PORTER AT SANDBURG STREET

RZ 2010-PR-019
KETTLER SANDBURG LLC
PROFFERS

September 11, 2012

Pursuant to Section 15.2-2303(a) of the Code of Virginia, 1950, as amended, the property owner who is the Applicant in this rezoning proffer that the development of the parcels under consideration and shown on the Fairfax County Tax Maps as Tax Map Reference – 39-4-((1))-46 and 47 (hereinafter referred to as the "Property") shall be in accordance with the following conditions if, and only if, said rezoning request for the PDH-3 District is granted by the Board of Supervisors of Fairfax County, Virginia (the "Board"). In the event said application request is denied or the Board's approval is overturned by a court of competent jurisdiction, these proffers shall be null and void. The Owners and the Applicant ("Applicant"), for themselves, their successors and assigns, agree that these proffers shall supersede any and all previously approved proffers or conditions and shall be binding on the future development of the Property unless modified, waived or rescinded in the future by the Board, in accordance with applicable County and State statutory procedures. The proffered conditions are:

I. GENERAL

1. Substantial Conformance. Subject to the provisions of Articles 16 of the Zoning Ordinance, under which minor modifications to an approved development plan and proffers are permitted, the development shall be in substantial conformance with the Conceptual Development Plan/Final Development Plan (CDP/FDP) prepared by Urban, Ltd. dated September 28, 2010 and revised through July 23, 2012. It shall be understood

that the CDP shall be only those elements of the plans that depict the number and the general location of points of access, the amount and location of preserved open space and trees, peripheral setbacks, building restriction lines, limits of clearing and grading, building heights, the total number, type, uses and the general location of buildings and roads (the "CDP Elements"). The Applicant reserves the right to request a Final Development Plan Amendment ("FDPA") for elements other than the CDP elements for all or a portion of the FDP in accordance with Section 16-402 of the Zoning Ordinance, if such an amendment is in accordance with the approved CDP and these proffers.

2. Architecture. The architectural design of the dwellings shall be in substantial conformance with the bulk, mass, proportion and type and quality of materials and elevations shown on the illustrative examples attached as **Exhibit A**. The primary building material exclusive of trim shall be limited to brick, stone, cementitious siding, shingles or other similar masonry materials. Minor modifications may be made with the final architectural designs provided such modifications are in substantial conformance with the exhibits attached. Further all units shall incorporate a minimum of 50% (not including trim, gutter, etc.) stone or brick materials on all front and side facades and rear of Lots 3 and 6. Horizontal cementitious siding (Hardy Plank) or architecturally equivalent shall be used for the remainder. Raised panel shutters shall be used on all windows for the front, side and rear facades of all units. All façades facing a public street or the private street shall be architecturally finished in a substantially similar manner to the front façade for that unit.

3. Minor Modifications. Minor modifications from what is shown on the CDP/FDP and these Proffers, which may become occasioned as a part of final architectural and engineering design, may be permitted as determined by the Zoning

Administrator in accordance with the provisions set forth in Articles 16 and 18 of the Zoning Ordinance.

4. Lot Yield and Uses. The development shall consist of a maximum of six (6) single-family detached units.

5. Establishment of HOA. Prior to record plat approval, the Applicant shall establish a Homeowners Association (HOA) in accordance with Sect. 2-700 of the Zoning Ordinance for the purpose of, among other things, establishing the necessary residential covenants governing the use and operation of common open space and other facilities of the approved development and to provide a mechanism for ensuring the ability to complete the maintenance obligations and other provisions noted in these proffer conditions, including an estimated budget for such common maintenance items. Further after establishing the HOA, but prior to issuance of a Non-RUP, the Applicant shall enter into a contract with an appropriate contractor for maintenance of the stormwater facility. Such contract shall be to maintain the stormwater facility until the HOA is turned over to the residents. At such time the Applicant shall also provide contact information and all records of such maintenance to the HOA along with written materials describing proper maintenance of the approved stormwater facility. Further, at such time, the Applicant shall also provide additional written materials to assist the HOA in identifying invasive species and maintaining the common area (including any tree save areas). Such written materials related to invasive species and common area maintenance shall be reviewed and approved by the Urban Forest Management Division, DPWES prior to submittal to the HOA.

6. Dedication to HOA. At the time of record plat recordation, open space, common areas, private roadways, and amenities not otherwise conveyed or dedicated to

the County shall be dedicated to the HOA and be maintained by the same. A portion of the driveway for Lot 4 (at the end of the Private Street shown on the Plat) is located on common area to be conveyed to the HOA and shall be maintained by the HOA once such land is conveyed unless and until such common area is dedicated for a public street or becomes a private street pursuant to Proffer 15 and 16 below.

7. Disclosure. Prior to entering into a contract of sale, prospective purchasers shall be notified in writing by the Applicants of the possible extension of the private road to serve as an interparcel access and of maintenance responsibility for the private roadways, stormwater management facilities, common area landscaping, tree preservation areas, the maintenance of the portion of the driveway for Lot 4 located on common area (as discussed above), and any other open space amenities and shall acknowledge receipt of this information in writing. The initial deeds of conveyance and HOA governing documents shall expressly contain these disclosures and an estimated budget for such common maintenance items, including a line item of the estimated costs for potential removal of dead and/or diseased trees in tree preservation areas.

8. Escalation. All monetary contributions required by these proffers shall escalate on a yearly basis from the base year of 2012, and change effective each January 1 thereafter, based on the Consumer Price Index as published by the Bureau of Labor Statistics, the U.S. Department of Labor for the Washington-Baltimore, MD-VA-DC-WV Consolidated Metropolitan Statistical Area (the "CPI), as permitted by Virginia State Code Section 15.2-2303.3.

9. Garage Conversion. Any conversion of garages or use of garages that precludes the parking of vehicles within the garage is prohibited. A covenant setting forth this restriction shall be recorded among the land records of Fairfax County in a form

approved by the County Attorney prior to the sale of any lots and shall run to the benefit of the HOA and the Board of Supervisors. This restriction shall also be disclosed in the HOA documents. Prospective purchasers shall be advised of this use restriction, in writing, prior to entering into a contract of sale.

10. Length of Driveways. All driveways serving the residential single family units shall be a minimum of twenty feet (20') in length as measured outward from the face of the garage door to the edge of the sidewalk.

11. Decks and Similar Appurtenances. Decks, bay windows, patios, chimneys, areaways, stairs and stoops, mechanical equipment and other similar appurtenances may encroach into minimum yards as depicted on the "lot typical" as shown on the CDP/FDP and as permitted by Section 2-412 and Article 10 of the Zoning Ordinance. The restrictions and limitations of this proffer shall be disclosed to purchasers prior to contract ratification and further disclosed in the homeowners association documents. The HOA documents required above shall further stipulate that all decks be of a unified design subject to future modifications as determined by the HOA. In addition, all prospective purchasers shall be notified of the applicable County requirements as they pertain to matters of permitting and related construction requirements. Further, regardless of the "Lot Typical" shown on the CDP/FDP, Lot 1 shall be permitted to have a deck (including all attached flower boxes, trellises, lattice work and similar embellishments) encroach up to 12 feet into the rear yard.

II. TRANSPORTATION

12. Right-of-Way Dedication along Elm Place, Sandburg Street, and Idylwood Road. At the time of subdivision plan approval, or upon demand by VDOT or Fairfax

County, whichever occurs first, the Applicant shall dedicate, at no cost to Fairfax County and in fee simple and in a form acceptable to the County Attorney, the right-of-way along the site frontage of Elm Place (Route #974), Sandburg Street (Route #936), and Idylwood Road (Route #695) as shown on the CDP/FDP.

13. Frontage Improvements. The Applicant shall provide onsite frontage improvements in the location and configuration shown on the CDP/FDP along the south side of Elm Place, the west side of Sandburg Street, and the north side of Idylwood Road. The frontage improvements generally consist of half section widening on Elm Place of approximately 14-feet from existing centerline with curb and gutter and sidewalk (as shown on the CDP/FDP) along the site frontage, half section widening on Sandburg Street with curb and gutter and sidewalk (as shown on the CDP/FDP) along the site frontage which will establish Sandburg Street as approximately 42-feet wide from curb to curb, and improvements to the Sandburg/Idylwood intersection consisting of an increased radius with a ± 65-foot taper to be constructed with curb and gutter and installation of the trail along Idylwood Road as shown on the CDP/FDP. The final configuration of such improvements shall be determined by final engineering and associated approvals. The Idylwood Road taper described above is in close proximity to existing utility poles. In no event shall the configuration of the taper require relocation of the existing utility poles. The Applicant shall construct the taper described above as close possible to the existing utility poles as permitted by VDOT without requiring their relocation.

The Sandburg Street and Idlywood Road improvements shall be completed prior to issuance of the first residential use permit (RUP) for Lots 1-4. The Elm Street improvements shall be completed prior to issuance of the first RUP for Lots 5 and 6. Further, upon demonstration by the Applicant that, despite diligent efforts by the

Applicant, provision of a respective improvement has been unreasonably delayed by others, or by circumstances beyond the control of the Applicant, the Zoning Administrator may agree to a later date for the completion of each such improvement.

14. Private Street/Street Reservation. The internal private street shall be constructed as shown on the CDP/FDP consistent with public street standards in accordance with the Fairfax County Public Facilities Manual (PFM), subject to DPWES approval. However, in accordance with PFM 9.0202.J (1) and (6) the private street shall not be required to provide an emergency turn around. The Applicant shall install a sign at the terminus of the private street indicating the possibility of a future extension of the street. The sign and its language shall be in accordance with the appropriate plate in the PFM, subject to DPWES approval. In addition, at the time of site plan/subdivision plan approval, the Applicant shall reserve the right-of-way for public street purposes for an interparcel connection to the property line with Tax Map 39-4-((1))-48. Such reservation shall only be dedicated to Fairfax County in the event the property to the west (Tax Map 39-4 ((1)) 48) is rezoned or subdivided and the reservation area is needed to create a public street, as determined by FCDOT and VDOT in consultation with the Zoning Administrator at the time of rezoning approval or subdivision approval and such dedication of right-of-way shall be upon demand in fee simple and in a form acceptable to the County Attorney.

15. Public Access Easement. At the time of record plat recordation, the Applicant shall cause to be recorded among the land records a public access easement running to the benefit of Fairfax County, in a form acceptable to the County Attorney, over the private street as generally shown on the CDP/FDP.

16. Escrow for Interparcel Connection. As shown on the CDP/FDP, the proposed private street does not extend to the Property line. Prior to issuance of a RUP on the Property, the Applicant shall escrow with Fairfax County sufficient funds to extend the private street, constructed to public street standards, to the Property line adjacent to Tax Map 39-4 ((1)) 48. The amount, type and form of the surety shall be determined by DPWES Bonds and Agreement Branch and the Office of the County Attorney and shall be in accordance with the Fairfax County Bond and Price estimates in effect at the time of the escrow. In the event Tax Map 39-4 ((1)) 48 is rezoned without utilizing the interparcel connection, the escrow shall be used for transportation or pedestrian improvements in the vicinity of the project.

17. Future Interparcel Access. In the event the property to the west (Tax Maps 39-4 ((1)) 48) is rezoned with a private street interparcel access the Applicant (or successor HOA) shall grant all easements necessary for inter-parcel access to the properties to the west (Tax Maps 39-4 ((1)) 48), in addition to the public access easement above, subject to the following conditions:

- Except for the escrow described above, completion of construction of the connection on the Property shall be undertaken by the owner of the adjacent parcels at their sole expense; and
- As a condition of use, the owner of the adjacent parcels shall enter into an ongoing maintenance agreement to provide an equitable pro-rata contribution to the Applicant (or successor HOA) for the maintenance of the private street based on published Institute of Transportation Engineers (ITE) trip generation rates for the proposed interparcel connection, as approved by FCDOT. As an

alternative, either the Applicant (or successor HOA) may agree to annexation by the adjacent future common association provided that future common association assumes full maintenance responsibilities for the private street.

III. CONSTRUCTION

18. Construction Access and Hours. The staging and parking of construction vehicles shall occur on the Property, including personal vehicles utilized by construction workers. No parking shall occur on adjacent roadways. The hours of initial construction shall be posted in English and in Spanish and shall be limited to the hours between 7:00 a.m. and 9:00 p.m. Monday through Friday and 8:00 a.m. to 9:00 p.m. on Saturdays. No construction shall occur on Sundays or Federal Holidays. This shall be disclosed to all contractors and sub-contractors who perform work on the subject property during site construction.

19. Construction Management. Prior to the commencement of construction on the property, the Providence District Supervisor and the presidents or other representatives of the homeowners associations as requested by the Supervisor shall be provided with the name, title and phone number of a person to whom comments and/or complaints regarding construction activities may be directed. Such correspondence shall be sent by US Mail, return receipt requested and copies of the receipts and responses shall be made available to County Staff upon request. A sign with this information shall be posted on-site prior to the commencement of construction and shall be updated and shall be retained on the site through all construction activities. A response to the comments/complaints made shall be provided within 3 business days of receipt. If the comment is of an emergency nature it shall be addressed within the next business day.

20. Erosion & Sedimentation Controls. To ensure off-site properties are not impacted by silt or associated run-off, the Applicant shall design and implement siltation control mechanisms that shall include "super silt" fencing or similar procedures as determined by DPWES. The functioning and integrity of all erosion and sedimentation controls (E&S controls) required by DPWES shall be inspected, by the Applicant or their designated representative, no later than the next business day following each storm event during the period of construction on-site. If the E&S controls have been damaged or breached, the E&S controls shall be repaired in accordance with the requirements of the Fairfax County Public Facilities Manual as determined by DPWES.

IV. ENVIRONMENTAL

21. Stormwater Management Facilities and Best Management Practices. The Applicant shall implement stormwater management techniques to control the quantity and quality of stormwater runoff from the Property in accordance with the Fairfax County Public Facilities Manual as reviewed and approved by DPWES. The stormwater management techniques may include but are not limited to the following: rain gardens, filtera systems, infiltration ditches, bay filters, storm tech chamber and drainage swales. Stormwater management facilities/Best Management Practices ("BMPs") shall be provided as generally depicted on the CDP/FDP. Adequate outfall shall be demonstrated in accordance with the PFM as determined by DPWES.

All SWM and BMP facilities shall be properly maintained on the Property in a manner determined by DPWES. The requirements for maintaining the SWM facility shall be in a standard maintenance agreement between the County and the Applicant who is the land owner, its successor and assigns. This agreement shall be recorded in the County land records and run with the land. Should any deficiencies in the existing SWM

or BMP facilities be identified by the Stormwater Management Maintenance Division during regular inspections, or when investigating a drainage complaint, then maintenance shall be performed in accordance with the recorded maintenance agreement. As noted on the CDP/FDP, the SWM facility is designed to detain a 25-year storm event in accordance with calculations shown on the CDP/FDP, which is in excess of the 10-year storm event required by the PFM. As noted on the CDP/FDP, the SWM facility is also designed to retain 23% of the water associated 10-year storm event utilizing infiltration in accordance with the calculations shown on the CDP/FDP, even there is no retention requirement provided by the PFM.

In addition, it shall be further demonstrated to DPWES at the time of subdivision plan submission that the adequate outfall requirements shall be met in accordance with the options (1A, 1B, 2 and 3) shown on the adequate outfall narrative on Sheet 8 of the CDP/FDP. Option #2, east along the north-side of Idlywood Road, shall be utilized unless it is demonstrated after consultation with the Providence Magisterial District Supervisor and to the satisfaction of DPWES that for reasons beyond the Applicant's control and based on sound engineering principles, other options identified in the CDP/FDP must be utilized to meet the adequate outfall requirements. In the event other options are utilized, the Applicant shall provide community outreach plan to inform any off-site owners about potential impacts to their property frontage, if applicable, including the VDOT standards for improvements within the public right-of-way.

Further, to fulfill this requirement, the Applicant also reserves the right to install additional onsite SWM and BMP facilities on the Property, provided the same are in substantial conformance with the CDP/FDP, or at off site locations. Said facilities may consist of a rain garden, an infiltration trench, a combination thereof, or other type of

facilities as reviewed and approved by DPWES. Any additional off site SWM or BMP facilities shall be installed prior to installation of sedimentation controls associated with development of Property.

All SWM and BMP facilities shall be properly maintained on the Property in a manner determined by DPWES in accordance with adopted standards for the same. Should any deficiencies in the existing SWM or BMP facilities be identified by the Stormwater Management Maintenance Division during regular inspections, or when investigating a drainage complaint, then maintenance shall be performed in accordance with an issued DPWES punchlist.

If DPWES, prior to bond release, determines that the SWM or BMP facilities on the Property or at such off site locations as may be permitted pursuant to these proffers, are properly constructed and installed but are not detaining the quantity of stormwater described on the plans governing the facilities' approval, and the reduced detention is attributable to incorrect assumptions in the methodology or approach relied upon during the facilities' approval, then the Applicant shall repair or upgrade the existing SWM and BMP facilities on the Property to attain the quantity and quality of stormwater runoff described in the CDP/FDP and reflected on any approved site plan, subject to the review and approval of DPWES.

22. BMP Maintenance. After establishing the HOA pursuant to these proffers, the Applicant shall provide the HOA with written materials describing proper maintenance of the approved BMPs in accordance with the PFM and County guidelines as well as provide an estimated budget for future maintenance.

23. Landscaping. At the time of site plan review, the Applicant shall submit to DPWES, a landscape plan showing landscaping consistent with the quality, quantity and

general location shown on the Landscape Plan on the CDP/FDP. This plan shall be subject to review and approval of Urban Forestry Management, DPWES. At the time of planting, the minimum caliper for deciduous trees shall be two and one-half (2.5) inches to three (3) inches and the minimum height for evergreen trees shall be seven (7) feet. Actual types and species of vegetation shall be determined pursuant to more detailed landscape plans approved by Urban Forest Management at the time of site plan approval. Maintenance responsibilities for the landscaping shall be disclosed in the homeowners' association documents.

24. Energy Conservation. At minimum, each new dwelling unit shall satisfy one of the following certifications: (A) Earth Craft. The new dwelling units shall be constructed to achieve certification in accordance with the EarthCraft House Program as demonstrated through documentation provided to DPWES and DPZ prior to the issuance of the RUP for each new home; or (B) ENERGY STAR Qualified Homes. The new dwelling units shall be constructed to achieve qualification in accordance with ENERGY STAR® for Homes. Such qualification will be demonstrated by the submission of documentation to the Environment and Development Review Branch of DPZ from a home energy rater certified through the Residential Energy Services Network (RESNET) program which shows that each dwelling unit has attained the ENERGY STAR® for Homes qualification prior to the issuance of the RUP for each dwelling.

25. Noise Mitigation for Lot 1. Lot 1 (the lot closest to Idylwood Road) shall be constructed using building materials, screening or fencing to ensure that a maximum interior noise level of approximately 45 dBA Ldn and a maximum rear yard noise level of 65 dBA Ldn shall be achieved. The Applicant may pursue other noise mitigation methods if it can be demonstrated pursuant to an independent noise study, subject to

review and approval by DPWES in consultation with DPZ, that these alternative methods will be effective in reducing noise levels to a maximum interior noise level of approximately 45 dBA Ldn and a maximum rear yard noise level of 65 dBA Ldn.

V. TREE PRESERVATION

26. Tree Preservation Plan. The applicant shall submit a Tree Preservation Plan and Narrative as part of the first and all subsequent submissions of the site plan review process. The preservation plan and narrative shall be prepared by a Certified Arborist or a Registered Consulting Arborist, and shall be subject to the review and approval of the Urban Forest Management Division, DPWES.

The tree preservation plan shall include a tree inventory that identifies the location, species, critical root zone, size, crown spread and condition analysis percentage rating for all individual trees to be preserved, as well as all on and off-site trees, living or dead with trunks 10 inches in diameter and greater (measured at 4 1/2 -feet from the base of the trunk or as otherwise allowed in the latest edition of the Guide for Plant Appraisal published by the International Society of Arboriculture) located in the area to be left undisturbed and within 25 feet of the limits of clearing and grading, and in the disturbed area and within 10 feet of the limits of clearing and grading. The tree preservation plan shall provide for the preservation of those areas shown for tree preservation, those areas outside of the limits of clearing and grading shown on the CDP/FDP and those additional areas in which trees can be preserved as a result of final engineering. The tree preservation plan and narrative shall include all items specified in PFM 12-0506 and 12-0508. Specific tree preservation activities that will maximize the survivability of any tree identified to be preserved, including but not limited to: crown pruning, root pruning along the limits of clearing (LOC), mulching, fertilization, installation of welded wire tree

protection fencing and others as necessary, shall be included in the plan.

27. Tree Preservation Walk-Through. The Applicant shall retain the services of a certified arborist or registered consulting arborist, and shall have the limits of clearing and grading marked with a continuous line of flagging prior to the walk-through meeting as part of the tree preservation plan. During the tree preservation walk-through meeting which shall occur prior to the commencement of construction, the Applicant's certified arborist or registered consulting arborist shall walk the limits of clearing and grading with an UFMD, DPWES, representative to determine where adjustments to the clearing limits can be made to increase the area of tree preservation and/or to increase the survivability of trees at the edge of the limits of clearing and grading, and such adjustment shall be implemented.

Trees that are identified as diseased (e.g. from an Ash Borer), dead or dying may be removed as part of the clearing operation as shown on the CDP/FDP as having died. Any tree that is so designated shall be removed using a chain saw and such removal shall be accomplished in a manner that avoids damage to surrounding trees and associated understory vegetation. If a stump must be removed, this shall be done using a stump-grinding machine in a manner causing as little disturbance as possible to adjacent trees and associated understory vegetation and soil conditions

28. Limits of Clearing and Grading. The Applicant shall conform strictly to the limits of clearing and grading as shown on the CDP/FDP, subject to allowances specified in these proffered conditions and for the installation of utilities and/or trails as determined necessary by the Director of DPWES, as described herein. If it is determined necessary to install utilities and/or trails in areas protected by the limits of clearing and grading as shown on the CDP/FDP, they shall be located in the least disruptive manner necessary as

determined by the UFMD, DPWES. A replanting plan shall be developed and implemented, subject to approval by the UFMD, DPWES, for any areas protected by the limits of clearing and grading that must be disturbed for such utilities.

29. Tree Preservation Fencing. All trees shown to be preserved on the tree preservation plan shall be protected by tree protection fence. Tree protection fencing in the form of four (4) foot high, fourteen (14) gauge welded wire attached to six (6) foot steel posts driven eighteen (18) inches into the ground and placed no further than ten (10) feet apart or, super silt fence to the extent that required trenching for super silt fence does not sever or wound compression roots which can lead to structural failure and/or uprooting of trees shall be erected at the limits of clearing and grading as shown on the demolition, and phase I & II erosion and sediment control sheets, as may be modified by the "Root Pruning" proffer below.

All tree protection fencing shall be installed after the tree preservation walk-through meeting but prior to any clearing and grading activities, including the demolition of any existing structures. The installation of all tree protection fencing shall be performed under the supervision of a certified arborist, and accomplished in a manner that does not harm existing vegetation that is to be preserved. Three (3) days prior to the commencement of any clearing, grading or demolition activities, but subsequent to the installation of the tree protection devices, the UFMD, DPWES, shall be notified and given the opportunity to inspect the site to ensure that all tree protection devices have been correctly installed. If it is determined that the fencing has not been installed correctly, no grading or construction activities shall occur until the fencing is installed correctly, as determined by the UFMD, DPWES.

30. Root Pruning. The Applicant shall root prune after the tree preservation walk-though, as needed to comply with the tree preservation requirements of these proffers. All treatments shall be clearly identified, labeled, and detailed on the erosion and sediment control sheets of the site plan submission. The details for these treatments shall be reviewed and approved by the UFMD, DPWES, accomplished in a manner that protects affected and adjacent vegetation to be preserved, and may include, but not be limited to the following:

- Root pruning shall be done with a trencher or vibratory plow to a depth of 18 inches.
- Root pruning shall take place prior to any clearing and grading, or demolition of structures.
- Root pruning shall be conducted with the supervision of a certified arborist.
- An UFMD, DPWES, representative shall be informed when all root pruning and tree protection fence installation is complete.

31. Site Monitoring. During any clearing or tree/vegetation/structure removal on the Applicant Property, a representative of the Applicant shall be present to monitor the process and ensure that the activities are conducted as proffered and as approved by the UFMD. The Applicant shall retain the services of a certified arborist or registered consulting arborist to monitor all construction and demolition work and tree preservation efforts in order to ensure conformance with all tree preservation proffers, and UFMD approvals. Written status reports detailing observations and stating conformance and/or violation regarding required protection and control measures shall be submitted to UFMD following monitoring visits. The monitoring schedule shall be described and detailed in the Landscaping and Tree Preservation Plan, and reviewed and approved by the UFMD, DPWES.

32. Tree Appraisal. The Applicant shall retain a professional arborist with experience in plant appraisal, to determine the replacement value of all trees 8 inches in diameter or greater located on the Application Property that are shown to be saved on the Tree Preservation Plan. These trees and their value shall be identified on the Tree Preservation Plan at the time of the first submission of the respective site plan(s). The replacement value shall take into consideration the age, size and condition of these trees and shall be determined by the so-called "Trunk Formula Method" contained in the latest edition of the Guide for Plan Appraisal published by the International Society of Arboriculture, subject to review and approval by UFMD.

At the time of the respective site plan approvals, the Applicant shall post a cash bond or a letter of credit payable to the County of Fairfax to ensure preservation and/or replacement of the trees for which a tree value has been determined in accordance with the paragraph above (the "Bonded Trees") that die or are dying due to unauthorized construction activities. The letter of credit or cash deposit shall be equal to 50% of the replacement value of the Bonded Trees. At any time prior to final bond release for the improvements on the Application Property constructed adjacent to the respective tree save areas, should any Bonded Trees die, be removed, or are determined to be dying by UFMD due to unauthorized construction activities, the Applicant shall replace such trees at its expense. The replacement trees shall be of equivalent size, species and/or canopy cover as approved by UFMD. In addition to this replacement obligation, the Applicant shall also make a payment equal to the value of any Bonded Tree that is dead or dying or improperly removed due to unauthorized construction activity. This payment shall be determined based on the Trunk Formula Method and paid to a fund established by the County for furtherance of tree preservation objectives. Upon release of the bond for the

improvements on the Application Property constructed adjacent to the respective tree save areas, any amount remaining in the tree bonds required by this proffer shall be returned/released to the Applicant.

VI. RECREATION AND CULTURAL

33. On-Site Park Authority Contributions: The Applicant shall contribute $1,700 per dwelling unit upon issuance of a RUP to the Fairfax County Board of Supervisors to provide recreational facilities to serve the Property. The Applicant shall receive credit against such contribution for the cost of on-site recreational facilities, as approved by DPWES, which may include, but not be limited to the cost of improvements for outdoor seating areas, pedestrian trails (except those shown on the Comprehensive Plan), gazebos, plazas and other similar facilities.

34. Off-Site Park Authority Contributions: In addition the Applicant shall contribute $2,232.50 per dwelling unit upon issuance of the building permit for each unit to the Fairfax County Board of Supervisors to be used for off-site recreational facilities at Dunn Loring Park or other facilities intended to serve the future residents, as determined by the Supervisor for the Providence District in consultation with FCPA.

35. Photographic Documentation of the Existing Property. Prior to any land disturbing activities on the Property, the Applicant shall photographically document the interior and exterior of the existing structures, including but not limited to documentation of landscape features, a sketch plan of the site showing existing features and structures, interior floorplans, and plan showing the number and angle of photographic views. Prior to initiation of such documentation, the Applicant's consultant shall meet with the Department of Planning Zoning (DPZ) historic preservation planner to finalize the appropriate specific methodology for such documentation and such approved

methodology shall be utilized by the consultant. At minimum such methodology shall include views of each façade, perspective views, exterior detail views (such as the main entrance, stairs, porches, and other character defining features), interior detail views (such as moldings, newel posts, stairways and other character defining features) and general streetscape views. Any photographs or other documentation shall be contributed to DPZ and directly to the Virginia Room of the Fairfax County Public Library for curation, with the intent that such photographs will be available for exhibit in the Dunn Loring area or the Virginia Room of the Fairfax County Public Library. The Applicant shall provide written documentation to DPZ that the required documentation has been submitted to the Virginia Room.

36. Archaeological Survey. Prior to any land disturbing activities on the Property, the Applicant shall conduct a Phase I and/or Phase II Archeological Survey, if determined appropriate by Cultural Resource Management and Protection Section of the Fairfax County Park Authority (CRMP) archaeological investigation of the site to identify and evaluate archaeological resources that are known and predicted to be present on the property. Prior to initiation of such study, the Applicant's consultant shall meet with CRMP to determine the methodology to be used in the study. Such methodology as approved by CRMP, shall be utilized by the consultant. A minimum of one month prior to commencement of the field work portion of the study, CRMP shall be notified, and CRMP staff shall be permitted to make field visits to observe the work in progress. Upon completion of field work, a field meeting shall be held with CRMP on-site to review the findings and for CRMP to make recommendation for future study if necessary.

If significant archaeological resources are discovered, as determined by CRMP, CRMP shall notify Applicant, in writing within thirty (30) days of the on-site

meeting to undertake a Phase III data recovery. A research design for the Phase III prepared in consultation with CRMP, including appropriate methodology, shall be utilized. Upon completion of the study, an archaeological technical report shall be prepared per the Virginia State and Federal guidelines. Any artifacts, photographs, field notes, or other documentation shall be contributed to CRMP for curation, with the intent that such artifacts will be available for exhibit in the Dunn Loring area.

VII. OTHER

37. Temporary Signage. No temporary signs (including "popsicle" style paper or cardboard signs) which are prohibited by Article 12 of the Zoning Ordinance, and no signs which are prohibited by Chapter 7 of Title 33.1 or Chapter 8 of Title 46.2 of the Code of Virginia shall be placed on or off-site by the Applicant or at the Applicant's direction to assist in the initial marketing and sale of homes on the subject Property. Furthermore, the Applicant shall direct its agents and employees involved in marketing and/or sale of residential units on the subject Property to adhere to this proffer.

38. School Contribution. A contribution of $4,689 per dwelling unit shall be made to the Board of Supervisors for transfer to FCPS and designated for capital improvements for schools serving the subject property. The contribution shall be made at the time of, or prior to, issuance of the Building Permit for each unit. The contribution shall be directed toward projects within the Marshall High School Pyramid and/or Cluster II.

39. Affordable Dwelling Units. Prior to the issuance of the first Building Permit, the Applicant shall contribute to the Fairfax County Housing Trust Fund the sum equal to one half of one percent (1/2 %) of the sales price of all the units approved on the property. The one half of one percent (1/2 %) contribution shall be based on the

aggregate sales price of all of the units subject to the contribution, as if those units were sold at the time of the issuance of the first Building Permit. The projected sales price shall be determined by the Applicant through an evaluation of the sales prices of comparable units in the area, in consultation with the Fairfax County Department of Housing and Community Development (HCD) and DPWES.

40. Universal Design. At the time of initial purchase, the following Universal Design options shall be offered to each purchaser at no additional cost: clear knee space under sink in kitchen, lever door handles instead of knobs, light switches 44"-48" high, thermostats a maximum of 48" high, and/or electrical outlets a minimum of 18" high. At the time of initial purchase, additional Universal Design options shall be offered to each purchaser at the purchaser's sole cost. These additional options may include, but not be limited to, one no-step pathway into the house, 36-inch-wide doorways and/or zero-threshold doorways.

41. Successors and Assigns. Each reference to "Applicant" in this Proffer Statement shall include within its meaning, and shall be binding upon, Applicant's successor(s) in interest, assigns, and/or developer(s) of the Property or any portion of the Property.

Kettler Sandburg LLC

(Contract Purchaser of Tax Map No. 39-4-((1))-46,47

By: _____
Name: Robert C. Kettler
Title: Manager

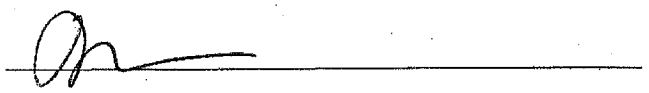
Susan H. Porter

(Owner of Tax Map No. 39-4-((1))-46 and 47)

Susan H. Porter

Daniel M. Porter

(Owner of Tax Map Nos. 39-4-((1))-46 and 47)



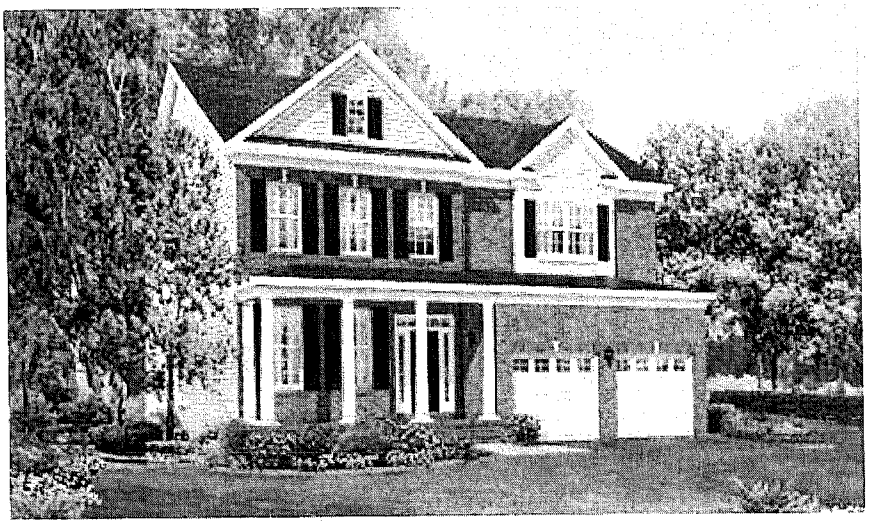
\32923653.8

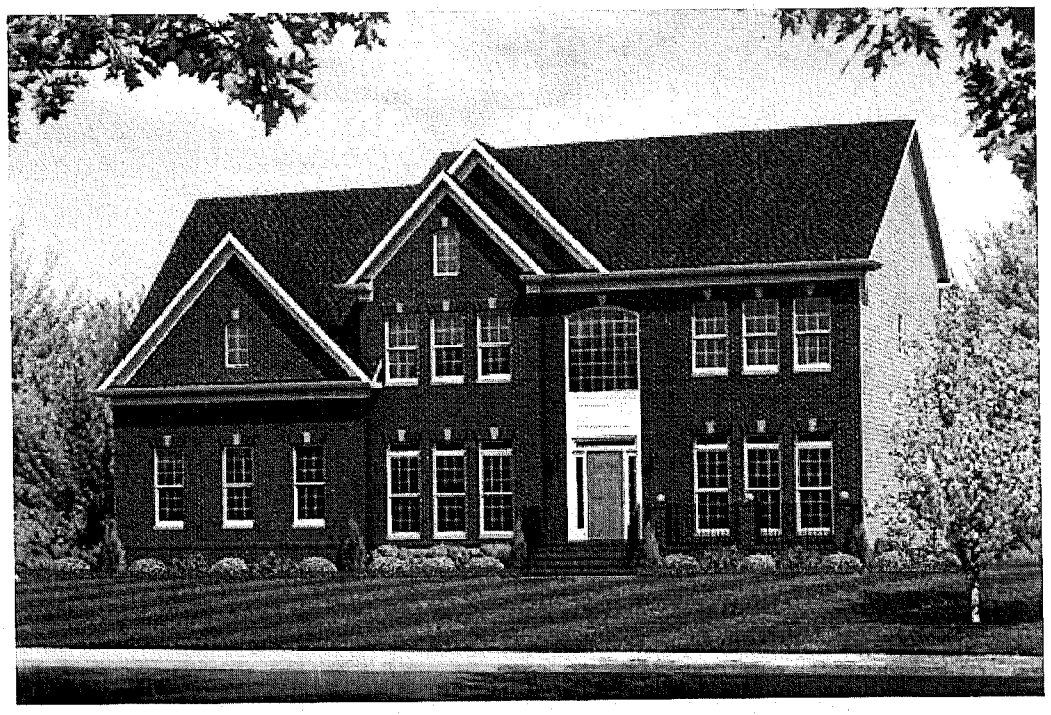
Mara Miles

(Title Owner of Tax Map Nos. 39-4-((1))-46, 47)

Mara Miles

EXHIBIT A





\32923653.16