitted to the County. The site plan shall include dedication of additional right-of-way dedication of up to 30 feet from the existing centerline of Shaw Road, Route 636.
1. Prior to the development of the property a site development plan, prepared in accordance with Section 550 of the Loudoun County Zoning Ordinance will be submitted to the County for review and approval;

2. The plan for the development of the property will include the following:

   a. access to and from the property will be only off of Route 636 with no access to and from the property off of Route 28;

   b. Buffering the property along Route 636 through landscaping to include grass, approximately ten feet of shrubbery and a four foot long planter.

   c. Dedication of additional road right of way up to 30 feet from the existing centerline of Route 636.

The existing right-of-way was acquired by a VDOT certificate of Take which was recorded by Instrument #2003121290167092 on December 12, 2003.

**PIN #044-39-8506, & #044-39-8138, SUL-AIR**

These parcels are subject to the Conditions of Approval associated with SPEX-1982-0001, Sul-Air Partnership Shop and Storage, which was approved by the Board of Supervisors on April 14, 1982. Pursuant to Condition 5 and sheet 1 of the approved Special Exception Plat, the applicant shall dedicate 30 feet of right-of-way from the existing centerline of Shaw Road. Condition 1 also states that this special exception is to run with the land.

1. **This special exception will run with the land.**

5. **The applicant shall dedicate 30 feet from the centerline of Route 636.**

A Deed of Dedication, which was recorded by Instrument #198310110095391 on October 11, 1983, processed right-of-way dedication of 20 feet from the existing property line (1,630 square feet) beginning at the north east corner of PIN#044-39-8138 and continuing south along Shaw Road for approximately 81.51 feet.

**PIN #044-39-8048, RTART LLC**

This parcel is not subject to any proffers or conditions. The existing right-of-way was acquired by VDOT in conjunction with Route 28 State Highway Project 0028-053-110, RW201 and was recorded in Deed Book 1024 Page 1393 on January 24, 1989 and by Instrument #20040414003517 on April 14, 2004.
Proffer Information – Construction and Cash in Lieu:

- Guilford Station Business Park, ZMAP-1993-0006, Proffer III.5. provides that the Applicant shall construct ½ of a U-4 urban minor collector with road frontage improvements resulting in 26’ of roadway from the road’s ultimate centerline to the face of curb.

5. Public Road Improvements - The applicants shall construct and provide performance guarantee for all public roadway improvements in accordance with the requirements of the Land Subdivision And Development Ordinance and Virginia Dept. of Transportation standards in effect at the time of development. Such improvements will consist of the following. The additional improvements so as to provide 1/2 of a U-4 urban minor collector as defined in the Old Sterling Small Area Management Plan. Thus, such frontage improvements will result in 26' of roadway from the road's ultimate centerline to the face of curb, except that, for a distance of 225' north along Shaw Road and 225' east along Cedar Green Road, measured from the centerline intersection point of those two roadways, an additional 12' of pavement or appropriate transition will be provided to accommodate future turn lanes at the intersection of those roadways.

Proffer III.6 requires that, concurrent with or prior to submission for any lot or lots, a “Preliminary Engineering Design for Guilford Station Business Park’s Shaw Road Frontage” be submitted and approved prior to site plan approval for any lot with fronts Shaw Road.

6. Phasing and Timing of Public Road Improvements - Concurrent with or prior to, the site plan submission for any lot or lots, the design of the frontage improvements necessary to serve such lot's or lots', as outlined below, shall be submitted to Loudoun County for review and approval. Prior to final site plan approval proof of performance guarantee for the construction of the approved design, acceptable to Loudoun County, shall be provided to the County. The final design for the Shaw Road frontage improvements will be compatible with the "Preliminary Engineering Design for Guilford Station Business Park's Shaw Road Frontage." The "Preliminary Engineering Design for Guilford Station Business Park's Shaw Road Frontage" will be an engineering drawing showing the frontage improvements for all lots in Guilford Station Business Park fronting on Shaw Road. This plan, as a minimum, will show pavement width, top of curb elevations, and preliminary storm drainage structures and sizes. It will include both plan and profile views and be drawn at a scale of 1" =50'. The "Preliminary Engineering Design for Guilford Station Business Park's Shaw Road Frontage" must
be approved prior to the approval of a site plan for any lot which fronts on Shaw Road.

The proffered “Preliminary Engineering Design for Guilford Station Business Park’s Shaw Road Frontage” was submitted with CPAP-1999-0123, which was approved on 03/20/2001. CPAP-1999-0123, as revised by CPAP-2001-0122, which was approved on 12/12/01, provided the proffered frontage improvements along the Shaw Road frontage of PIN#044-20-4165. To date, the remainder of the proffered improvements have not been constructed.

Proffer III.8 requires that, in the event the improvements outlined in proffer 5 are constructed by someone other than the owners, the owner shall make a cash contribution equivalent to $50 per linear foot of Shaw Road frontage, as escalated yearly by the Consumer Price Index. Said contribution shall be made prior to issuance of zoning permit for each new nonresidential building on the property.

8. The developers will make a cash contribution for regional road improvements. The amount of these cash contributions will be $1.50 per square foot of non-residential building area. Contributions shall escalate on a yearly basis from the base year of 1994 and change effective each January 1 thereafter, based on the Consumer Price Index ("CPI"). Said contribution shall be paid prior to the issuance of a zoning permit for each new nonresidential building located on the property. Such contributions may be used by the County within a three mile radius of the site for regional road improvements. However, priority of use for these funds should be for signalization of the Shaw Road/Church Road intersection and/or improvements to the Church Road/Route 28 intersection.

In addition to the above, if the frontage improvements outlined in paragraph 5 are made by someone other than the owners of the property which is the subject of this rezoning, a cash contribution, equivalent to $50/LF of frontage, will be made. Such contributions shall escalate on a yearly basis from the base year of 1994 and change effective each January 1 thereafter, based on the Consumer Price Index ("CPI"). Said contribution shall be paid prior to the issuance of a zoning permit for each new non-residential building located on the property.

- ZMAP-1988-0023, Sterling Center, Proffer 3 provides that the Applicant shall construct ½ of a U-4 urban collector along the frontage of Shaw Road which will be constructed or bonded for construction prior to the first subdivision or site plan approval, whichever is first in time. To date, no subdivision or site plans have been approved for this parcel.

5. Applicant shall dedicate right of way along the entire property frontage on Route 636 as follows: 30 feet in width a distance of 70 feet commencing at the northwest corner of the property, and 20 feet in width along the remaining frontage of Route 636, upon approval of the first record plat or at the request of the County of
Loudon or VDOT; and the applicant shall construct a half section of a U4 urban collector street along the subject site frontage. The road will be constructed or bonded for construction at the time of first subdivision or site plan approval for the property, whichever is first in time.

- ZMAP-2008-0001, Schmitz Industrial Park, Proffer IV.A.2 provides that the Owner shall construct an additional northbound lane to the east of the existing centerline and improvements to VDOT standards of the existing northbound lane on the current eastern half of Shaw Road adjacent to PIN #044-10-7257. These improvements shall occur in conjunction with and as part of any development pursuant to the first site plan or record plat, whichever is first in time. To date, no site plans or record plats have been approved for this parcel; therefore, the improvements have not been constructed.

IV.A.2. Shaw Rod – The Owner shall dedicate such portion of the Property as is necessary and sufficient to accommodate right-of-way for roadway and the sidewalk described below, including grading, storm drainage, and construction easements, for, and shall construct and additional northbound lane to be part of the eastern half of an urban four lane (with curb and gutter) undivided section of Shaw Road adjacent to PIN #044-10-7257 as shown on the CDP. Such dedication, easements, and construction shall occur in conjunction with and as part of any development pursuant to the first site plan or record plat (whichever is first to occur) for areas accessible from the entrance on Shaw Road. Proffered construction shall consist of (a) construction of one additional northbound lane to the east of the existing center line and (b) improvement to VDOT standards of the existing northbound lane on the current eastern half of Shaw Road. Concurrently with construction/improvement of these lanes, the Owner shall construct a 6-foot wide sidewalk adjacent to Shaw Road along the frontage of PIN # 044-10-7257. Such sidewalk shall be completely within the VDOT right-of-way and will be constructed in accordance with all applicable VDOT standards.

Proffer IV.C provides that, in the event the improvements proffered in IV.A. are constructed by others, the Owner shall contribute an amount equivalent to the verified actual cost of said improvements to Loudoun County at the time as the Owner would have been obligated to construct such improvements. To date, no site plans or record plats have been approved for this parcel; therefore, the cash contribution has not been made. The Belfort Area Improvement Project provides for improvements to the west side of Shaw Road in this area; however, the improvements constructed with this project do not construct the proffered road improvements.

C. Contributions in Lieu of Construction

In the event that the improvements proffered in IV.A above are constructed by others, the Owner shall contribute to Loudoun County an amount equivalent to the verified actual cost of said improvements. Such cost of construction shall be deemed to include all design, engineering, surveying, bonding, permit fees, utility relocation, and other hard costs of construction. Such contribution(s) shall be paid to Loudoun County at the same time as the Owner would have been obligated to construct such improvement(s) under the terms of these proffers, or, at such later time as such verified costs are available. Such cash contributions may be used by the County in its discretion for roadway or transportation improvements in the vicinity of the Property.
• ZMAP-1986-0046, Schwald and Lerner Business Park, Proffer 1.b. provides that the Owner shall construct \( \frac{1}{2} \) of a U-4 section along the frontage of Shaw Road which will be constructed upon request by the County and/or VDOT.

(b.) Route 636. When requested by the County and/or VDOT, the Owner shall dedicate right-of-way to a width of 35 feet from the centerline along the existing Rt. 636 frontage of the subject property in substantial conformance with Exhibit "A", and construct a U4 half section along said frontage.

To date, neither the County nor VDOT has requested construction of the proffered road improvements. The Belfort Area Improvement Project will construct improvements to the east side of Shaw Road and the driveway access to Cedar Green Road in this vicinity but will not improve Shaw Road along the frontage of PIN #044-10-6869.

• SPEX-2000-0002, Dulles North Corporate Park, Spring Hill Suites, Condition 10 requires the Applicant to provide the U4 half section road improvement to its frontage along Shaw Road, including 2 full southbound lanes and 1 right turn lane at the intersection of Sterling Boulevard and Shaw Road. Said improvements shall be constructed or bonded for construction at the time of site plan approval and open to traffic prior to issuance of the occupancy permit for the hotel.

10. The Applicant shall provide the U4 half-section improvement for Shaw Road along site frontage as set forth in the Countywide Transportation Plan ("CTP") to include two (2) full southbound lanes along site frontage in accordance with Loudoun County and Virginia Department of Transportation ("VDOT") requirements. The Applicant shall also provide one (1) right turn lane at the intersection of Sterling Boulevard and Shaw Road. Said improvements shall be constructed or bonded for construction at time of site plan approval and shall be open for use prior to issuance of an occupancy permit for the hotel.

SPEX-2000-0003, Dulles North Corporate Park, Staybridge Suites, Condition 9 requires that the Applicant provide the U4 half section road improvement for Shaw Road along the site frontage of Shaw Road to include 2 full southbound lanes. Said improvements shall be constructed or bonded for construction at time of site plan approval and open to traffic prior to issuance of the occupancy permit for the hotel.

9. The Applicant shall provide the U4 half-section improvement for Shaw Road along the site frontage as set forth in the Countywide Transportation Plan ("CTP") to include two (2) full southbound lanes along site frontage in accordance with Loudoun County and Virginia Department of Transportation ("VDOT") requirements. Said improvements shall be constructed or bonded for construction at time of site plan approval and
shall be open for use prior to issuance of an occupancy permit for the hotel.

A site plan, STPL-2001-0026, for Staybridge Suites, was approved on October 10, 2002 and included frontage improvements to Shaw Road; however, these improvements were not constructed. A site plan, STPL-2000-0087, for Spring Hill Suites, was approved on April 4, 2001 and constructed frontage improvements to Shaw Road. Additional improvements at the intersection of Shaw Road and Sterling Boulevard were constructed in conjunction with State Highway Project 0028-053-112, RW-201.

Proffer Information – Cash Contributions:
- ZMAP-1988-0023, Sterling Center, Proffer 4 provides that the Applicant shall make a cash contribution of $10,000 (1988 dollars) towards the improvement to or signalization of the intersection of Route 775 and Route 636. Said contribution shall be made at time of the first record plat or site plan approval, whichever occurs first. To date, no record plats or site plans have been approved for this parcel; therefore the cash contribution has not been made.

4. Applicant shall contribute $10,000.00 (1988 dollars) toward the future improvement of the intersection of Route 775 and Route 636 and/or signalization at the same intersection. Such contribution shall be made at the time of the first record plat approval or site plan approval, whichever occurs first. The transportation contributions in paragraphs 2, 3 and 4 herein were based upon a PD-IP use generating 400 vehicle trips per day.

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:  Shaw Road (Item #50)

Segment Location:  Sterling Boulevard to Old Ox Road

Category:  Bottleneck

Estimated Cost:  $5,805,000

Funding Options:  There are no funds allocated for this segment of Shaw Road.

Summary

Right-of-Way:  All conditioned or proffered right of way has been dedicated.

Construction:  All conditioned or proffered improvements to Shaw Road has been completed with the exception of construction of the remaining portion of the southbound lane pursuant to Condition 7 of SPEX-2000-0022, Dulles International Park Bldg C & D, along the frontage of PIN# 034-36-5285 and #034-36-5642.

Funding Sources:  Condition 3 of SPEX-2011-0016, Dulles International Park – Shaw Road, provides for a cash contribution of $12,900 that could be used for this segment of Shaw Road; however, the trigger has not been met.

Current Status:  There is no activity on this road segment. A funding source would have to be identified to move this project forward.
Proffer/Condition Analysis

ROW Status:
PIN# 033-26-2067, LUCK STONE CORPORATION
This parcel is not subject to any proffers or conditions.

PIN# 033-26-1434, B D C SHAW ROAD LLC, C/O BERNSTEIN MGMT CORP
This parcel is subject to the Conditions of Approval associated with Special Exception applications SPEX-1985-0041 Anker Property, SPEX-1987-0026 Sterling Gym, SPEX-1988-0025 Loudoun Watersports and SPEX-1989-0014 Sterling Gym (1) which were approved by the Board of Supervisors on October 21, 1985, October 19, 1987, August 1, 1988 and June 19, 1989, respectively. The uses approved by these Special Exception Applications have been constructed within the Special Exception validly period; therefore, these conditions are no longer valid.

Pursuant to Condition 4 of SPEX-1985-0041, the applicant shall dedicate a right-of-way totaling 30 feet from the existing centerline of route 636 and construct full frontage improvements with the face of curb set 26 feet from the existing centerline of Rt. 636.

4. The applicant shall dedicate a right-of-way totaling 30 feet from the existing centerline of Rt. 636 and construct full frontage improvements with the face of curb set 26 feet from the existing centerline of Rt. 636.

A plat titled “Plat Showing Street Dedication & Storm Drainage Easements”, which was recorded by Deed Book 0900 Page 1728 on July 3, 1986, processed 0.03325 acres of right-of-way dedication resulting in a right-of-way of 39 feet from the existing centerline of Shaw Road on the northern portion of the parcel and 35 feet from the existing centerline of Shaw Road on the southern portion of the parcel.

PIN# 033-16-5945, DISCOVERY PRODUCTIONS GROUP INC
This parcel is subject to the Conditions of Approval associated with Special Exception Applications SPEX-1985-0050, SPEX-2009-0037 and SPEX-2009-0038, Commonwealth Center, which were approved by the Board of Supervisors on March 17, 1986, March 8, 2010 and March 8, 2010, respectively. There are no conditions related to right-of-way dedication; however, pursuant the approved Special Exception Plat associated with SPEX-1985-0050, right-of-way dedication consisting of 30 feet from the existing centerline of Shaw Road shall be provided. The existing right-of-way was recorded by Instrument #198307290096292 on July 29, 1983. Additional right-of-way was processed in accordance with page 5 of VDOT Highway Project #0636-053-232,C-501 and recorded in Deed Book 952 Page 1010, Deed Book 1027 Page 1540 and Deed Book 1029 Page 10 and also in State Highway Plat Book 8 Page 1.

PIN# 033-17-4508, COMMONWEALTH ASSOCIATES II LLC
This parcel is subject to the Conditions of Approval associated with SPEX-1985-0050, Commonwealth Center, which was approved by the Board of Supervisors on March 17, 1986. There are no conditions related to right-of-way dedication; however, pursuant the approved Special Exception Plat associated with SPEX-1985-0050, right-of-way dedication consisting of 30 feet from the existing centerline of Shaw Road shall be provided. Fifteen feet of right-of-way
from the existing centerline was processed by a record plat which was recorded by Deed Book 828 Pages 661 and 662. Additional right-of-way was acquired by VDOT in conjunction with Sheet 4 of State Highway Project 0636-053-232, C-501, which was recorded in Highway Plat Book 7 Page 385 and Deed Book 934 Page 475.

PIN# 033-19-0248  T 4 VENTURES LLC
This parcel is subject to the proffers associated with ZMAP-1988-0034, Route 28 Assoc., which was approved by the Board of Supervisors on October 17, 1988. There are no proffers for right-of-way dedication for Shaw Road.

PIN# 034-47-3341-000, SILVERBROOK COMMERCE CENTER CONDOMINIUMS
This parcel is subject to the proffers associated with ZMAP-2006-0020, ULTIMO, which was approved by the Board of Supervisors on February 20, 2007. There are no proffers for right-of-way dedication for Shaw Road. The existing right-of-way was acquired by VDOT in conjunction with Sheet 4 of State Highway Project 0636-053-232, C-501, which was recorded in Highway Plat Book 7 Page 385 and Deed Book 934 Page 475.

PIN# 034-47-3003, ASSYST LLC
This parcel is not subject to any proffers or conditions. The existing right-of-way was acquired by VDOT in conjunction with Sheets 3 & 4 of State Highway Project 0636-053-232, C-501, which was recorded in Highway Plat Book 7 Pages 382 & 383 and Deed Book 934 Page 471.

PIN# 034-47-8903, A P A PROPERTIES NO.2
This parcel is subject to the Conditions of Approval associated with SPEX-1986-0057, B F Investments, which was approved by the Board of Supervisors on February 18, 1987. There are no conditions related to right-of-way dedication. The existing right-of-way was acquired by VDOT in conjunction with Sheets 3 & 4 of State Highway Project 0636-053-232, C-501, which was recorded in Highway Plat Book 7 Pages 384 & 385.

PIN# 034-37-2453, AMERICAN OFFICE PARK PROPERTIES LP
This parcel is subject to the Proffers associated with ZMAP-1987-0020 and the Conditions of Approval associated with SPEX-1987-0024, Shaw Road Business Park, which were approved by the Board of Supervisors on October 19, 1987. There are no proffers or conditions related to right-of-way dedication. The existing right-of-way was acquired by VDOT in conjunction with Sheet 3 of State Highway Project 0636-053-232, C-501, which was recorded in Highway Plat Book 7 Page 384.

PIN# 034-37-1201, J A I STERLING HOTEL LLC, # 034-36-9203, DULLES GATEWAY COMM CTR ASSOCN INC and # 034-26-9186, NATIONAL RETAIL PROPERTIES LP
These parcels are subject to the Proffers associated with ZMAP-1994-0007, Dulles Gateway Center, which was approved by the Board of Supervisors on June 21, 1995 and the Conditions of Approval associated with SPEX-1996-0023, Country Inn, which was approved by the Board of Supervisors on January 2, 1997. There are no proffers or conditions related to right-of-way dedication for Shaw Road.
PIN #034-36-3809, INTERNATIONAL DRIVE LLC, #034-46-8458, SHAW ROAD LLC & # 034-46-2865, D I P BUILDING TWO LLC
These parcels are subject to the Proffers associated with ZRTD-2011-0003, Dulles International Park, and the Conditions of Approval associated with SPEX-2011-0016 and SPEX-2011-0017, Dulles International Park, which were approved by the Board of Supervisors on May 15, 2012. There are no proffers or conditions related to right-of-way dedication. The existing right-of-way was acquired by VDOT in conjunction with Sheets 3, 4 & 5 of State Highway Project 0636-053-232, C-501, which was recorded in Highway Plat Book 7 Page 383, 384 and 385 and Deed Book 964 Page 262 and Deed Book 934 Page 475.

PIN# 034-36-5642, DIP BUILDING ONE LLC & # 034-36-5285, DULLES INTERNATIONAL PARK LLC
These parcels are subject to the Conditions of Approval associated with SPEX-2000-0022, Dulles International Park Bldg C & D, which was approved by the Board of Supervisors on December 4, 2000. There are no conditions related to right-of-way dedication. The existing right-of-way was acquired by VDOT in conjunction with Sheets 3, 4 & 5 of State Highway Project 0636-053-232, C-501, which was recorded in Highway Plat Book 7 Page 383, 384 and 385 and Deed Book 964 Page 262 and Deed Book 934 Page 475.

PIN# 033-15-9716, DULLES NORTH FOUR CORP
This parcel is subject to the Conditions of Approval associated with SPEX-1999-0035, Building 4 S at Dulles North Corporate Park, which was approved by the Board of Supervisors on June 19, 2000. There are no conditions related to right-of-way dedication. Right-of-way consisting of 15 feet from the existing centerline of Shaw Road was processes pursuant to a Record Plat which was recorded in Deed Book 852 Page 1883 and Plat Cabinet D Slot 59 Page 9. Additional right-of-way was acquired by VDOT in conjunction with Sheet 5 of State Highway Project 0636-053-232, C-501, which was recorded in Highway Plat Book 7 Page 386.

PIN# 033-15-6961, N V A DEVELOPMENT CORPORATION
This parcel is subject to the Conditions of Approval associated with SPEX-1997-0012, Dulles North Corporate Park (2), which was approved by the Board of Supervisors on July 30, 1997. There are no Conditions related to right-of-way dedication. A plat of correction titled “Plat of Correction Lots 33, 34 & 35 Section 3 U.S.S. Industrial Park Sterling”, which was recorded in Plat Cabinet D Slot 191 Page 6 on July 28, 1986, processed right-of-way dedication of 15 feet from the existing centerline of Shaw Road. Additional right-of-way was acquired by VDOT in conjunction with Sheet 5 of State Highway Project 0636-053-232, C-501, which was recorded in Highway Plat Book 7 Page 386.

PIN# 033-15-5688, DULLES NORTH OFFICE PARK II CORP
This parcel is not subject to any proffers or conditions.

PIN# 033-25-5229, STORAGE TRUST PROPERTIES LP
This parcel is subject to the Conditions of Approval associated with SPEX-1982-0017, Kauders, which was approved by the Board of Supervisors on September 22, 1982 and SPEX-1985-0045, Kafem-Sterling Ind Park, which was approved by the Board of Supervisors on January 6, 1986. There are no conditions related to right-of-way dedication; however, the approved special
exception plats for both SPEX-1982-0017 and SPEX-1985-0045 provide a 15’ wide easement for future street widening. A plat titled “Plat Showing Street Dedicated Lot 28 Parcel 1 Section 3 ISS Industrial Park” processed right-of-way dedication of 15 feet from the existing centerline of Shaw Road and was recorded in Plat Cabinet C Slot 739 Page 4 on September 30, 1982. VDOT acquired additional right-of-way in conjunction with Page 6 of State Highway Project 0636-053-232, C501 which was recorded in Deed Book 918 Page 1124. VDOT acquired an additional 653 square feet of right-of-way in conjunction with sheets 18 and 18A of State Highway Project 0028-053-112-RW201 which was recorded in State Highway Plat book 14 Page 120 and by Instrument #20060404-0029860 on April 4, 2006.

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

- Pursuant to Condition 4 of SPEX-1985-0041, Anker Property, the applicant shall construct full frontage improvements with the face of curb set 26 feet from the existing centerline of Rt. 636.

  4. The applicant shall dedicate a right-of-way totaling 30 feet from the existing centerline of Rt. 636 and construct full frontage improvements with the face of curb set 26 feet from the existing centerline of Rt. 636.

A site plan, SPFI-1986-0018, which was approved on July 2, 1986, provided the conditioned road frontage improvements to Shaw Road. North of the site entrance opposite Holiday Park Drive, the face of curb was provided 38’ from the existing centerline of Shaw Road. South of the site entrance opposite Holiday Park Drive, the face of curb was provided at 24’ from the existing centerline of Shaw Road.

- Pursuant to Conditions 3 & 5 of SPEX-1986-0057, B F Investments, the Applicant shall provide full frontage improvement’s (a 26’ section from centerline) across the entire front of the site and also a 200 foot right turn lane including a 100 foot taper feet south of the site’s entrance.

  3. Once VDOT completes the road improvements project for Route 636, full frontage improvements (a 26 foot section from centerline to face of curb) across the entire front of the site will be provided by the applicant.

  5. Once VDOT completes the road improvements project for Route 636, a right hand turn lane extending 200 feet south of the site’s entrance followed by a 100 foot taper will be provided by the applicant.

A site plan, SP-1986-0049, provided the conditioned road improvements.

- Pursuant to Proffer 7 of ZMAP-1987-0020, Shaw Road Business Park, the Applicant shall provide full frontage improvements to Route 636 consisting of an additional lane with the face of curb set 26’ from the existing centerline of Shaw Road.

  7. The applicant shall provide full frontage improvements to Route 636 consisting of an additional lane with face of
curb set 26’ from centerline of the current VDOT upgrading project.

The conditioned road frontage improvements were provided by a site plan, SPFI-1987-0034, which was approved on May 4, 1988.

- Pursuant to Proffers F & F.6 of ZMAP-1994-0007, Dulles Gateway Center, the Developer shall construct a new Route 636 northbound lane through lane and a right turn lane. The improvements shall be constructed or bonded for construction prior to the issuance of the first zoning permit in Phase 1.

  F. Phase 1.

  The actions, improvements and contributions identified in Proffers F. 1-8 below shall be constructed or bonded for construction prior to the issuance of the first zoning permit in Phase 1. The improvements shall be bonded in accordance with Loudoun County procedures. For purposes of these proffers, the term “construct” is intended to mean constructed or bonded for construction, and does not require acceptance into the VDOT system for maintenance prior to County issuance of a specified zoning permit.

  F.6. Rt. 636 Improvements. The Developer shall construct a new Rt. 636 northbound lane, from the southwestern edge of the Property, to the northwest corner of the Property serving as a through lane. In addition, the Developer shall also construct a right turn lane meeting both VDOT design and construction standards. This right turn lane will transition back to the proposed new northbound lane at the northwest corner of the property. A southbound left turn lane will be marked by the Developer in the existing pavement.

The proffered road improvements were completed pursuant to CPAP-1995-0086, which was approved on June 18, 1996.

Pursuant to Proffer 8 of ZMAP-1994-0007, if any of the public improvements have been constructed by others, then the Developer shall contribute to the County an amount equal to the cost of constructing such improvements.

  8. Alternative Contribution. If any of the public improvements identified herein are constructed by others, then the Developer shall contribute to the County or its designee an amount equal to the cost of constructing such improvement. The construction costs are defined to include all bonding, engineering, permit fees, surveying, utility relocation, and other actual construction costs. The County of Loudoun shall determine whether the contributions shall be used to reimburse the party who constructed the improvement, or for regional road improvements in the vicinity of and for the benefit of the Property.

The proffered road improvements were completed pursuant to CPAP-1995-0086, which was approved on June 18, 1996, therefore, the cash in lieu of construction contribution is no longer applicable.
Pursuant to Condition 7 of SPEX-2000-0022, Dulles International Park Bldg. C & D, prior to issuance of the first zoning permit, the Applicant shall complete the remaining portion of the southbound lane on Shaw road between International Drive north and International Drive South.

7. The applicant shall complete the remaining portion of the proposed southbound lane on Shaw Road (Route 636) between International Drive North and International Drive South before issuance of first zoning permit.

The conditioned frontage improvements were provided on a site plan, STPL-2000-0055, Dulles international Park Building C & D; however, this site plan went into inactive status on May 5, 2009. To date, the remainder of the southbound lane on Shaw Road has not been constructed.

Pursuant to Condition 3 of SPEX-1997-0012, Dulles North Corporate Park (2), the Applicant shall provide full frontage improvements along the property’s frontage of Route 636 with the face of curb being set 26’ from the centerline.

3. The applicant shall provide full frontage improvements along the site’s portion of Route 636 (Shaw Road) with the face of curb set 26 feet from the centerline of Route 636.

The conditioned road frontage improvements were provided by a site plan, STPL-1997-0048, which was approved on May 28, 1998.

Proffer Information – Cash Contributions:

- Pursuant to Condition 3 of SPEX-2011-0016, Dulles International Park, prior to the first zoning permit for a use that would result in a daily trip generation exceeding 1,688 trips per day, the Applicant shall make a regional roadway contribution of $12,900 that could be used for improvements to Shaw Road within 1 mile of the subject site.

3. Regional Roadway Contribution:
   Regional Roadway Contribution - The Applicant shall make a regional roadway contribution of $12,900.00, which shall be used at the discretion of the County of Loudoun provided that said funds shall be used only for one or more of the following improvements with no priority of one over the other: 1) The installation of a traffic signal at the intersection of Shaw Road and International Drive (North)/Terminal Drive; or 2) A signal warrant analysis at the intersection of Shaw Road and International Drive (North)/Terminal Drive; or 3) Other public road or transportation improvements related to said intersection; or 4) Other public road or transportation improvements associated with Shaw Road within one (1) mile of the subject site. This contribution shall be paid to the County of Loudoun prior to approval of the first zoning permit for use or uses which would result in daily trip generation exceeding 1,688 daily vehicular trips. A trip generation calculation/analysis detailing total daily vehicular trips shall be submitted with each site plan and/or site plan amendment.
application for the Special Exception use. Said contribution shall be adjusted annually, from the base year of 2012, effective each January 1st thereafter, based on the Consumer Price Index for All Urban Consumers (CPI-U) 1982-1984=100 (not seasonally adjusted) as reported by the United States Department of Labor, Bureau of Labor Statistics.

To date and post approval of SPEX-2011-0016, no zoning permits have been issued resulting in a daily trip generation exceeding 1,688 trips per day; therefore, the cash contribution has not been made.

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Name of Segment: Shellhorn Road – (Item #54)

Segment Location: Greenway Loop Road to Lockridge Road

Category: Missing Link

Estimated Cost: $8,191,800

Funding Options: There are no state or county funds available for design and construction of this road segment.

Summary

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

Construction: There are no proffers or conditions that provide for construction of this segment of Shellhorn Road.

Funding Sources: The County has not accepted any proffers or conditions that provide cash contributions for this road segment.

Current Status: There is no activity to report on this road segment.
Proffer/Condition Analysis

ROW Status:

PIN #062-17-6281, TAB I ASSOCIATES LLC ET AL
The southwestern portion of this parcel subject to the proffers of ZMAP 1990-0015, Loudoun Parkway Center, which was approved by the Board of Supervisors on February 3, 1993. The remaining portion of the parcel is not subject to any proffers or conditions. The Loudoun Parkway Center proffers do not provide for dedication or construction of Shellhorn Road east of the Greenway Loop Road.

Proffer Information – Construction and Cash in Lieu:
There are no proffers or conditions that provide for construction of this segment of Shellhorn Road.

Proffer Information – Cash Contributions:
There are no proffers or conditions that provide for cash contributions for this segment of Shellhorn Road.

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Name of Segment: Shellhorn Road (Item #55)

Segment Location: Loudoun County Parkway to Greenway Loop Road

Category: Missing Link

Estimated Cost: $3,985,200

Funding Options: This road segment is proffered to be constructed in conjunction with development of adjacent land bays in Loudoun Parkway Center, which are currently undeveloped. There are no state or County funds programmed to complete the road.

Summary

Right-of-Way: Loudoun Parkway Center proffered to dedicate 70 feet of right-of-way for Shellhorn Road, which is to occur at the request of the County. The County has not yet issued a request for this right-of-way.

Construction: Loudoun Parkway Center proffered to construct this portion of Shellhorn Road as a four lane undivided road section with a transition to divided roadway at Loudoun County Parkway. Construction is to occur when Land Bays K, L and M are developed. That portion of the property has not been developed.

Funding Sources: The County has not accepted any proffers or conditions that provide cash contributions for this portion of Shellhorn Road.

Current Status: The portion of Shellhorn Road adjacent to Land Bay M, currently owned by the National Rural Utilities Coop Corp has been designed and is bonded.
Proffer/Condition Analysis

ROW Status:

PIN #090-48-5422, NATIONAL RURAL UTILITIES COOP CORP
This parcel is subject to the proffers of Loudoun Parkway Center, ZMAP 1990-0015, which was approved by the Board of Supervisors on February 3, 1993. This property is Loudoun Parkway Center Land Bay M. The last sentence of Proffer IX.A provides for the donation of right-of-way for on-site roads to be donated at the request of the County. The existing 60 feet of right-of-way for Shellhorn Road, adjacent to the intersection with Loudoun County Parkway, was processed with the record plat for Loudoun County Parkway, SBRD 1997-0054, which was recorded on July 27, 1999 in deed book 1698, page 1694 and shown on the plat filed in cabinet E, slot 395, pages 4-7. This parcel is undeveloped; the County has not requested dedication of Shellhorn Road.

IX. TRANSPORTATION:
A. On-Site Roadway

The Applicant shall construct, or cause to be constructed, in accordance with VDOT standards, all on-site roadways shown on the Concept Plan except as otherwise provided herein. The bridge which conveys the roadway designated Loop Road on the Concept Plan over the Dulles Toll Road Extended is required to be designed and constructed by the Toll Road Corporation of Virginia, or its successors in interest, by the terms of the Conveyance Documents referred to in Section IX.C., hereinafter and is not proffered to be constructed by the Applicant. At the time any of land bays designated A-1, A-2, B and C on Exhibit A (Concept Plan) are subdivided, any streets thereon that are proposed by the Applicant to be private streets shall be constructed in conformance with Section 4.380 (Private Street Standards) of the Loudoun County Facilities Standards Manual. Consistent with the Concept Plan, the Applicant shall construct or bond for construction the four-laning of on-site roads prior to final approval of any subdivision or site plan in the project that is projected to cause any on-site road to reach 8,000 vehicle trips per day based on the trip generation rates established by the ITE Trip Generation manual, 5th edition, and as agreed to by the County and the Applicant. In the event the County and the Applicant disagree as to such trip generation ratios, such ratios shall be as determined by the Zoning Administrator. Right-of-way for on-site roads (other than for the Dulles Toll Road Extension, which is discussed in Paragraph IX.C. hereinafter) shall be donated at the request of the County.
PIN #062-36-1210, VIZSLA VENTURES LLC
This property is subject to the proffers of Dulles-Berry, ZMAP 1986-0056, which was approved by the Board of Supervisors on March 6, 1990. There are no proffers provided for dedication or construction of Shellhorn Road in the Dulles-Berry application.

PIN #062-25-7314, VIRGINIA ELECTRIC & POWER COMPANY
This parcel is not subject to any proffers or conditions.

PIN #062-17-6281, TAB I ASSOCIATES LLC ET AL
The southwestern portion of this parcel subject to the proffers of ZMAP 1990-0015, Loudoun Parkway Center, which was approved by the Board of Supervisors on February 3, 1993. The remaining portion of the parcel is not subject to any proffers or conditions. The last sentence of Loudoun Parkway Center Proffer IX.A provides for the donation of right-of-way for on-site roads to be donated at the request of the County. This portion of Loudoun Parkway Center, which comprises Land Bays K and L, has not yet been developed; therefore, that portion of the right-of-way has not been dedicated.

Proffer Information – Construction and Cash in Lieu:
• Loudoun Parkway Center, ZMAP 1990-0015, Proffer IX.B provides for the phasing of roadway improvements which are to occur based on the roadway linkages shown in Exhibit B (attached) and further described in Exhibit C.
The description provided in Exhibit C for the Shellhorn Road is below. This section of Shellhorn Road is proffered to be a 4 lane undivided road in a 70 foot right-of-way.

Pursuant to Exhibit B, Figure I, construction of Rt. 643 (Shellhorn Road) as a four lane road is to occur in conjunction with up to 800,000 gross square feet of PD-OP development of Land Bays K, L and M. A proffer determination issued December 13, 2006 (ZCOR-2006-0316) approved a modification to the roadway phasing shown on Figure I to allow Land Bay M to be developed independently of Land Bays K and L without constructing the extension of Route 643 beyond Land Bay M.

Construction plans were prepared for the extension of Shellhorn Road along Land Bay M, approximately 1,400 linear feet beyond Loudoun County Parkway. The plan set is titled Loudoun Parkway Center – Shellhorn Road, the application number is CPAP 2007-0079. The applicant, National Rural Utilities, bonded the road improvements with bond #CMS251002, agreement date April 2, 2010, 36 month term, the bond amount is $2,266,000; this bond agreement has been extended until April 2, 2014. The applicant also posted a cash escrow bond to extend the road improvements to the property line; there is a $32,000 proffer performance agreement, bond #2509, agreement date August 10, 2010, 36 month term; in August 2013, the County received a request to extend this agreement.
Proffer Information – Cash Contributions:
There are no proffers or conditions that provide contributions for this portion of Shellhorn Road.

Disclaimer:
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Name of Segment: Sterling Boulevard (Item #53)

Segment Location: Pacific Boulevard to Moran Road

Category: Missing Link

Estimated Cost: $8,413,200

Funding Options: On October 2, 2013 the Board of Supervisors approved the use of FY 2015 Northern Virginia Transportation Authority local funds (30% funds) as a local match to the State Revenue Sharing program for this segment of Sterling Boulevard.

Summary

Right-of-Way: There are no proffers or conditions providing right-of-way dedication.

Construction: There are no proffers or conditions providing improvements to this segment of Sterling Boulevard.

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

Current Status: On October 2, 2013 the Board of Supervisors approved the use of FY 2015 Northern Virginia Transportation Authority local funds (30% funds) as a local match to the FY 2015 State Revenue Sharing program for this segment of Sterling Boulevard. This segment of Sterling Boulevard is planned to be added to the County’s FY 2015 CIP.
Proffer/Condition Analysis

ROW Status:
PIN# 045-39-1908, PROLOGIS
There are no proffers or conditions for right-of-way dedication. An active Special Exception application, SPEX-2013-0016, was submitted on July 2, 2013 to permit office and data center uses in the PD-IP District for Building #9. Currently, there are no conditions for right-of-way dedication for this segment of Sterling Boulevard.

PIN# 045-28-2657, # 045-28-0698, # 045-37-8311, # 045-37-5923 & # 045-37-3336, SECOND GENERATION LLC ET AL
There are no proffers or conditions for right-of-way dedication.

PIN# 045-37-0852, HILL, ROGER R TEE
There are no proffers or conditions for right-of-way dedication.

PIN# 045-36-4163-001, U S A WASTE OF VIRGINIA INC c/o WASTE MANAGEMENT
This parcel is subject to the Conditions of Approval associated with Special Exception application SPEX-1995-0026, Gateway to the World – Metro Recycling, which was approved by the Board of Supervisors on July 25, 1996 and SPEX-2001-0013, Gateway to the World – Sterling Material Recovery Facility, which was approved by the Board of Supervisors on March 18, 2002. There are no conditions for right-of-way dedication.

PIN# 045-35-8110, DCT DULLES PHASE II LLC
There are no proffers or conditions for right-of-way dedication.

PIN# 045-26-4089, LOUDOUN BUILDING LLC
There are no proffers or conditions for right-of-way dedication.

PIN# 045-26-9479 & # 045-27-4849 SECURITY CAPITAL INDUSTRIAL TRUST
These parcels are subject to the proffers associated with ZMAP-1987-0026, Concorde Industrial Park, which was approved by the Board of Supervisors on March 21, 1988. There are no proffers for right-of-way dedication for Sterling Boulevard.

PIN# 045-27-9612, HUGHES, JOHN J JR & R T WILLIAMS
There are no proffers or conditions for right-of-way dedication.

PIN# 045-18-5843-000, CONDOMINIUM COMMON ELEMENT PROLOGIS PARK GATEWAY
There are no proffers or conditions for right-of-way dedication.
**Proffer Information – Construction and Cash in Lieu:**
There are no proffers or conditions for construction or cash in lieu of construction contributions.

**Proffer Information – Cash Contributions:**
There are no proffered or conditioned cash contributions for this segment of Sterling Boulevard.

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Name of Segment: Waxpool Road (Item #23)

Segment Location: Faulkner Parkway to Ashburn Road

Category: Bottleneck

Estimated Cost: $2,565,000

Funding Options: The County does not need to provide any funding for this road segment because it was completed by the developer of Fairfield at Ryans Corner pursuant to its proffers.

Summary

Right-of-Way: All of the necessary right-of-way dedications have been processed to improve this road segment to a four lane undivided roadway.

Construction: Several developments proffered to construct improvements to this road segment. Ryan Park Center constructed a half section across the frontage of its property. Fairfield at Silo Creek proffered to construct a portion of this segment, but was unable to acquire the necessary right-of-way. Broadlands also proffered to construct interim improvements that extended to the Ryan intersection. Ultimately, the developer of Fairfield at Ryans Corner was successful in fulfilling its proffered improvements to widen Waxpool Road from Ashburn Road to Faulkner Parkway.

Funding Sources: The County received regional road proffer contributions from the developer of Fairfield at Silo Creek that has been appropriated for the County’s Waxpool Road project that will widen the road between Unbridled Way and Faulkner Parkway.

Current Status: This portion of Waxpool Road was improved in 2012 to a four lane undivided road by the developer of Fairfield at Ryans Corner.
Proffer/Condition Analysis

ROW Status:

PIN #087-16-8194, BROADLANDS COMMUNITY CHURCH
This parcel is subject to the proffers of Ashburn Center, ZMAP 1988-0027, which was approved by the Board of Supervisors on February 20, 1990. Proffer 4 provides dedication of a half section of Route 625 as a U4R roadway. Right-of-way dedication for Waxpool Road/Route 625 was processed with the record plat for Farmwell Hunt Section 2 – Faulkner Parkway, SBRD 1998-0070, which was recorded on March 23, 1999 in deed book 1662, page 874.

4. The Applicant shall dedicate the right-of-way for construction of one-half (1/2) section of a four (4) lane divided (U4R) roadway and turn lanes on the north side of Route 625 along the frontage of the Property for each respective section of the development fronting on Route 625 at the time of final subdivision plat approval.

The Applicant shall dedicate a 90’ right-of-way and construct a four (4) lane divided (U4R) roadway identified as the "North Ryan by-pass" on the Plat.

Prior to record subdivision plat approval for each section of the development located adjacent to Route 625, the Applicant shall post a bond and construct the frontage improvements (1/2 section) concurrent with the development of the respective section.

The Applicant shall restrict the entrances on Route 641 to those shown on the Plan, unless alternative entrances are approved by the County and/or VDOT.

PIN #088-35-2063, FARMWELL HUNT HOMEOWNERS ASSOCN
This parcel is subject to the proffers of Ashburn Center, ZMAP 1988-0027. According to the County’s GIS system, the current right-of-way for Waxpool Road fronting this parcel measures 35 feet from centerline. This right-of-way was reportedly dedicated in deed book 1591, page 2245; staff is unable to locate this instrument to confirm the dedication.

PIN #088-36-0307, PIN #088-35-4828 & PIN #088-35-3428 FLYNNS CROSSING HOMEOWNER ASSOCN
These parcels are subject to the proffers of Ryan Park Center, ZMAP 1995-0010/ZCPA 1995-0005, which was approved by the Board of Supervisors on April 2, 1997. Pursuant to Proffer I and Exhibit B-1, an unspecified area of dedication for Waxpool Road was processed with the dedication plat for Ryan Park Center, Waxpool Road, Shellhorn Road and Ryan Road that was recorded on June 11, 1998 in deed book 1583, page 36 and shown on the plat filed in cabinet E, slot 45, pages 3-9.

I. LAND USE DEVELOPMENT PLAN:

The development of the Property shall be in substantial conformity with the July 5, 1996 Proposed Concept Development Plan (the "Concept Plan") as revised December
12, 1996, prepared by Dewberry & Davis and incorporated herein by reference as "Exhibit A". The Concept Plan shall control the general development, layout and configuration of the Property with reasonable allowances consistent with the Zoning Ordinance to accommodate engineering constraints and to provide site design flexibility at time of subdivision and/or site plan approval. Maximum FAR densities for each non-residential land bay shall be as set forth on the Concept Plan. Total FAR density for all non-residential development on the Property shall not exceed 0.4. Land Bays "G" and "H" depicted on the Concept Plan shall each have an FAR ascribed to them of 0.4; however, with the exception of stormwater facilities, they shall not be developed unless they are first combined with other lands north of Route 772, relocated.

At time of each application for preliminary subdivision or preliminary site plan approval for portions of the Property the Applicant shall depict the major on-site road network connected with such application, and such road layout will substantially comply with the design guidelines of the County's Choices and Changes General Plan.

No zoning permits for residential development beyond the level permitted in Section IX.B.1. of these Proffers, shall be issued to the Applicant until such time as the Applicant has been issued zoning permits for and begun, or completed, the construction of at least 75,000 square feet of nonresidential construction or has been issued a building permit for, and begun, or completed, the construction of the hotel on Parcel A of the Concept Plan.

No more than 350 market rate dwelling units will be developed on the Property. No more than 230 market rate dwelling units developed on the Property may be single-family attached units. The remainder of the market rate dwelling units developed on the Property will be multifamily units.

Right of way for all public roads proposed on-site will be dedicated at no cost to the County and/or the Virginia Department of Transportation ("VDOT") at the time such dedication is requested by either the County and/or the VDOT or at the time of record plat approval, whichever is first in time. Full access to the Property from Relocated Route 772 in the approximate location shown on the Concept Plan as right-in and right-out access may be utilized until the road improvements described below in Proffer IX.B.4 are constructed at which time the Applicant will construct a barrier on Relocated Route 772 which will restrict vehicle movements from the Property to Relocated Route 772 to right-out only and prevent left turn and "U"-turn movements at the Route 643 intersection. Right-in/right-out access to the Property from Relocated Route 643 shall be permissible in the approximate locations shown on the Concept Plan until such time as traffic utilizing the right-out movement from the Property to Relocated Route 643 results in a level of service less than "D", at which time the Applicant will install directional signage which will prohibit left turn and "U"-turn movements on Relocated Route 643 by vehicles utilizing the right-out access.

PIN #088-25-2998, NORTHWESTERN MUTUAL LIFE INS CO
This parcel is currently subject to the proffers of Fairfield at Ryans Corner, ZMAP 2008-0007, which was approved by the Board of Supervisors on September 1, 2009; this application superseded the Ryan Corner rezoning application, ZMAP 2003-0013. Pursuant to Proffer III.C of Ryan Corner, 19,059 square feet was dedicated for Waxpool Road, which was processed with ESMT 2010-0064 and recorded on November 16, 2011 with instrument #20111160071908.
PIN #119-30-9262, RYAN CENTER LLC
This parcel is subject to the Gas Mart Corp & Four Sons Family LLC & Nellco LLC rezoning application, ZMAP 2004-0012, which was approved by the Board of Supervisors on January 4, 2005. There are no proffers associated with this application. An easement plat, ESMT 2002-0039, dedicated 6,912 sq. ft. of right of-way for Waxpool Road, which was recorded on January 28, 2003 in deed book 2404, page 0852 and shown on the plat filed in cabinet G, slot 143, page 8.

PIN #119-30-7673, SANDHU, HARKEERET & J SANDHU
This parcel is subject to a special exception application approved by the Board of Supervisors on December 12, 2011 for the Harvard Junior Preschool, SPEX 2009-0005. Condition 8 provides for right-of-way dedication for Waxpool Road. This dedication was processed with ESMT 2011-0001 which dedicated 695 square feet of right-of-way for Waxpool Road; this application was recorded on June 8, 2012 with instrument #201206080043801.

8. **Right-of-way Dedication.** Prior to approval of the first site plan for the Special Exception Use or at the request of the County, whichever shall first occur, the Applicant shall dedicate to the County, at no public cost, (a) a fifteen (15) foot width measured from the centerline of Shellhorn Road across the Property frontage, as shown on the SPEX Plat, to accommodate the existing prescriptive right-of-way for Shellhorn Road together with an additional six (6) foot width to accommodate the 5-foot sidewalk referenced in condition 5 above; and (b) sufficient width across the Waxpool Road frontage of the Property to allow for the future widening of Waxpool Road by others to a width of thirty-five (35) feet from centerline as shown on the SPEX Plat together with an additional six (6) foot width to accommodate the 5-foot sidewalk referenced in condition 5 above.

PIN #119-30-7083 & PIN #119-30-5769, PARAGON HOMES INC
These parcels are not subject to any proffers or conditions. Right-of-way for Waxpool Road was dedicated with an easement plat, ESMT 2010-0070, which shows 1,930 sq. ft. dedicated from PIN #119-30-7083 and 1,193 sq. ft. dedicated from PIN #119-30-5769; this instrument was recorded on July 8, 2011 with instrument #201107080049037.

Proffer Information – Construction and Cash in Lieu:
- Ashburn Center, ZMAP 1988-0027, does not reflect any improvements to this portion of Waxpool Road on its Concept Plan. The Plan provided improvements to Waxpool Road east of this segment.
- Ryan Park Center, ZMAP 1995-0010/ZCPA 1995-0005, Proffer IX.B.1 provides for improvements to Route 625 as shown on Exhibits B-1 and C. Exhibit B-1 depicts a half section of a four lane undivided road across the Waxpool Road frontage of Ryan Park Center. This proffer was fulfilled by the improvements that were constructed as shown on the approved construction plans and profiles for Ryan Park Center RT 625/643/772, CPAP 1996-0126, which was revised by CPAP 1998-0029.
1. Residential Development Up to 318 Dwelling Units. Subject to other legally imposed County requirements, zoning permits shall be issued for up to the first 318 units of residential development on Land Bay I, as shown on the Concept Plan, only after the Applicant first constructs, or bonds for construction, existing Route 625 improved across the frontage of the subject Property by the addition of such turn lanes as are reasonably required by VDOT, generally as shown on Exhibits B-1 and C, attached hereto and made a part hereof, provides an access to Parcel I on Route 643 and improves the portion of Route 643 from Route 625 to said access point to a two-lane paved section in accordance with reasonable VDOT standards; and improves the intersection at Route 643 and Route 625 just to the east of the main Ryan intersection, generally as depicted on Exhibit C to meet reasonable VDOT standards.

Ryan Park Center Proffer IX.F.1 provides for a contribution in lieu of construction if any of the proffered improvements are constructed by others. This proffer is not applicable because the developer of Ryan Park Center, Reliance Insurance, constructed the Route 625 improvements.

F. Construction by Others

1. In the event that any one or more of the individual roadway improvements proffered by the Applicant herein is substantially performed by others prior to bonding for such construction by the Applicant, the actual paid and reasonable construction costs of such individual improvements shall be contributed by the Applicant to the County in lieu of Applicant's construction obligation. Such contributions in lieu of actual construction shall occur at the time specified in the applicable proffer for construction or bonding of a specific improvement and shall be used for off-site roadway improvements in the vicinity of, and for the benefit of, the Property. The amount of said contribution shall escalate each year on January 10 following the year such construction is completed by others in accordance with the Consumer Price Index published by the Bureau of Labor Statistics, U.S. Department of Labor. 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 Applicant and the other parties.

- Fairfield at Ryans Corner, ZMAP 2008-0007, Proffer IV.8.B provides for construction of Waxpool Road to a four lane undivided condition from Ashburn Road to its intersection with Faulkner Parkway. This proffer was fulfilled by the improvements that were constructed as shown on the Fairfield at Ryans Corner Waxpool Road construction plan and profiles, CPAP 2010-0005. The developer constructed the road improvements, which are open to traffic; the improvements are bonded with State Maintained Road Agreement, bond #105527433, which has an agreement date of May 3, 2011; this bond was extended on September 4, 2013 to May 4, 2014.
Proffer IV.14 provides for a cash equivalent contribution if certain improvements are constructed by others. This proffer is not applicable because the developer of Fairfield at Ryans Corner constructed the Waxpool Road improvements.

14. CASH EQUIVALENT CONTRIBUTION

In the event that any or all of the improvements required by Proffers 8.B., 8.D., 8.E., 8.F, 10.A., 10.B., 10.C., 10.D., and/or 11 are constructed by others prior to the time the Applicant would otherwise be required to construct such improvements, then, in lieu of such construction, the Applicant shall pay a Cash Equivalent Contribution to the County for each such improvement. Cash Equivalent Contribution amounts shall be determined based on all project construction costs to include engineering, surveying, bonding, permit fees, utility relocation, and other hard costs of construction actually expended as verified by invoices for project expenses by the party who accomplished the transportation improvements in Proffers 8.B., 8.D., 8.E., 8.F, 10.A., 10.B., 10.C., 10.D., and/or 11. In the event that the paid invoices for the work cannot be obtained to verify actual costs expended for said improvements, the Cash Equivalent Contribution will be based upon County bonding estimates for said construction. This Cash Equivalent Contribution will be due and payable at the time the Applicant would have otherwise been required to bond or construct such improvements.
Fairfield Residential at Silo Creek, ZMAP 1999-0021, on January 16, 2001, subject to the proffer statement dated January 3, 2001. Proffer VIII.B.2 provides for frontage improvements, as well as off-site improvements which were to extend from the easternmost entrance of the property to the Ryan intersection. As shown on the construction plans and profiles, CPAP 2001-0019, Silo Creek designed the road improvements in two phases. The developer, Camden, constructed Phase 1 which consisted of frontage improvements. On February 12, 2002, Camden posted a proffer performance agreement in the amount of $255,000 for Phase 2, which was the off-site improvements (bond #SM419980C). Camden did not construct the Phase 2 improvements because they were unable to obtain the necessary off-site right-of-way. The Phase 2 bond was released on July 18, 2012 because the road improvements were bonded by the developer of Fairfield at Ryans Corner.

2. Off-Site Improvements & Related Phasing.

The Countywide Transportation Plan identifies Waxpool Road (Route 625) as a four (4) lane undivided facility in the ultimate condition. As stated above, in Proffer VIII.B.1, the Applicant shall construct half of such a roadway across the frontage of the Subject Property. Additionally, the Applicant shall construct such off-site improvements to Route 625 between the easternmost entrance into the Subject Property and the Ryan intersection, in order to construct the ultimate four-lane undivided (U4) section along this segment of Route 625 and shall complete said off-site improvements, prior to final bond release for this phase or the issuance of any Certificates of Occupancy for any multi-family dwelling units west of the Beaverdam Run floodplain, whichever event occurs sooner, unless all or a portion(s) of these improvements have already been constructed by others prior to this time. In order to partially fund and facilitate this off-site regional-serving road construction effort, the Applicant shall petition the Loudoun County Board of Supervisors to allow for collected regional transportation proffered funds to be utilized by the Applicant, in conjunction with the Applicant’s regional roadway contributions, outlined in Proffer VIII. The Applicant’s responsibility for constructing these off-site road improvements is contingent upon the Board of Supervisors allowing for these collected regional transportation proffered funds to partially fund and facilitate this off-site regional-serving road construction effort. For the purpose of these proffers, the term “construct” shall mean constructed or bonded for construction.

Where right-of-way and/or easements necessary for construction of proffered improvements cannot be obtained either; i) voluntarily through donation or proffer to the County; or ii) through purchase at fair market value by the Applicant, the Applicant shall request that the County acquire such right-of-way and/or easements 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 in accordance with procedures established by the Loudoun County Attorney’s Office. The initiation of such eminent domain proceedings is solely within the discretion of the County. Should Loudoun County refuse or fail to allow for its power of eminent domain to be used so as to allow for
acquisition of this off-site right-of-way within four (4) months of receipt of a written request from the Applicant to do so, the Applicant shall be relieved of its obligations to construct off-site roadway improvements which require use of this off-site right-of-way.

- Broadlands, ZCPA 1994-0005, Proffer V.B.40(b) provides for construction of two lanes on Route 625 from Claiborne Parkway to the Ryan intersection. Broadlands designed these improvements and partially constructed them as shown on CPAP 1994-0085. VDOT required Broadlands to construct the portion of the road that overlapped with Fairfield at Silo Creek’s Phase 2 improvements in conjunction with Silo Creek’s project. Broadlands was supposed to construct the two inside lanes, while Silo Creek was going to construct the outside two lanes. Since Silo Creek did not move forward with their improvements, Broadlands posted a proffer performance agreement for the remaining portion of road project; bond #104851994, agreement date March 19, 2007, bond amount $88,000; this bond was released on June 6, 2012 because the construction of a full four lane road segment was bonded by the developer of Fairfield at Ryans Corner.

40. **Route 625**

   (b) i. Developer shall construct two lanes of a four lane undivided cross section roadway on Route 625, within the existing and/or proffered right-of-way, between the Ryan intersection (the intersection of Routes 625, 643 and 772 in the Village of Ryan) and the West Spine Road/Claiborne Parkway (excluding the limits of the DTRE construction), as specified herein.

   ii. Developer shall construct those portions of Route 625 east of the DTRE limits of construction and ending approximately 800' west of the Ryan intersection within a 24' section with shoulders or curb and gutter (where possible), all as shown on that certain Exhibit entitled "Geometric Layout Plan, Route 625 Waxpool Road, Offsite Improvements - Broadlands," and dated May 10, 1995 (2 sheets) [Exhibit E].

   iii. Within the Transition Area (the approximately 800' of Route 625 located on the west side of the Ryan intersection), the Developer shall construct a Reduced Alternative roadway (pursuant to Proffer #40(d)), consisting of an approximately 22' section and 2' shoulders, as is also specified on said Exhibit E.

   iv. The differential in costs for the Transition Area shall be determined by comparing the costs associated with (a) the Reduced Alternative 22' section with 2' gravel shoulders to (b) a typical 24' section with 6' shoulders; Developer shall contribute said differential to its Transportation Improvement Fund (see Proffers #48451) (Developer's "Transition Area Contribution").
v. Developer shall receive credit towards its Transportation Improvement Fund for the costs of construction of curb and gutter, including associated storm sewer, along the portion Route 625 shown on the Exhibit (Developer’s “Credit”).

vi. Should the value of Developer’s Credit exceed the Transition Area Contribution, the difference shall be credited against the per unit contributions to the Transportation Improvement Fund established by these proffers, beginning with the issuance of the 400th zoning permit.

vii. Should the value of Developer’s Transition Area Contribution exceed the Credit, Developer shall contribute said value to the Transportation Improvement Fund prior to the issuance of the 400th zoning permit for development of the Property.

viii. Developer shall exercise its best efforts to coordinate and facilitate the construction of the ultimate section of Route 625 (between the Ryan intersection and the Property) and shall make available upon request copies of construction drawings submitted to the County to property owners abutting Route 625 at the same time as the Developer constructs its half section of Route 625.

(d) Notwithstanding subparagraphs (b) and (c) above, at the direction of the County and VDOT, the Developer shall construct a reduced alternate improvement to (i) Route 625 between the Ryan intersection and the eastern limits of the DTRE, excluding the limits of the DTRE construction, (ii) the extension of Route 641, and/or (iii) the cul-de-sacing of Route 643. In the event the County and VDOT direct the Developer to construct a reduced alternate improvement the Developer shall contribute to the County an amount equal to the difference in cost between (i) the alternate improvement and (ii) the unconstructed proffered improvement to Route 625 and/or the cul-de-sacing of Route 643. Such contribution shall be used for regional roadway improvements to Route 659. Said cash contribution shall be determined in accord with Proffer #32. The intent of this improvement option is to provide the County with the discretion to determine how regional roadway funds should best be applied. It is projected that Route 625 will primarily be utilized by the Property on an interim basis until the DTRE is constructed. As such, the County may wish to work with VDOT to develop a reduced alternate improvement for Routes 625, 641, and 643 that will meet this interim need while affording the opportunity to put regional funds toward Route 659. It is the understanding of the Developer that because these improvements are required prior to the issuance of the first zoning permit, the County and VDOT shall determine the level of improvement the Developer shall construct no later than approval of the first preliminary subdivision plan for Broadlands. In the event the County and VDOT have not reached a resolution as
to the level of improvement to be constructed by the Developer by the time of approval of the first preliminary subdivision plan, the Developer shall construct the improvements defined under Proffer #40(b) and (c).

Proffer Information – Cash Contributions:

- Fairfield Residential at Silo Creek, ZMAP 1999-0021, Proffer VIII.E provides for Regional Transportation Contribution, and stipulates that the cost of such off-site improvements to Route 625 and related land acquisition could be credited against the total contribution. This credit was not given because the developer of Fairfield at Silo Creek, Camden, was not able to acquire the off-site right-of-way and construct the improvements to Route 625/Waxpool Road. Proffer VIII.E is fulfilled; the County has received a total of $479,332; the funds have earned $103,694 in interest, no funds have been distributed; the current balance in this proffer fund is $583,026 (proffer sequence #99063323). A proffer determination issued on April 27, 2012 found that it is appropriate to use the balance of this proffer account to fund the County’s Waxpool Road project.

E. Regional Transportation Contribution. The Applicant shall make a regional transportation contribution of $1,700.00 per market rate multi-family dwelling unit. Said regional transportation contribution shall be made at time of the issuance of the zoning permit for each such dwelling unit. The regional transportation contribution shall be used to make transportation improvements in the vicinity of the Subject Property with first priority being given to Route 625, then other transportation improvements which directly benefit the Subject Property, and then other transportation improvements identified by Loudoun County. However, should the Applicant construct or cause to be constructed any off-site improvements to Route 625, as outlined in Proffer VIII.B.2 above, or any other transportation facility, the cost of such off-site improvements and related land acquisition shall be credited against the combined total of the regional transportation contribution for all the market rate units on the Subject Property.

Disclaimer:
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Name of Segment: Waxpool Road (Item #24)

Segment Location: Unbridled Way to Faulkner Parkway

Category: Bottleneck

Estimated Cost: $4,725,000

Funding Options: This project is fully funded in the FY 2014 Adopted Capital Improvement Program.

Summary

Right-of-Way: All right-of-way required for this project has been dedicated.

Construction: Construction of this road improvement commenced in November 2013. The County prepared the construction plans and profiles for the Waxpool Road Expansion, CPAP 2006-0051.

Funding Sources: This project is fully funded by a combination of State Capital Assistance, local gasoline tax funds and cash proffers. A cash equivalent contribution is owed by Morley Corner – Temple Baptist Church because the County is constructing their proffered Waxpool Road improvements.

Current Status: Construction plans have been approved; all easement plats have been recorded; construction contract has been awarded; construction commenced in November 2013.
Proffer/Condition Analysis

ROW Status:

PIN #089-49-6285, ZEBRA VENTURES C/O DUPONT FABROS DEVELOPMENT LLC

This parcel is subject to the proffers of Worldcom, ZMAP 1998-0003, which was approved by the Board of Supervisors on June 17, 1998. Proffer II.B(b) provides for dedication and construction of the southern two lanes of Waxpool Road, which is planned to be a four lane median divided road in a 90 foot right-of-way. The proffered dedication was fulfilled with the processing of site plan, STPL 1998-0028, which dedicated 43,748 sq. ft. of right-of-way for Waxpool Road. This dedication was recorded on July 15, 1998 in deed book 1591, page 2249. As shown on the corresponding plat filed in cabinet E, slot 69, page 10, the dedication provided 45 feet from the centerline.

Additional right-of-way was needed to support the County’s expansion of Waxpool Road. An easement plat, ESMT 2009-0033, dedicated 699 square feet of right-of-way; which was recorded on May 8, 2013 with instrument #201305080038007.

(b) Waxpool Road (Route 625) Frontage Improvements. Waxpool Road (Route 625), between the proposed Islamic Saudi Academy and the Regency Subdivision, is planned as a four-lane median divided road within a ninety (90) foot right-of-way. Concurrently with the issuance of the first zoning permit for the Phase I Campus, the Owner shall dedicate right-of-way for and bond for construction frontage improvements consisting of the southern two lanes of a four-lane median divided road. Due to the topography and elevations of Waxpool Road in this area, it is not cost effective to construct this half section of Waxpool Road at this time. By bonding the half section, the Owner has ensured that the funds are available to construct the full section of Waxpool Road in this vicinity at such time as the property owner to the north (Ashburn Center, ZMAP 1988-0027) commences construction of the northern (west bound) two-lane section of Waxpool Road in this area. In addition, the Owner will not open up site entrances "A" and "B" for use unless Route 625 is constructed, either by the Owner or by others, as a four lane divided section at these entrances, with transition lanes back to the two lane section of Route 625 in front of the Regency property. In the event the Owner constructs such four lane divided section to gain the use of entrances "A" and "B", Owner shall seek reimbursement from the County for the share of said improvements proffered by others.

PIN #088-29-1275 & PIN #088-37-2815, REGENCY HOMEOWNERS ASSOC INC

These parcels are not subject to any proffers or conditions. Right-of-way for the County’s Waxpool Road project was dedicated from both parcels with the processing of two easement plats. ESMT 2009-0031 dedicated 2,057 square feet from PIN #088-29-1275, which was recorded on January 16, 2013 with instrument #201301160004744. ESMT 2009-0035 dedicated 7,105 square feet from PIN #088-37-2815, which was recorded on January 16, 2013 with instrument #201301160004746.
PIN #088-30-5331, LOUDOUN LLC C/O ST JOHN PROPERTIES INC
This parcel is subject to the proffers of Ashburn Center, ZMAP 1988-0027, which was approved by the Board of Supervisors on February 20, 1990. Proffer 4 provides dedication of the northern half section of Route 625 as a U4R roadway. Right-of-way dedication for Waxpool Road/Route 625 was processed with a subdivision waiver application for Ashburn Technology Park Section 3, SBWV 2011-0001, which dedicated 18,321 sq. ft. of right-of-way; this application was recorded on May 20, 2011 with instrument #201105200031118. Additional easements were required for the County’s Waxpool Road project which were granted with ESMT 2009-0036; this application was recorded on May 17, 2013 with instrument #201305170041183.

4. The Applicant shall dedicate the right-of-way for construction of one-half (1/2) section of a four (4) lane divided (U4R) roadway and turn lanes on the north side of Route 625 along the frontage of the Property for each respective section of the development fronting on Route 625 at the time of final subdivision plat approval.

The Applicant shall dedicate a 90’ right-of-way and construct a four (4) lane divided (U4R) roadway identified as the "North Ryan by-pass" on the Plat.

Prior to record subdivision plat approval for each section of the development located adjacent to Route 625, the Applicant shall post a bond and construct the frontage improvements (1/2 section) concurrent with the development of the respective section.

The Applicant shall restrict the entrances on Route 641 to those shown on the Plan, unless alternative entrances are approved by the County and/or VDOT.

PIN #088-39-2214, INTERGATE ASHBURN I LLC
This parcel is subject to the proffers of Ashburn Center, ZMAP 1988-0027. Proffer 4 provides for the dedication of Route 625 for the northern half section of a U4R roadway (refer to proffer text above). Right-of-way dedication for Waxpool Road/Route 625 was processed with the site plan for Parcel A – Section 3 Ashburn Technology Park, STPL 2011-0014, which dedicated 4,395 sq. ft. of right-of-way; this was recorded on April 5, 2012 with instrument #2012040500255510.

PIN #088-38-1788, F P ASHBURN LLC
This parcel is subject to the proffers of Ashburn Center, ZMAP 1988-0027, and the special exception application for Ashburn Center Parcel J, SPEX 2006-0032, which was approved by the Board of Supervisors on June 13, 2007. Special exception Condition 5 provides for dedication for Waxpool Road along the property’s frontage, which was fulfilled by dedication plat, DEDI 2005-0001, which provided 6,505 sq. ft. of right-of-way; this plat was recorded on July 9, 2007 with instrument #200707090051289. Additional easements were required for the County’s Waxpool Road project which was processed with ESMT 2009-0030 and recorded on March 14, 2013 with instrument #2013031400021644.
5. **Waxpool Road Dedication.** The Applicant shall dedicate to the County the necessary Waxpool Road right-of-way along the Property’s frontage consistent with Sheet 2 of the Plat. Said dedication shall be provided to the County upon request and shall be provided without compensation to the applicant.

**PIN #088-37-1171, TEMPLE BAPTIST CHURCH OF HERNDON VA**
This parcel is subject to the proffers of Morley Corner – Temple Baptist Church, ZMAP 2009-0006, and special exception conditions of approval, SPEX 2009-0026, which were approved by the Board of Supervisors on September 13, 2010. Proffer V.B.2 provides for granting of all necessary easements for construction of two lanes of a four lane divided Waxpool Road across the property’s frontage. This proffer was fulfilled by an easement plat, ESMT 2009-0028, which dedicated 4,502 sq. ft. of right-of-way and granted various easements; the easement was recorded on February 1, 2013 with instrument #201302010009913.

2. The Owner shall construct two lanes of a four lane divided road section of Waxpool Road across the frontage of the Property, in addition to the right turn lane into the Property as shown on the CDP. The Owner shall construct or bond these improvements prior to or in conjunction with the approval of the first record plat or first site plan for development of the Property, whichever occurs first. The Owner shall also grant all necessary construction and maintenance-related easements associated with such improvements.

**PIN #088-36-7086, FARMWELL HUNT HOMEOWNERS ASSOCN**
This parcel is subject to the proffers of Ashburn Center, ZMAP 1988-0027. Proffer 4 provides for the dedication of Route 625 for a half section of a U4R road way (refer to proffer text on page 4). The proffer also provides for dedication of 90 feet of right-of-way for the North Ryan by-pass; this road is now known as Faulkner Parkway. The junction of Waxpool Road and Faulkner Parkway is located at the southeastern corner of this parcel. The right-of-way for Faulkner Parkway was dedicated with the record plat for Farmwell Hunt Section 2 – Faulkner Parkway, SBRD 1998-0070, which was recorded on March 23, 1999 in deed book 1662, page 874.

**PIN #088-36-7833, ASHBURN MASONIC LODGE**
This parcel is subject to the special exception conditions of Ashburn Sterling Lodge 288, SPEX 2000-0016, which was approved by the Board of Supervisors on May 21, 2001. There were no conditions that provided right-of-way dedication. An easement plat, ESMT 2004-0029, processed 3,285 sq. ft. of right-of-way for Waxpool Road, which was recorded on November 29, 2004 with instrument #200411290126289. Additional right-of-way was dedicated with easement plat, ESMT 2009-0034, which recorded 823 sq. ft. for Waxpool Road on March 14, 2013 with instrument #201303140021648.

**PIN #088-36-4714, FAULKNERS LANDING HOA**
This property is subject to the proffers of the Potter Property, ZMAP 2000-0003, which was approved by the Board of Supervisors on May 21, 2001. Proffer V.B provides for the dedication of the necessary right-of-way for the construction of Waxpool Road as a U4R section. This proffer was fulfilled by the processing of an easement plat, ESMT 2004-0027, which dedicated 4,383 sq. ft. of right-of-way for Waxpool Road; this easement was recorded on December 16,
2004 with instrument #200412160134966. The Applicant also processed the Ashburn Masonic Lodge easement noted above (ESMT 2004-0029) to dedicate the Waxpool Road right-of-way to Ashburn Village Boulevard.

B. Construction/Bonding of Regional Roads and Construction of Turn Lane Improvements. By itself, or in cooperation with others, the Applicant will, prior to the County issuing the first zoning permit for residential construction on the Property, construct, or bond for construction, roadway improvements to VDOT standards sufficient to expand the southern portion of Waxpool Road/Faulkner Parkway to a 35 foot half section of an ultimate U4R section measuring 35 feet from ultimate centerline to face of curb from the existing terminus of Waxpool Road/Faulkner Parkway (at the culvert) to Ashburn Village Boulevard and will construct left and right turn lanes into the Applicant's Property with necessary transition lanes as required by VDOT. The Applicant will dedicate any land on the Property reasonably needed for right-of-way for the construction of Waxpool Road/Faulkner Parkway, as a U4R section, whenever requested by the County or VDOT. Prior to use of the entrance to the Property by residential vehicular traffic the Applicant will sign the entrance to state that there shall be no left turn movements from the Property to Waxpool Road/Faulkner Parkway and the Applicant shall, if requested by VDOT, construct to VDOT standards a physical constraint to restrict such left hand turn movements either at the site entrance to the Property or at the median break in front of the site entrance to the Property.

Proffer Information – Construction and Cash in Lieu:

- Worldcom, ZMAP 1998-0003, Proffer II.B(b) provides for construction of the southern two lanes of Waxpool Road, which is planned to be a four lane median divided road in a 90 foot right-of-way (see page 3 for proffer text). These improvements were constructed as shown on the construction plans and profiles for Worldcom Route 625, CPAP 1999-0039 and CPAP 2000-0128.

- Ashburn Center, ZMAP 1988-0027, Proffer 4 provides for construction of a half section of Route 625/Waxpool Road along the property’s frontage concurrent with the development of the respective section (see page 4 for proffer text). These improvements were constructed as shown on the construction plans and profiles for Ashburn Center Route 625 PH 1, CPAP 1998-0065, which was most recently revised with CPAP 2002-0021. Proffer 4 also provides for construction of the North Ryan by-pass, which was constructed by the developer of Farmwell Hunt as shown on the construction plans and profiles for Farmwell Hunt Faulkner Pkwy S2, CPAP 1998-0050.

- Morley Corner – Temple Baptist Church, ZMAP 2009-0006, Proffer V.B.2 provides for construction of two lanes across the property’s frontage. Proffer V.E provides for a cash equivalent contribution if certain road improvements are constructed by others. Since the County is constructing the improvements to Waxpool Road that were proffered by Morley Corner – Temple Baptist Church, a cash equivalent contribution is owed to the County. A site plan for the Morley Corner Temple Baptist, STPL 2010-0037, was conditionally approved on November 16, 2011; a portion of the facilities have been constructed. Pursuant to Proffer V.E, the County anticipates receiving $331,365 cash equivalent contribution.
2. The Owner shall construct two lanes of a four lane divided road section of Waxpool Road across the frontage of the Property, in addition to the right turn lane into the Property as shown on the CDP. The Owner shall construct or bond these improvements prior to or in conjunction with the approval of the first record plat or first site plan for development of the Property, whichever occurs first. The Owner shall also grant all necessary construction and maintenance-related easements associated with such improvements.

E. **Construction of Improvements by Others**

In the event that any parties other than the Owner and the owner of the R-16 Property construct any improvements listed in Proffer V.A, V.B, or V.D above, the Owner shall make a contribution to Loudoun County for regional road or transportation improvements in an amount equivalent to the verified cost of said constructed improvements, as verified by Loudoun County. Such contribution shall be paid to Loudoun County at the time the Owner’s obligations to construct such improvements would have occurred under the terms of this Proffer Statement. Such contribution shall be applied towards regional road or transportation improvements in the vicinity of the Property at the discretion of the Board of Supervisors.

- Potter Property, ZMAP 2000-0003, Proffer V.B provides for construction of the southern portion of Waxpool Road to a 35 foot half section from Faulkner Parkway to Ashburn Village Boulevard (see page 6 for proffer text). The Applicant bonded the improvements shown on the construction plans and profiles for Ashburn Center/Potter Property Rt 625, CPAP 2003-0107, with bond #08778188, agreement date October 22, 2004; bond amount $386,000. An extension for this bond agreement has been requested. Beazer Homes, developer of the Potter Property, constructed a portion of the bonded improvements; the County’s Waxpool Road project will provide some of the outstanding improvements. The County may consider accepting a cash contribution from Beazer Homes for the remaining portion of Waxpool Road.

**Proffer Information – Cash Contributions:**
There are no proffers or conditions that provide funding for this portion of Waxpool 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.