

PROFFERS

FEDERAL REALTY INVESTMENT TRUST

PCA 85-D-081-02

March 12, 2014

Pursuant to Section 15.2-2303(a) Code of Virginia, 1950, as amended, Federal Realty Investment Trust, (hereinafter referred to as the "Applicant"), for itself, successors and assigns in PCA 85-D-081-02, filed for property identified as Tax Map 31-3 ((1)) 112B (hereinafter referred to as the "Application Property") hereby proffers that the development of the Application Property shall be in accordance with the following proffers, provided that the Board of Supervisors approves PCA 85-D-081-02. These proffers shall supersede and replace all previously approved proffers and conditions that may be applicable to the Application Property.

1. GENERALIZED DEVELOPMENT PLAN

- a. Subject to the provisions of Section 18-204 of the Fairfax County Zoning Ordinance, (hereinafter referred to as the "Zoning Ordinance"), development of the Application Property shall be in substantial conformance with As-Built Site Plan 6130-SAN-01-1, prepared by Walter L. Phillips Incorporated, dated February 23, 1998 and approved March 30, 1998.
- b. Subject to the provisions of Paragraph 5 of Section 18-204 of the Zoning Ordinance, minor modifications to the GDP may be permitted as determined by the Zoning Administrator.

2. USES

- a. The following uses shall be permitted on the Application Property:
 - i. Accessory uses as permitted by Article 10
 - ii. Business service and supply service establishments
 - iii. Colleges, universities
 - iv. Community clubs, center and meeting halls
 - v. Eating establishments
 - vi. Fast food restaurants, limited by the provisions of Section 4-605
 - vii. Financial institutions
 - viii. Garment cleaning establishments
 - ix. Health clubs
 - x. Offices, limited by the provisions of Section 4-605
 - xi. Personal service establishments
 - xii. Private clubs and public benefit associations

- xiii. Private schools of special education
- xiv. Quick service food stores, limited by the provision of Section 4-605
- xv. Repair service establishments
- xvi. Retail sales establishments

3. PARKING AND CIRCULATION

- a. At such time as there is a change in use from what is reflected on the approved parking tabulation, the Applicant shall provide a parking tabulation to the Zoning Permit Review Branch to demonstrate that there is adequate parking on the Application Property and the adjacent property identified as Fairfax County Tax Map Reference 31-3 ((1)) 113 and 113A to accommodate the parking required by the Fairfax County Zoning Ordinance for the proposed mix of uses.
- b. Parking, circulation, and pedestrian access shall be coordinated with the balance of the shopping center located on property identified as Fairfax County Tax Map Reference 31-3 ((1)) 113 and 113A. Prior to the issuance of any further Non-Residential Use Permits (Non-RUPs) for the Application Property, the Applicant shall demonstrate to the Zoning Permit Review Branch that there is a shared parking agreement in accordance with Section 11-102 of the Zoning Ordinance.
- c. The Applicant shall install a pedestrian path with handrails in general conformance with Exhibit A. Nothing herein shall require that said path be ADA-accessible. The path shall be installed no later than eighteen (18) months from the date of approval of this proffered condition amendment.
- d. Prior to any future redevelopment or renovation of the shopping center located on property identified as Fairfax County Tax Map Reference 31-3 ((1)) 113 and 113A, the Applicant shall provide a striped crosswalk and two (2) ramps to connect the sidewalk on the east side of Old Dominion Drive to the sidewalk adjacent to the existing 2-story pad building in general conformance with Exhibit A. Such crosswalk and ramps shall be installed no later than eighteen (18) months from the date of approval of this proffered condition amendment. If and when the shopping center is renovated or redeveloped, the Applicant shall make best efforts to provide a safe pedestrian connection from the Application Property to the main shopping center sidewalk.
- e. The Applicant shall ensure that access to property identified as Fairfax County Tax Map Reference 31-3 ((1)) 119 is unobstructed.

4. BUS PAD

Within eighteen (18) months of approval of this PCA, the Applicant shall provide a concrete pad and bench on property identified as Fairfax County Tax Map Reference 31-3 ((1)) 113 in general conformance with Exhibit A.

5. LANDSCAPING AND SCREENING

The Applicant shall submit a plan for the provision of native shrubs (a minimum of 24 inches in height at time of planting) and/or medium deciduous or evergreen tree(s) on the northwest side of the Application Property to the Urban Forest Management Division (UFMD) for review and approval. Provided that the Applicant determines that landscaping may be installed to the east of the existing electrical transformer, the Applicant shall further provide native shrub(s) and/or medium deciduous or evergreen tree(s) in that area subject to the review and approval of the UFMD. Landscaping shall be installed no later twelve (12) months from the date of approval of this proffered condition amendment, and once installed, the applicant shall contact the UFMD for an inspection of compliance with this proffer. In the event that any of the landscape plants are removed or damaged due to any required activity within the easement, they shall be replaced with the same species, size and quantity as that shown on the approved plan. In the event that a portion of the existing fifteen (15) foot storm sewer easement is vacated, the Applicant shall provide additional landscaping within twelve (12) months from the date of vacation, subject to the review and approval of the UFMD.

6. SITE FEATURES

No charity drop boxes shall be located on the Application Property.

7. LIGHTING

All lighting on the building on the Application Property shall comply with lighting standards contained in Section 14-900 of the Zoning Ordinance.

8. SUCCESSORS AND ASSIGNS

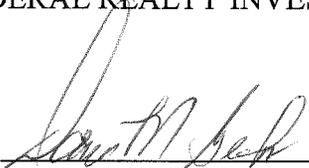
These proffers shall bind and inure to the benefit of the Applicant and its successors or assigns.

[SIGNATURES BEGIN ON NEXT PAGE]

Applicant/Agent for Title Owner

FEDERAL REALTY INVESTMENT TRUST

By: _____



Dawn M. Becker
Its: Executive Vice President, Chief
Operating Officer

[SIGNATURES CONTINUE ON NEXT PAGE]

Title Owner of Tax Map 31-3 ((1)) 112B

CHESTERBROOK ONE, LLC

By: 
Grace K. Gorlitz
Its: Manager

[SIGNATURES END]

