

PROPOSED DEVELOPMENT CONDITIONS

PRC 86-C-121-04

December 26, 2012

1. The following conditions supersede all previously approved conceptual plan notes and/or development conditions that affect the application property. If a conflict arises between these conditions and the PRC plan, these conditions shall govern.
2. Upon demonstration by the Applicant that, despite diligent efforts or due to factors beyond the Applicant's control, the Applicant will be or has been delayed in the completion of one or more of the obligations or improvements required by these conditions (such as the inability to secure necessary permission for utility relocations or VDOT approval for traffic signals) beyond the timeframes set forth in these conditions, the Zoning Administrator may agree to a later date for the fulfillment/completion of such obligations or improvements, provided the Applicant otherwise is in substantial conformance with these conditions.
3. The limits of clearing and grading shall be in substantial conformance with the limits of clearing and grading shown on the PRC Plan, subject to modification for the installation of utilities and/or trails as determined necessary by the Director of the Department of Public Works and Environmental Services (DPWES).
4.
 - A. The maximum number of residential dwelling units provided on Land Bay A of the PRC plan shall be limited to 542 units and the maximum number of residential dwelling units provided on Land Bays B and C, combined, shall be limited to 880 units.
 - B. The square footage of support retail use may only vary between the minimums and maximum as shown on the Town Center Concept Plan (TCCP) chart on Sheet 26 of the PRC Plan.
 - C. Any deviation from the allocations noted in this condition shall require approval of an amendment to this PRC Plan.
5. Any plan submitted pursuant to this PRC Plan shall be in substantial conformance with the approved PRC Plan entitled "PRC 86-C-121-04 The Spectrum at Reston Town Center" prepared by Urban Ltd., consisting of 95 sheets, and dated November 30, 2010 as revised through June 22, 2012. Minor modifications to the approved PRC Plan may be permitted pursuant to Sect. 16-203 of the Zoning Ordinance.

6. A minimum of twelve percent (12%) of the total number of dwelling units constructed on the Property shall be provided as workforce dwelling units ("WDUs"). If residential units are for sale units or rental units constructed of steel or concrete, WDUs shall be made available in three tiers as follows:
- (a) Four percent (4%) of the total number of dwelling units constructed on the Property shall be affordable for rental or purchase by households earning up to and including eighty percent (80%) of AMI;
 - (b) Four percent (4%) of the total number of dwelling units constructed on the Property shall be affordable for rental or purchase by households earning up to and including one hundred percent (100%) of AMI;
 - (c) Four percent (4%) of the total number of dwelling units constructed on the Property shall be affordable for rental or purchase by households earning up to and including one hundred twenty percent (120%) of AMI.

Provision of the WDUs shall be generally administered pursuant to the "Board of Supervisors' Workforce Dwelling Unit Administrative Policy Guidelines" adopted October 15, 2007, as amended.

7. Building Heights. Minimum and maximum building heights for each building or structure in the Proposed Development shall be in conformance with the range of building heights set forth on the PRC Plan, and the governing development plan for the Property approved with RZ 86-C-121.
8. Lighting. All on-site outdoor and parking garage lighting shall comply with the Outdoor Lighting Standards of Section 14-900 of the Fairfax County Zoning Ordinance.
9. Parking. Parking for the Proposed Development shall comply with the parking requirements of Article 11 of the Fairfax County Zoning Ordinance, as determined by DPWES, for the uses established within the Proposed Development.
- A. As shown on Sheet 28A of the PRC Plan, the Applicant shall use architectural treatments and/or incorporate street-level Non-Residential Uses or Residential Units to screen a substantial portion of the above-grade portions of each parking structure(s) from view along Reston Parkway, New Dominion Parkway and Fountain Drive. Any material deviation from that shown on the PRC plan shall be subject to administrative review by the Planning Commission.

- B. Subject to approval by the Fairfax County Department of Transportation ("FCDOT") and the Virginia Department of Transportation ("VDOT") and the Fairfax County Fire Marshal ("Fire Marshal"), the Applicant shall be permitted to establish parallel on-street parking within the existing public rights-of-way along Fountain Drive by using the current outside northbound travel lane as a parking lane, as more particularly shown on Sheets 10-12 of the PRC Plan (the "Parallel Spaces"). The location of the proposed Parallel Spaces shall be shown, as applicable, as part of site plan approval for each Land Bay of the Proposed Development in which some or all of the parallel spaces are proposed. The Parallel Spaces may be established in phases or at one time, as determined by the Applicant and FCDOT or VDOT, as required. The Parallel Spaces located on Fountain Drive shall be in addition to the total number of required parking spaces to be provided with the Proposed Development under Article 11 of the Zoning Ordinance. Provided that the area of the proposed Parallel Spaces remains part of the public rights-of-way, the use/operation of such Parallel Spaces shall be governed by such rules and limitations as may be established by FCDOT or VDOT, including the placement of signage along Fountain Drive in the vicinity of the Parallel Spaces, either inside or outside of the right-of-way, containing information about the permitted use/operation of the Parallel Spaces. Such signage shall conform with FCDOT and VDOT requirements and be submitted to FCDOT and VDOT for review and approval as part of site plan approval for each Land Bay of the Proposed Development in which some or all of the Parallel Spaces are proposed. No on-street striping for the Parallel Spaces shall be permitted without approval by FCDOT or VDOT.
- C. Subject to approval by FCDOT and the Fire Marshal, the Applicant shall be permitted to establish parallel on-street parking on private streets, as more particularly shown on the PRC Plan (the "Private Parallel Spaces"). The location of the proposed Private Parallel Spaces shall be shown, as applicable, on each site plan submitted for each Land Bay of the Proposed Development in which some or all of the Private Parallel Spaces are proposed. The Private Parallel Spaces may be established in phases or at one time, as determined by the Applicant and FCDOT, as required.
10. Landscape Plan. A landscape plan (the "Landscape Plan") shall be included with each site plan submittal that is in substantial conformance with the overall landscaping plan shown on Sheet 8 of the PRC Plan ("the Overall Landscape Plan") for the review and approval of the Urban Forest Management Division (UFMD), of DPWES.
- A. Each Landscape Plan shall maintain the quality and quantity of plantings and materials shown on the Overall Landscape Plan shown on the PRC Plan. The Landscape Plan shall include, among other things:

- i. A detailed planting schedule for the portion of the Proposed Development under review, including the size, type and arrangement of proposed plantings;
- ii. Irrigation information;
- iii. Design details and specifications for structural cells (or other mitigation measure) used where plantings are to be located on top of structures or within planting areas restricted by curbs or paving, and/or other methods to be used to ensure the viability of the proposed plantings as determined by Urban Forest Management. The exposed surface area of planting spaces shall be a minimum of four (4) feet in width for Category II trees (as specified in PFM Table 12.17) and a minimum of five (5) feet in width for Category III and IV trees. In all cases, a rooting area a minimum of eight (8) feet wide shall be provided, which can be achieved in instances where open surface area is less than eight (8) feet by providing suitable rooting area below paved surfaces incorporating un-compacted soil. Streetscapes on streets over structures may contain smaller surface area openings to accommodate pedestrian movement, provided that the subsurface soil volume and rooting area is adequate and provisions are made in the design and size of the surface area openings to avoid conflicts that may ultimately occur;
- iv. Soil volume for Category III or IV trees equaling a minimum of 700 cubic feet per tree for single trees; a minimum of 1200 cubic feet for two trees planted in a contiguous planting area; and 500 cubic feet per tree for three trees or more planted in a contiguous area;
- v. Soil in areas previously compacted will be tilled and amended as necessary, based on soil reports for fertility and compaction, to a depth of eighteen inches (18");
- vi. Landscape designs shall incorporate diversity that will allow for flexibility in replacing trees in the event that a particular tree species comes under pressure from pests or disease, or otherwise proves unsuitable for specific environmental conditions on the site;
- vii. At the time of issuance of the first RUP or Non-RUP for the improvements shown on the particular site plan, the Applicant shall provide documentation, including written confirmation from a certified arborist or landscape architect, verifying installation of trees consistent with this commitment.

- B. The Applicant shall install and maintain plantings and other landscape materials on the top deck of the parking structures. As part of each partial Landscape Plan submitted with each site plan, the Applicant shall demonstrate how such plantings shall be installed and maintained, as reviewed and approved by UFM. Such installation and maintenance may include a natural soil matrix over an under-drain system or another method approved by UFM.
- C. The Applicant shall install street trees and planting areas along all public and private streets generally consistent with the Overall Landscape Plan included on the PRC Plan. Street trees shall be planted by the Applicant concurrent with the construction of the associated streetscape. Street trees generally should be planted in beds at least eight (8) feet in width and shall be located between the vehicle travel lanes and the sidewalk subject to the review and approval of UFM. Narrower planting beds may be allowed on within the proposed development, subject to review and approval by UFMD, provided that subsurface soil volume and rooting areas are adequate, as described in previous conditions.
11. Plazas. The Applicant shall provide plazas 1, 2, 3, 4, 4A, 5, 5A, and 6 in substantial conformance with the PRC Plan. With the exception of Plaza 6 located in Land Bay C, buildings to be constructed adjacent to or in connection with each plaza should be oriented and designed to frame the plazas in a manner that activates all or portions of each plaza, such as by providing secondary access to ground-floor retail uses through the plaza or the location of residential amenities on the same level as the plaza area. Each of the plazas shall be accessible to visitors to and guests of the Proposed Development between the hours of 7:00 a.m. and 10:00 p.m., provided that nothing herein shall prevent the Applicant from installing security features such as fences, gates or similar facilities to separate quasi-public areas from private resident amenities (e.g. swimming pools, etc.).
12. Sidewalks shall be constructed by the Applicant concurrent with the construction of the associated streetscape. All sidewalks located outside or partially within the public right-of-way shall be maintained by the Applicant and/or property owners association, as applicable, in accordance with VDOT policy concerning private sidewalks in public rights-of-way. Sidewalk improvements wholly located within existing or proposed rights-of-way shall be approved by VDOT or FCDOT, as applicable.

- A. Streetscape Improvements and Designs. – Fountain Drive, New Dominion Parkway and Bowman Towne Drive shall be designed with the streetscapes generally as shown on the PRC Plan, including retail doors that open directly to the street where possible. The location(s) of street trees, retail doors, street furniture and streetscape layout may be adjusted as part of final engineering and design and accommodate underground utilities, specific retail tenants needs and sight lines.
- B. Reston Parkway Trail – Subject to VDOT approval and acquisition of any offsite easements, as applicable, the Applicant shall construct or upgrade the existing asphalt trail along Reston Parkway to a Type I Asphalt Trail with a minimum width of ten feet (10') inside a twelve foot (12') access easement, as more particularly shown on Sheets 46, 50, and 54 of the PRC Plan and labeled thereon as "Pedestrian and Bike Route." The Applicant shall construct the trail improvement and install such supplemental landscaping, benches, and similar amenities prior to the issuance of the first RUP for the Land Bay that is the subject of the site plan.
- C. Pedestrian Connection Through Spectrum Site. The Applicant shall construct a pedestrian pathway across or through each Land Bay of the Proposed Development linking New Dominion Parkway to Buildings C3 and C4, as more particularly shown on Sheet 58 of the PRC Plan (the "Pedestrian Pathway"). The Pedestrian Pathway shall be a minimum five feet (5') in width and be constructed concurrent with each phase of the Proposed Development over which it crosses. The Applicant also shall include appropriate signage, lighting and/or protections to encourage safe pedestrian passage through or between the structure(s).
- D. Pedestrian Crosswalks. The Applicant shall provide signalized, un-signalized and/or striped pedestrian crosswalks on Fountain Drive in accordance with VDOT's "Guidelines for the Installation of Marked Crosswalks" and in the general locations shown on Sheet 58 of the PRC Plan. Such signals and/or crosswalks shall be included on the site plans for each Land Bay of the Proposed Development to which such crosswalk connects and installed, subject to FCDOT and/or VDOT approval, prior to the issuance of the first RUP or Non-RUP for the Land Bay to which the crosswalk connects, where applicable.

- E. Pedestrian Crossings at Baron Cameron Avenue. As part of the first site plan approval for Land Bay C, the Applicant shall submit to VDOT an analysis of the existing and projected (by virtue of the Proposed Development in Land Bay C) pedestrian and vehicular movements at the intersections of (a) Baron Cameron Avenue and Reston Parkway and (b) Baron Cameron Avenue and Fountain Drive to determine if modifications to the lane striping or pedestrian crosswalks/signals are warranted following completion of development in Land Bay C. In the event VDOT determines that modifications to the intersection striping, signal timing or pedestrian crossings are warranted, then the Applicant, if approved by VDOT, shall implement such modifications: prior to the issuance of (i) the RUP representing more than fifty percent (50%) of the expected RUPs in Land Bay C or (ii) the Non-RUP representing more than fifty percent (50%) of the non-residential square footage in Land Bay C, whichever is later.
- F. Bicycle Racks – The Applicant shall provide secure bicycle storage in locations convenient to the office, multifamily residential and retail uses on the following basis: (i) one (1) bicycle parking space for the first 7,500 square feet or portion thereof of office gross floor area and one (1) additional bicycle parking space for each additional 20,000 square feet or portion thereof of office gross floor area in each building; (ii) one (1) bicycle parking space for the first five (5) multifamily residential units or portion thereof and one (1) additional bicycle parking space for each additional fifty (50) multifamily residential units or portion thereof; and (iii) two (2) bicycle parking spaces for every 10,000 square feet or portion thereof of the minimum 135,000 square feet of retail. The bicycle parking spaces for office and multifamily uses as required herein shall be located within or under a structure. The bicycle parking spaces for retail uses as required herein shall be installed at exterior locations that are visible from the retail uses and do not block sidewalks. The exact locations of the bicycle parking spaces and lockers to be provided in each Land Bay of the Proposed Development shall be determined by FCDOT at the time of site plan. The bicycle parking spaces and lockers shall be installed prior to the issuance of the first RUP of Non-RUP for the portion of the Proposed Development covered by the site plan on which the applicable bicycle parking spaces and lockers are shown. In addition, the Applicant shall provide one (1) shower per gender for every 50,000 square feet of office gross floor area, up to a maximum of three (3) showers per gender in each office building.

13. Reston Parkway Tunnel. Prior to the issuance of the first RUP or Non-RUP in Land Bay A of the Proposed Development, the Applicant shall, at its discretion following consultation with the Hunter Mill District Supervisor's office, Reston Association and FCDOT, either (a) construct structural, façade and/or lighting improvements having a cumulative total capital cost value of a minimum of \$100,000.00 inside or at the exterior ends of the existing pedestrian tunnel located beneath Reston Parkway and connecting the Property with the Bowman Green Office Condominium development (Fairfax County Tax Map #17-2 ((30)) Parcels 1-26), and such amount shall escalate on a yearly basis from the base year of 2013 and change effective each January 1 thereafter until tender of payment, based on changes in the Marshall and Swift Building Cost Index; or (b) contribute \$100,000.00 to the Reston Association to be used for such purposes and such amount shall escalate on a yearly basis from the base year of 2013 and change effective each January 1 thereafter until tender of payment, based on changes in the Consumer Price Index for all urban consumers (not seasonally adjusted) ("CPI-U"), as permitted by Virginia State Code Section 15.2-2303.3(B). In the event the Hunter Mill District Supervisor's office, the Reston Association and FCDOT determine that such construction or contribution is no longer necessary due to construction or contributions by others, the Applicant shall instead contribute \$100,000.00 to the Fairfax County Board of Supervisors to be used for other transportation improvements in the vicinity of the Property, as determined by the Hunter Mill District Supervisor's office and such amount shall escalate on a yearly basis from the base year of 2013 and change effective each January 1 thereafter until tender of payment, based on changes in the Consumer Price Index for all urban consumers (not seasonally adjusted) ("CPI-U"), both as permitted by Virginia State Code Section 15.2-2303.3(B). The Applicant shall not locate ancillary or accessory improvements associated with the Proposed Development in a manner that negatively affects pedestrian safety or visibility at or immediately adjacent to the Reston Parkway Tunnel, such as the location of large trash receptacles, trash compactors, or loading docks at the tunnel entrance.
14. Traffic Signal Warrants. As part of the approval of the first site plan for the first building within in each Land Bay that is the subject of an approved PRC Plan, the Applicant shall submit to VDOT a traffic signal warrant study for traffic signals at each unsignalized public street intersection abutting the Land Bay in which the site plan property is located; provided, however, that if a signal already has been determined by VDOT as warranted (or is already installed) at the subject intersection(s), then no such warrant study shall be required.

Should the warrant study determine that a traffic signal at such location(s) will be warranted upon completion of the development shown on the approved PRC Plan, then, prior to the issuance of the first RUP or Non-RUP, as applicable, for the building that triggers the requirement for such signal (and subject to timely VDOT approval of the signal construction plans), the Applicant shall design and install such signal, including audible (if approved by VDOT), pedestrian-activated countdown signals across all four (4) legs of the subject intersection. If, based on the warrant studies, VDOT determines that a traffic signal at the subject intersection(s) will not be warranted until a time subsequent to expected bond release for the development within the subject Land Bay, then the Applicant shall provide an escrow for the cost of such signal prior to final bond release for the last building in the Land Bay in lieu of construction in an amount to be determined by FCDOT. FCDOT shall be permitted to use such contribution amount for other transportation improvements serving the Property, as determined by FCDOT.

15. Reston Parkway.

- A. Right Turn Lane at New Dominion Parkway. Subject to VDOT and FCDOT approval, the Applicant shall extend northward the existing right turn lane from southbound Reston Parkway onto westbound New Dominion Parkway in accordance with VDOT standards, as more particularly shown on the PRC Plan. This improvement shall be shown on all applicable site plans for development in Land Bay A and shall be completed (but not necessarily accepted by VDOT for maintenance) prior to issuance of the first RUP or Non-RUP for Land Bay A, as shown on the approved PRC Plan for Land Bay A.
- B. Right Turn Lane From Baron Cameron Avenue. Subject to VDOT and FCDOT approval, the Applicant shall extend northward to Baron Cameron Avenue the existing right turn lane along southbound Reston Parkway onto proposed private Street Two as shown on the PRC plan. The turn lane extension shall be shown on all applicable site plans for development in Land Bay C and shall be completed (but not necessarily accepted by VDOT for maintenance) prior to issuance of the RUP representing more than seventy-five percent (75%) of the minimum number of RUPs in Land Bay C.

16. New Dominion Parkway. Subject to approval by VDOT and FCDOT, the Applicant shall convert the existing right-in-only entrance from New Dominion Parkway in Land Bay A to a right-in/right-out intersection, including, a left turn lane from westbound New Dominion Parkway onto southbound Fountain Drive (collectively, the "New Dominion Improvements"), as more particularly shown on the PRC Plan. The New Dominion Improvements shall be included on all site plans for Land Bay A of the Proposed Development and, if approved, shall be constructed and placed into operation (but not necessarily accepted into the VDOT system for maintenance) prior to the issuance of the earlier of (a) the RUP representing more than seventy-five percent (75%) of the minimum number of RUPs in Land Bay A or (b) the Non-RUP representing more than 200,000 square feet of Nonresidential Uses in Land Bay A.
17. Bowman Towne Drive. Concurrent with the installation of a traffic signal at the intersection of Bowman Towne Drive and Fountain Drive (if warranted and approved by VDOT), the Applicant shall, subject to VDOT approval, (a) remove the existing median treatments and stop signs along each approach to the subject intersection and (b) re-stripe Bowman Towne Drive as a four-lane undivided section between Reston Parkway and Fountain Drive.
18. Street 1 Connection to Reston Parkway.
 - A. The Applicant's site plan submission for Buildings B2/B3/B4 shall depict construction of Street 1 up to and including its connection with Reston Parkway, as more particularly shown on Sheet 11 of the PRC Plan. Notwithstanding the improvements shown on Sheet 11, the Applicant shall, subject to VDOT approval, construct a right turn deceleration lane or taper on Reston Parkway at its intersection with Street 1. Construction of Street 1 and any necessary right turn deceleration lane or taper at its intersection with Reston Parkway shall be completed prior to issuance of the first RUP or Non-RUP for Buildings B2/B3/B4.
 - B. Prior to site plan approval for Buildings B2/B3/B4, the Applicant shall:
 - i. Grant to Fairfax County and the owner of the property located east of Land Bay B in the northwest corner of the intersection of Reston Parkway and Bowman Towne Drive (Tax Map 17-1 ((1)) 2C (the "Town Center Office Building")) all necessary temporary construction easements and permanent access easements to permit ingress and egress to the Town Center Office Building from Street 1; and
 - ii. Record a public access easement across Street 1 between Reston Parkway and Fountain Drive.

19. Fountain Drive Turn Lane. In the event that VDOT determines that one additional turn lane or through lane from northbound Fountain Drive onto Baron Cameron Avenue would be warranted, then, as part of site plan approval for the earlier of either Building C1 or C2, the Applicant shall dedicate in fee simple to the Board of Supervisors right-of-way for the construction of such additional lane, including appropriate tapers. Subject to FCDOT and VDOT approval, at the time of site plan submission the applicant shall construct an additional lane as shown on the PRC plan prior to the issuance of the first RUP for Building C1 or Building C2, whichever is later, and shall include, as approved by FCDOT and VDOT, adjustments or upgrades to the existing traffic signal and pedestrian crosswalks as may be required to facilitate improved vehicle and pedestrian access through the intersection.
20. Baron Cameron Avenue. Subject to FCDOT and VDOT approval, prior to the issuance of the first RUP for Building C1 or Building C2, whichever is later, the Applicant shall install curb and gutter along the southern frontage of Baron Cameron Avenue between Fountain Drive and Reston Parkway.
21. Final Signal Adjustments. Prior to the issuance of the final RUP or Non-RUP for the Proposed Development, the Applicant shall submit to VDOT an analysis of the existing and new traffic signals located along Fountain Drive and Reston Parkway that abut the Property, including (i) New Dominion Parkway, (ii) Bowman Towne Drive, (iii) Baron Cameron Avenue and (iv) any new entrances to the Property to determine whether adjustments to the signal timings of one or more of the studied traffic signals would improve or enhance circulation through the intersections analyzed. The signal timing study shall include updated traffic counts based on the occupancy of the Proposed Development as of the date of the study. In the event VDOT determines that adjustments to the signal timing are warranted, then the Applicant shall make such adjustments prior to bond release for the Proposed Development.
22. Transportation Demand Management Plan. All Nonresidential Uses in the Applicant's Proposed Development shall participate in the LINK programs and activities in accordance with the proffers approved as part of RZ 86-C-121, as amended. Residential Uses in the Proposed Development shall adhere to the transportation demand management ("TDM") strategy set forth in this condition.

A. TDM Plan. The Applicant and subsequently, as appropriate, the respective condominium association(s) shall develop and implement a plan to encourage the use of transit (Metrorail and bus), other high-occupant vehicle commuting modes, walking, biking and teleworking (collectively, the "TDM Plan"), in order to reduce automobile trips generated by the Residential Units in the Proposed Development. The TDM Goal (as defined in this condition) and TDM Plan shall not apply to the Nonresidential Uses in the Proposed Development, as the Non-Residential Uses are subject to a separate TDM requirement and program approved as part of RZ 86-C-121, as amended. Nevertheless, the Applicant shall use its best efforts to coordinate its TDM Plan for the Residential Units with the existing LINK program serving the Property and explore using a single PM (as defined in this condition) to provide TDM services and promote transit and other services for both the Nonresidential Uses and the Residential Units in the Proposed Development.

- i. TDM Goal. TDM strategies, as detailed below, shall be utilized by the Applicant in order to reduce the P.M. peak hour trips by a minimum of twenty percent (20%) from the total number of vehicle trips that would be expected from the Full Occupation of the Proposed Development (the "Baseline Trips") under the Institute of Traffic Engineers (ITE) Trip Generation Manual, 7th Edition (the "TDM Goal"). For purposes of this condition, "Full Occupation" of the Proposed Development shall be deemed to occur upon the issuance of (a) one hundred percent (100%) of all RUPs and (b) Non-RUPs representing fifty percent (50%) or more of the total ground-floor Nonresidential Uses approved on PRC Plans for the Proposed Development.
- ii. Because the reduction of trips depends, in part, on the synergy of uses created through implementation of the Proposed Development, the TDM Goal shall be phased in accordance with the issuance of RUPs and Non-RUPs for the Support Commercial Uses as follows:

TDM Phase	(RUP)	(Non-RUPs)	TDM Trip Reduction Goal
I	1 to 600	> 35%	15%
II	601 or more	< 35%	20%

- iii. In the event the Applicant constructs fewer than 1,442 Residential Units as part of the Proposed Development, then the Baseline Trips shall be calculated as if the full 1,442 Residential Units of the Proposed Development actually had been constructed as reflected on the Concept Plan. Residents of the Proposed Development shall be advised of the TDM Goal and the TDM strategies by the PM (as defined in this condition) through the annual dissemination of written materials summarizing the availability of the TDM strategies. Further, written materials will also be included in the respective sale, lease or condominium association documents for future residents.
- B. Program Manager. Within three (3) months following approval of the first building permit for the first Residential Unit, the Applicant (and thereafter, as applicable, the condominium association) shall designate an individual to act as the Program Manager ("PM") for the Property, whose responsibility will be to implement the TDM strategies, with on-going coordination with FCDOT. The PM's name and contact information will be filed with FCDOT within 30 days of this designation, and updated within 30 days if there are any changes in staffing or contact information. The PM duties may be a part of other duties assigned to the individual(s).
- C. TDM Plan. In order to meet the TDM Goals set forth in this condition, the Applicant shall implement the TDM Plan. A draft copy of this plan, including information on how the TDM Plan will interact and be coordinated with the existing LINK program, shall be provided to FCDOT for review and comment prior to the issuance of the first building permit for the first Residential Unit on the Property. Should FCDOT seek modifications to the TDM Plan, the Applicant shall work in good faith with FCDOT and shall amend the TDM Plan as mutually agreed to by the Applicant and FCDOT. If FCDOT does not comment on the TDM Plan within sixty (60) days following its submission, the TDM Plan shall be deemed approved. Once the TDM Plan is approved by FCDOT, the Applicant shall implement the TDM Plan. Because the TDM Plan represents the strategy to be employed by the PM to meet the TDM Goal, the TDM Plan may be amended from time to time, subject to approval of FCDOT, without the requirement to secure a CPA; provided, however, that the TDM Goal shall not be amended absent approval of the Planning Commission. The TDM Plan and any amendments thereto shall include provisions for the following with respect to the Residential Units:

- i. A targeted marketing program for residential sales/leases that encourages and attracts residents who are inclined to use transit services, such as one or no-car individuals/families to live in the Proposed Development; provided, however, that such marketing shall be completed on a non-discriminatory basis in conformance with the Fair Housing Act and all other applicable laws and regulations;
- ii. Integration of transportation information, including transit maps, schedules and forms, ride-sharing and other relevant transit option information into residential sales/rental kits;
- iii. Coordination/Assistance with vanpool and carpool formation programs, including Reston's LINK program, ride matching services, adjacent office buildings and homeowners associations, and established guaranteed ride home programs;
- iv. A parking management plan, which shall include (i) a unit sales/rental program/policy under which each residential unit is allocated on a non-exclusive basis one (1) parking space as part of the base purchase/rental price, and that additional parking spaces may be purchased/leased at market rates for the surrounding area; and (ii) dedicated preferential space for residential vanpools and car-sharing vendors not otherwise addressed herein;
- v. Distribution of fare media or other incentives, at least one time and in the amount of at least \$40.00, to all initial residents of driving age, including distribution of SmartTrip cards (or similar transit fare cards) to all new residents of the Proposed Development upon execution of their initial lease or at closing, as applicable, as well as on select occasions as an incentive;
- vi. Use of car sharing program(s), subject to agreement with third-party vendor(s) (such as ZipCar/FlexCar);
- vii. Establishment of a phasing strategy, coordinated with FCDOT as provided herein, to address which TDM strategies are implemented at what time;
- viii. The residential buildings of the Proposed Development shall be hardwired to provide high-capacity, high-bandwidth communication lines or the equivalent wireless access; and
- ix. "Personalized transportation advising" integrated into new unit walk-throughs, including appropriate training of sales/leasing agents.

D. TDM Account. Concurrent with the designation of the PM and each calendar year thereafter, the Applicant, through the PM, shall establish and fund a TDM account (the "TDM Account") sufficient to implement the TDM Plan for the remainder of the year and for the next calendar year, which initial amount shall not be less than \$100,000.00. Within sixty (60) days of the end of each calendar year thereafter, the PM shall re-establish the TDM Account for the forthcoming year, with review and comment by FCDOT, which thereafter shall be utilized by the PM each year to implement the TDM strategies and costs and expenses associated therewith. As applicable, a line item for continued funding of the TDM Account shall be included in the annual condominium association budget upon the establishment of the condominium association, as applicable. The condominium association documents shall provide that the TDM Account shall not be eliminated as a line item in the condominium association budget, and that funds in the TDM Account shall not be utilized for purposes other than to fund implementation of the TDM Plan. The PM shall consult with FCDOT to develop and implement the initial TDM strategies. TDM strategies ii, iii, v, and viii set forth above shall be established prior to the issuance of the first RUP on the Property. All other TDM strategies shall be established concurrent with the issuance of the first RUP for each successive residential building constructed on the Property, as appropriate for each TDM strategy.

E. Monitoring.

- i. No later than one (1) calendar year following the issuance of the first RUP for each new residential building on the Property, the Applicant shall evaluate the effectiveness of the TDM Plan in meeting the applicable phased TDM Goal using surveys and/or traffic counts prepared by the PM, as approved by FCDOT. The Applicant shall coordinate with FCDOT regarding the scope of the traffic counts. All costs exclusive of those of the PM, such as the employment of a traffic consultant, associated with undertaking the traffic study shall be funded outside the TDM Account. The Applicant shall submit the results of the surveys and traffic counts to FCDOT to permit the Applicant and FCDOT to determine if the applicable TDM Goal has been met. If FCDOT has not responded to such submission within sixty (60) days, the survey and count data for that year shall be deemed approved. Such TDM surveys shall be conducted annually for two (2) years following the initial survey for each new residential building. If the TDM surveys show that the applicable TDM Goal is being met for two (2) consecutive years following initial occupancy of each new residential building, the Applicant shall proceed with the TDM strategies as implemented and not be required to conduct additional trip counts until the next residential building is constructed and RUPs issued therefore.

- ii. In the event any TDM survey and traffic count indicates that the applicable TDM Goal has not been met, the Applicant shall meet with FCDOT to review the strategies in place and to develop modifications to the TDM strategies, adopt additional TDM strategies and/or conduct additional traffic counts, as deemed appropriate by FCDOT, that will facilitate meeting the TDM Goal. If the TDM Goal is not met for two (2) consecutive surveys and traffic counts, then the Applicant, or the successor condominium association, shall contribute, within ninety (90) days of the most recent surveys and traffic counts, a one-time payment of Fifty and No/Dollars (\$50.00) per residential unit constructed on the Property to the TDM account to be utilized on supplemental TDM strategies approved in cooperation with FCDOT. The TDM Goal, the TDM strategies and potential for such TDM penalty shall be disclosed in the condominium association documents.
 - iii. If the TDM surveys show that the Phase II TDM Goal is being met for two (2) consecutive years following Full Occupancy of the Proposed Development, the Applicant shall proceed with the TDM strategies as implemented and not be required to conduct additional trip counts.
23. Bus Shelters. The Applicant shall relocate existing and/or construct a maximum total seven (7) bus shelters at locations along Fountain Drive, Bowman Towne Drive, or New Dominion Parkway, either on the Property or within the right-of-way, as mutually agreed by the Applicant and FCDOT. The precise locations of the bus shelters shall be determined in consultation with FCDOT and VDOT and installed by the Applicant concurrent with the construction of applicable streetscape improvements, for each Land Bay of the Proposed Development. Each bus shelter installed shall be consistent with the design and quality of shelters installed by Fairfax County in the vicinity of the Property and shall be limited to installation of the concrete pad, the shelter itself, a trash can and improved ADA compliant connections to the existing pedestrian infrastructure. The bus shelters and trash cans shall be maintained by the Applicant or a property owners association, as applicable.

24. Resident Amenities and Facilities. As part of its construction of residential buildings in the Proposed Development, the Applicant shall provide amenities and facilities designed to meet the needs of the occupants of such buildings. The Applicant shall expend a minimum of \$1,700.00 per constructed Residential Unit on on-site recreation facilities to meet the needs of residents of the Proposed Development. Prior to final bond release for the Proposed Development, the balance of any funds not expended on-site shall be contributed to the Fairfax County Park Authority and used to support the provision of recreation facilities serving the Proposed Development. This amount shall escalate on a yearly basis from the base year of 2013 and change effective each January 1 thereafter until tender of payment, based on changes in the Consumer Price Index for all urban consumers (not seasonally adjusted) ("CPI-U"), as permitted by Virginia State Code Section 15.2-2303.3(B), but in no event shall such expenditure requirement exceed the applicable per-unit expenditure required under comparable P-District standards in Sections 6-110(2), 6-209(2) and 6-409(2) of the Fairfax County Zoning Ordinance for planned developments.
- A. Buildings A2 and A3. The Applicant shall provide the following facilities or amenities in one or both of Buildings A2 and A3, provided that a substantially-comparable level of amenities are provided in each building or are shared between the buildings. The amenities proposed for each building shall be completed prior to the issuance of the RUP representing more than seventy-five percent (75%) of the total Residential Units to be constructed in such building as approved on the building permit(s) for such building:
- i. Indoor storage facilities;
 - ii. A media/entertainment center outfitted with large screen/projection TV(s), seating areas and stereo/sound equipment;
 - iii. A swimming pool generally as shown on the Concept Plan, including required changing facilities;
 - iv. A fitness center that includes equipment such as stationary bikes, treadmills, weight machines, free weights, etc., having a total value of at least \$50,000.00 (as adjusted for inflation from base year 2013); and
 - v. A business center/area, with broadband or high-speed data connections (including "secure" voice and/or data connections), computer and facsimile machine.

- B. Buildings B2, B3 and B4. The Applicant shall provide the following facilities or amenities in one or all of Buildings B2, B3 and B4, provided that a substantially-comparable level of amenities are provided in each building or are shared between the buildings. The amenities proposed for each building shall be completed prior to the issuance of the RUP representing more than seventy-five percent (75%) of the total Residential Units to be constructed in such building as approved on the building permit(s) for such building:
- i. Indoor storage facilities, including bike racks;
 - ii. A media/entertainment center outfitted with large screen/projection TV(s), seating areas and stereo/sound equipment;
 - iii. A swimming pool with required changing facilities (except Building B2);
 - iv. A fitness center that includes equipment such as stationary bikes, treadmills, weight machines, free weights, etc., having a total value of at least \$50,000.00 (as adjusted for inflation from base year 2013); and
 - v. A business center/area, with broadband or high-speed data connections (including "secure" voice and/or data connections), computer and facsimile machine.
- C. Buildings C1 and C2. The Applicant shall provide the following facilities or amenities in one or both of Buildings C1 and C2, provided that a substantially-comparable level of amenities are provided in each building or are shared between the buildings. The amenities proposed for each building shall be completed prior to the issuance of the RUP representing more than seventy-five (75%) of the total Residential Units to be constructed in such building as approved on the building permit(s) for such building:
- i. Indoor storage facilities, including bike racks;
 - ii. A media/entertainment center outfitted with large screen/projection TV(s), seating areas and stereo/sound equipment;
 - iii. A swimming pool with required changing facilities;
 - iv. A fitness center that includes equipment such as stationary bikes, treadmills, weight machines, free weights, etc., having a total value of at least \$50,000 (as adjusted for inflation from base year 2013); and

- v. A business center/area, with broadband or high-speed data connections (including "secure" voice and/or data connections), computer and facsimile machine.
25. Loading Spaces. In those locations where loading spaces are not provided internal to or beneath the buildings in the Proposed Development, the Applicant shall, to the extent possible, screen such loading spaces so that these facilities will blend harmoniously with the overall building design or not be visible from the street level of Fountain Drive, Bowman Towne Drive, Reston Parkway, or New Dominion Parkway. Among the screening techniques that may be employed are: truck enclosures, roll-up doors, berms, landscaping and/or screening walls.
26. Design Guidelines. The Property shall be developed in substantial conformance with the Reston Town Center Design Guidelines dated July 1998 and prepared by the DRB, as the same may be amended from time to time.
27. Noise Mitigation. The Applicant has submitted to the County a preliminary Environmental Noise Measurement and Noise Impact Assessment for Spectrum – Reston Parkway dated May 16, 2007, and prepared by Miller, Beam & Paganelli, Inc. (the "Noise Study"), detailing the projected noise impacts on the Proposed Development and proposed mitigation techniques. Based on the Noise Study, the Applicant commits to the following:
- A. Refined Noise Impact Assessment. Concurrent with the submission of each site plan for Residential Units and/or hotel uses in the Proposed Development, the Applicant shall submit a revised Noise Study and/or provide the necessary mitigation measures to demonstrate that all affected interior areas of the residential buildings or hotels will have noise levels reduced to approximately 45 dBA Ldn or less based on future traffic conditions and final site conditions.
 - B. Noise Levels within Residential Units and Hotel Rooms.
 - i. Greater than 75 dBA Ldn. No space in any building that shall be occupied by a Residential Unit or hotel room shall be located in any area impacted currently or in the future by noise at a level of 75 dBA Ldn or greater.
 - ii. 70 dBA Ldn to 75 dBA Ldn. In order to reduce interior noise to a level of no more than 45 dBA Ldn for Residential Units or hotel rooms that are projected to be impacted by noise greater than 70 dBA Ldn (but not more than 75 dBA Ldn), the Applicant shall construct such units/rooms using the following acoustical measures:

- a. Exterior walls shall have a laboratory STC rating of at least 45;
 - b. Doors and glazing shall have a laboratory STC rating of at least 37 unless glazing constitutes more than twenty percent (20%) of any façade exposed to noise levels of Ldn 70 dBA or above;
 - c. If glazing constitutes more than twenty percent (20%) of an exposed façade, then the glazing shall have a laboratory STC rating of at least 45; and
 - d. All surfaces shall be sealed and caulked in accordance with methods approved by the American Society for Testing and Materials ("ASTM") to minimize sound transmission.
- iii. 65 dBA Ldn to 70 dBA Ldn. In order to reduce interior noise to a level of no more than 45 dBA Ldn for Residential Units or hotel rooms that are projected to be impacted by noise projected greater than 65 dBA Ldn (but not more than 70 dBA Ldn), the Applicant shall construct such units/rooms using the following acoustical measures:
- a. Exterior walls shall have a laboratory sound transmission class ("STC") rating of at least 39;
 - b. Doors and glazing shall have a laboratory STC rating of at least 28 unless glazing constitutes more than twenty percent (20%) of any façade exposed to noise levels of Ldn 70 dBA or above;
 - c. If glazing constitutes more than twenty percent (20%) of an exposed façade, then the glazing shall have a laboratory STC rating of at least 39; and
 - d. All surfaces shall be sealed and caulked in accordance with methods approved by the ASTM to minimize sound transmission.
- C. All site plans, building permit applications and building plans submitted to the County shall indicate whether such portion of the Proposed Development is required to include noise attenuation measures and, if so, the type of attenuation measure to be implemented. PRC Plans, building plans and site plans for each building and/or unit that is subject to noise mitigation as provided herein shall depict the final noise contours as determined by the revised Noise Study.

- D. Exterior Noise. Concurrent with the submission of each site plan for Plazas 1-6 of the Proposed Development, the Applicant shall demonstrate that all proposed exterior courtyards and plazas will have noise levels reduced to approximately 65 dBA Ldn or less based on existing and future traffic conditions and final site conditions. All mitigation measures proposed to achieve these noise levels shall be depicted on each PRC Plan and shall be integrated and designed to fit into the overall site design and complement the pedestrian streetscape.
28. Reston Town Center Shuttle. Prior to the issuance of the first RUP or Non-RUP for the Proposed Development, the Applicant shall arrange one or more meetings with FCDOT and representatives of the Reston Town Center Association ("RTCA") to evaluate the establishment of a private shuttle service to serve the Property and the Reston Town Center in general. In the event that a privately-operated Reston Town Center Shuttle is established by the RTCA or others, then the Applicant (or successor association) shall participate in ongoing funding for such service in a manner determined by the RTCA, provided that (i) the Reston Town Center Shuttle provides reasonable and consistent peak-hour service to the Property and, if constructed, the future Reston Parkway Metrorail Transit Station, and (ii) such financial participation in the shuttle service is reasonably proportional to the actual usage of the shuttle by future residents/tenants/visitors and employees of the Proposed Development and to the participation of other users of the Reston Town Center Shuttle.
29. Reston Town Green Park. The Applicant shall contribute \$200.00 per Residential Unit constructed on the Property to the Board of Supervisors for transfer to the Fairfax County Park Authority to be used for the construction of improvements to the proposed Reston Town Green Park or other park located within the service area of the proposed development as determined by the Park Authority in consultation with the Hunter Mill District Supervisor. Said contribution shall be made prior to the issuance of each RUP in the Proposed Development for which the contribution is triggered. This amount shall escalate on a yearly basis from the base year of 2013 and change effective each January 1 thereafter until tender of payment, based on changes in the Consumer Price Index for all urban consumers (not seasonally adjusted) ("CPI-U"), as permitted by Virginia State Code Section 15.2-2303.3(B).
30. Universal Design. In the event residential units are initially offered for sale, the applicant shall offer each contract purchaser the following universal design options for the unit at no additional cost:
- i. Front entrance doors that are a minimum of 36 inches wide
 - ii. Lever door handles instead of knobs
 - iii. Light switches 44-48 inches high
 - iv. Thermostats a maximum of 48" high
 - v. Electrical outlets a minimum of 18" high

In the event residential units are initially offered for sale, the Applicant shall offer each contract purchaser additional universal design options for the unit at the purchaser's sole cost. These additional options may include, but shall not be limited to:

- i. Clear knee space under sinks
- ii. A curb-less shower, or a shower with a curb of less than 4.5" high
- iii. Grab bars in the bathrooms that are ADA compliant

31. Public Art. The Applicant shall incorporate public art into Land Bays A, B, and C of the development following consultation with the Initiative for Public Art – Reston (IPAR). The Applicant shall coordinate with IPAR to obtain its recommendations on the type and location of public art to be provided on site. The Applicant shall make the final selection of the public art features and their location after consultation with IPAR and shall incorporate such features into the development prior to issuance of the final Non-RUP and RUP for each Land Bay.
32. Water Line Relocation. Relocation of distribution/transmission water facilities necessary to accommodate this development will be at the Applicant's expense, and shall be approved in advance by Fairfax Water. In accordance with the Fairfax Water policy, all Applicant relocations of Fairfax Water transmission mains greater than 16-inches in diameter shall require the approval of the Fairfax Water Board.

33. Sustainable Design in Office Buildings.

- A. The Applicant will include, as part of the site plan submission and building plan submission for office buildings, a list of specific credits within the version of the U.S. Green Building Council's Leadership in Energy and Environmental Design - Core and Shell rating system (LEED[®]-CS) in effect at the time the office building is registered with the U.S. Green Building Council (USGBC), or other LEED rating system determined to be applicable to the building(s) by the USGBC, that the Applicant anticipates attaining. A LEED-accredited professional (LEED-AP) who is also a professional engineer or licensed architect will provide certification statements at both the time of site plan review and the time of building plan review confirming that the items on the list will meet at least the minimum number of credits necessary to attain LEED certification of the project.
- B. In addition, prior to site plan approval, the Applicant will designate the Chief of the Environment and Development Review Branch of the Department of Planning and Zoning as a team member in the USGBC's LEED Online system. This team member will have privileges to review the project status and monitor the progress of all documents submitted by the project team, but will not be assigned responsibility for any LEED credits and will not be provided with the authority to modify any documentation or paperwork.
- C. Prior to building plan approval for an office building, the Applicant will submit, to the Environment and Development Review Branch of DPZ, documentation from the USGBC demonstrating that LEED Silver precertification under the Core and Shell program has been attained for that building. Prior to release of the bond for the office building, the Applicant shall provide documentation to the Environment and Development Review Branch of DPZ demonstrating the status of attainment of LEED Certification from the USGBC for each building on the property.
- D. As an alternative to the actions outlined in the above paragraphs, or if the Applicant fails to attain LEED Silver precertification prior to building plan approval, the Applicant will post, for each building, a "green building escrow," in the form of cash or a letter of credit from a financial institution acceptable to DPWES as defined in the Public Facilities Manual, in the amount of (\$2/sq. ft.).

This escrow will be in addition to and separate from other bond requirements and will be released upon demonstration of attainment of certification, by the USGBC, under the version of the LEED-CS rating system in effect at the time the office building is registered with the USGBC or other LEED rating system determined, by the USGBC, to be applicable to the office building. The provision to the Environment and Development Review Branch of DPZ of documentation from the USGBC that the office building has attained LEED certification will be sufficient to satisfy this commitment.

- E. If the Applicant provides to the Environment and Development Review Branch of DPZ, within eighteen months of issuance of the final Non-RUP for the building, documentation demonstrating that LEED certification for the building has not been attained but that the building has been determined by the USGBC to fall within three points of attainment of LEED certification, 50% of the escrow will be released to the applicant; the other 50% will be released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives.
- F. If the Applicant fails to provide, within eighteen months of issuance of the final Non-RUP for the building, documentation to the Environment and Development Review Branch of DPZ demonstrating attainment of LEED certification or demonstrating that the building has fallen short of LEED certification by three points or less, the entirety of the escrow for that building will be released to Fairfax County and will be posted to a fund within the county budget supporting implementation of county environmental initiatives.
- G. If the Applicant provides documentation from the USGBC demonstrating, to the satisfaction of the Environment and Development Review Branch of DPZ, that USGBC completion of the review of the LEED certification application has been delayed through no fault of the Applicant, the Applicant's contractors or subcontractors, the time frame may be extended as determined appropriate by the Zoning Administrator, and no release of escrowed funds shall be made to the Applicant or to the County during the extension.

34. Energy Star in Residential Buildings. The Applicant shall install, as part of initial construction of each residential building, Energy Star appliances in each unit constructed on the property. In addition, the Applicant shall use reasonable efforts to incorporate sustainable design elements into the proposed residential building(s) to achieve energy efficiency and reduction in water use. In furtherance of this condition, concurrent with its submission of both the initial site plan and the initial building permit applications for each residential building, a LEED AP, who is also a professional engineer or licensed architect, shall submit to the Environment and Development Review Branch of the Department of Planning and Zoning a certification statement listing the sustainable features and facilities incorporated into the building's design. Prior to final bond release for each residential building, a LEED AP, who is also a professional engineer or licensed architect, shall submit to the Environment and Development Review Branch of the Department of Planning and Zoning a certification statement and documentation listing and confirming the sustainable features and facilities incorporated into the building.
35. Sustainable Design in Hotel Buildings. The Applicant shall install Energy Star appliances as applicable, in each hotel room, in common hotel areas (e.g., clothes washers, ice machines) and in areas used by hotel staff (e.g., clothes washers, dishwashers). In addition, the Applicant shall use reasonable efforts to incorporate sustainable design elements into the proposed hotel building(s) to achieve energy efficiency and reduction in water use. In furtherance of this condition, concurrent with its submission of both the initial site plan and the initial building permit applications for each hotel building, a LEED AP, who is also a professional engineer or licensed architect, shall submit to the Environment and Development Review Branch of the Department of Planning and Zoning a statement listing the sustainable features and facilities anticipated to be incorporated into the building's design. Prior to final bond release for each hotel building, a LEED AP, who is also a professional engineer or licensed architect, shall submit to the Environment and Development Review Branch of the Department of Planning and Zoning a certification statement and documentation listing and confirming the sustainable features and facilities incorporated into the building.