

## **PROFFERS**

**V Metro W LLC, V Metro LLC, Metro W LLC**

**PCA 2003-PR-022-03**

**March 18, 2022**  
**June 6, 2022**  
**July 22, 2022**  
**September 15, 2022**  
**October 27, 2022**  
**October 28, 2022**  
**October 31, 2022**

Pursuant to Section 15.2-2303 (A), Code of Virginia, 1950, as amended, V Metro W LLC, V Metro LLC and Metro W LLC (together, the “Applicant”) for the themselves, their successors and assigns in PCA 2003-PR-022-03 (the “Application”), filed for property identified as Fairfax County Tax Map 48-2((24)) B1 (the “PCA Property”) hereby agree to the following proffers, provided that the Board of Supervisors approves the Application. In the event the Application is approved by the Board of Supervisors, the proffers accepted previously in RZ 2003-PR-022 (“Existing Proffers”) will remain in full force and effect with the exception of the following. The following changes apply only to the PCA Property and will modify the Existing Proffers only with respect to the PCA property. In the event this Application is denied by the Board of Supervisors, the proffered conditions below will be null and void and all Existing Proffers will remain in full force and effect.

**Proffer 5 is amended to delete Par. 5(b). The remainder of Proffer 5 is reaffirmed.**

### **Add a new proffer 32:**

32. Temporary Park and Metro Connection. The Property is subject to a determination issued by the Zoning Evaluation Division of the Department of Planning and Development dated August 2, 2021, which acknowledges, among other things, the Applicant’s commitment to a temporary park space on the northwest quadrant of the Property until a building is constructed in this location. If the permanent Town Center Plaza between Buildings 7 and 8/9, as generally depicted and referenced in the interpretation dated August 2, 2021, is not constructed with the first of Buildings 7 or 8/9 to be constructed, the Applicant will retain or relocate and substantially replace the interim paved trail connection to the Metro and the landscaping, including pathway trees and understory plantings adjacent to the trail connection on the side of the trail not being developed as shown on the Exhibit A attached to the proffers.

### **Add a new proffer 33:**

33. Trail Connection. At the time of the installation of the temporary open space on the northwest quadrant as referenced in the interpretation dated August 2, 2021, the Applicant will construct a temporary asphalt trail on the north side of Atlas Plaza as generally shown

on the attached Exhibit A to create a walkway circuit around the northeast and northwest quadrants (sites of future Buildings 7 and 8/9). This temporary trail will be shown on the site plan which includes the temporary open space. The Applicant may remove the temporary trail, in part or in whole, in conjunction with construction of the building on the northeast quadrant.

**Add a new proffer 34:**

34. Vaden Drive Improvements. The original owners/developers of Metrowest (inclusive of the Applicant) collectively placed \$250,000-in escrow with the County. Pursuant to PCA 2003-PR-022-02, those funds are now available for improvements to Vaden Drive. The Applicant proposes to request credit against those funds in connection with making certain improvements to Vaden Drive at the Intersection of Vaden Drive and Royal Victoria Drive. These improvements are detailed on Exhibit B (herein the Vaden Drive Improvements).

Prior to the administrative and permitting processes outlined below, the Applicant will complete a preliminary cost estimate for the Vaden Drive Improvements. Such estimate will be reviewed and approved by the County to confirm total projected project costs are consistent with this proffer and not in excess of \$500,000.

The Applicant will be responsible for hard and soft costs directly related to constructing the Vaden Drive Improvements, but further intends to prospectively request credits from the County for projected construction costs up to the \$250,000 held in escrow. Should the projected project cost exceed \$375,000, in anticipation of future escrowed funds for the Vaden Drive Improvements, the Applicant may also request up to \$125,000 in additional credits for project costs in excess of \$375,000. Any approved credits will be reimbursed following a full accounting of all associated project costs and the release of performance bonds for the project in a manner outlined by the County in response to the prospective cost letter. The preliminary cost estimate and any credit requests will be submitted to the County within 6 months following the first site plan approval for the property. If the credits are approved in a form satisfactory to the Applicant, the Applicant will submit the engineering design for the Vaden Drive Improvements for approval within 6 months of the approval of the credits and will diligently pursue the same. Application for the necessary construction permits will be made within 3 months of the approval of the design plans for the Vaden Drive Improvements. Upon receipt of all necessary County and VDOT approvals, the Applicant will construct the Vaden Drive Improvements. Provided all plans and permits are diligently pursued by the Applicant, the deadlines noted above may be extended in coordination with Fairfax Office of Transportation and the Providence District Supervisor's office.

Should the necessary plans and permits for the Vaden Drive Improvements described on Exhibit B not be approved by VDOT and/or the County, the Applicant will work with the County, in good faith, to reach a mutual agreement to reduce or otherwise alter the scope

of the improvements to address comments or issues raised in the permitting process. Any such agreed upon alteration to the scope of the Vaden Drive Improvements will remain subject to the cost and funding expectations defined in this proffer. Any such revisions will also be coordinated with the office of the Providence District Supervisor.

Should an acceptable revised scope for the Vaden Drive Improvements not be identified or agreed upon, or should the County disapprove the referenced credits, or should the initial cost estimate indicate that total project costs are likely to be in excess of \$500,000, the Applicant will then provide the sum of \$156,250 to Fairfax County prior to the issuance of the building permit for Building 7. Such funds must be used for the County for Vaden Drive, related intersections, or other such transportation projects serving the Subject Property. With this payment, the Applicant will have no further obligation with respect to this proffer

### **Successors and Assigns**

These proffers will bind and inure to the benefit of the Applicant and his/her successors and assigns.

### **Counterparts**

These proffers may be executed in one or more counterparts, each of which when so executed and delivered will be deemed an original document and all of which taken together will constitute but one and the same instrument.

TITLE OWNERS'/APPLICANTS' SIGNATURES TO FOLLOW ON NEXT PAGE:

PCA 2003-PR-022-03

V Metro W LLC  
Owner/Applicant

By: Harry E. Coates III

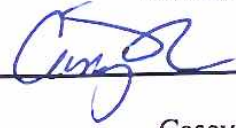
H. Edward Coates  
Printed Name

Manager  
Title

PCA 2003-PR-022-03

V Metro W LLC  
Owner/Applicant

By: \_\_\_\_\_



Casey L. Nolan  
Printed Name

Manager  
Title

PCA 2003-PR-022-03

V Metro LLC  
Owner/Applicant

By: Harry E. Coates III

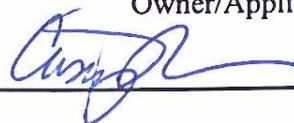
H. Edward Coates  
Printed Name

Manager  
Title

PCA 2003-PR-022-03

V Metro LLC  
Owner/Applicant

By: \_\_\_\_\_



Casey L. Nolan  
Printed Name

Manager  
Title

PCA 2003-PR-022-03

Metro W LLC  
Owner/Applicant

By: Harry E. Coates III

H. Edward Coates  
Printed Name

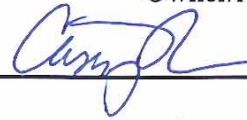
Manager  
Title



PCA 2003-PR-022-03

Metro W LLC  
Owner/Applicant

By: \_\_\_\_\_

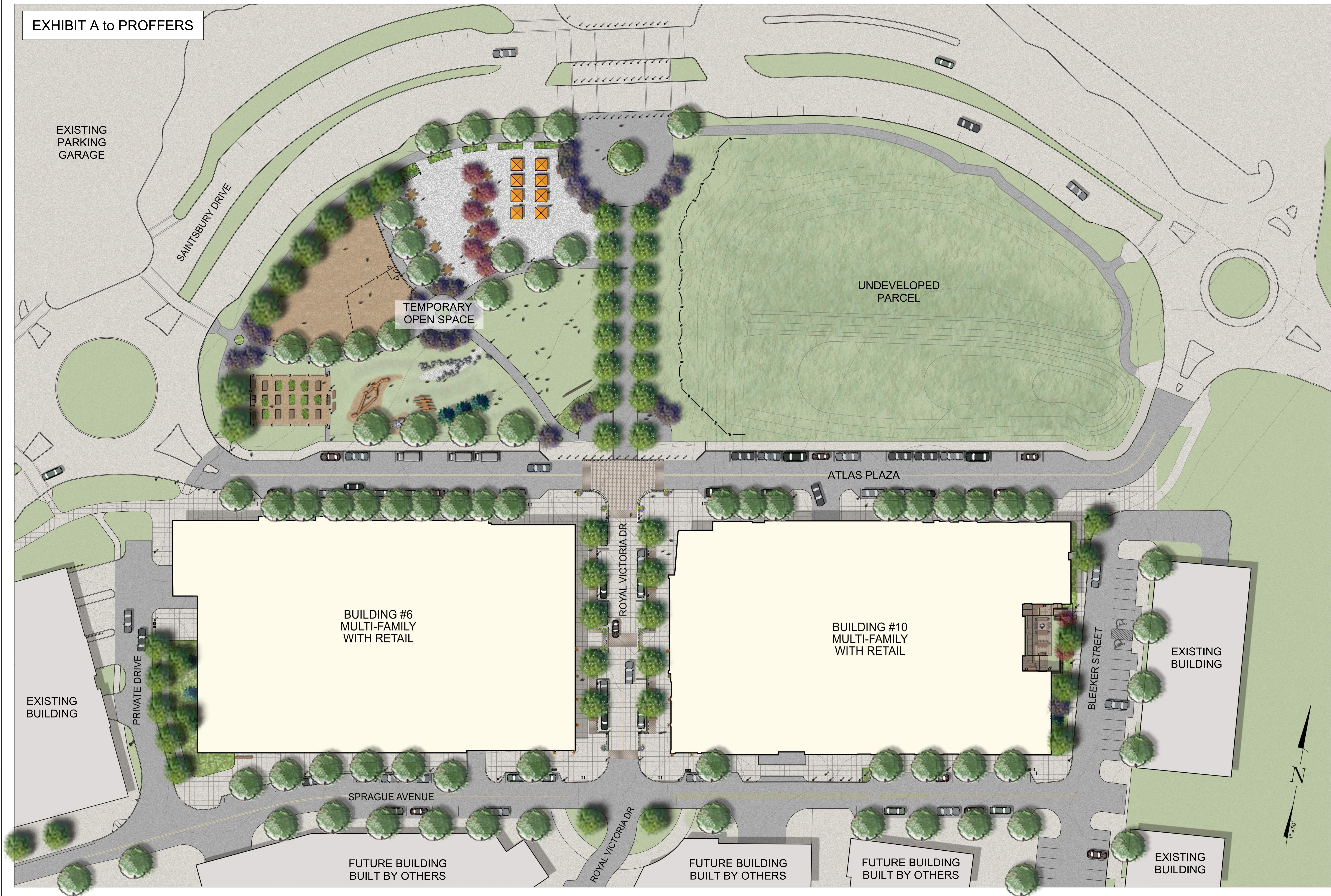


Casey L. Nolan  
Printed Name

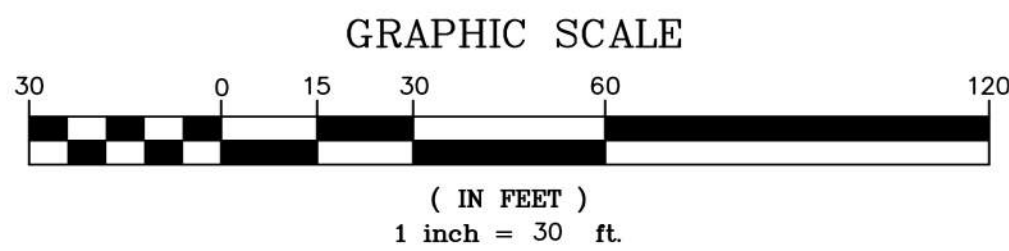
Manager  
Title



EXHIBIT A to PROFFERS



**NOTE:** The design of the Temporary Open Space is for illustrative purposes only as final engineering and design has not been completed. The uses depicted are one set of alternatives that is consistent with the governing approvals and the interpretation approved on August 2, 2021. Further refinements of the design and programming will not conflict with or diminish anything required by the governing approvals on the interpretation approved on August 2, 2021.



REVISIONS		
NO.	DESCRIPTION	DATE

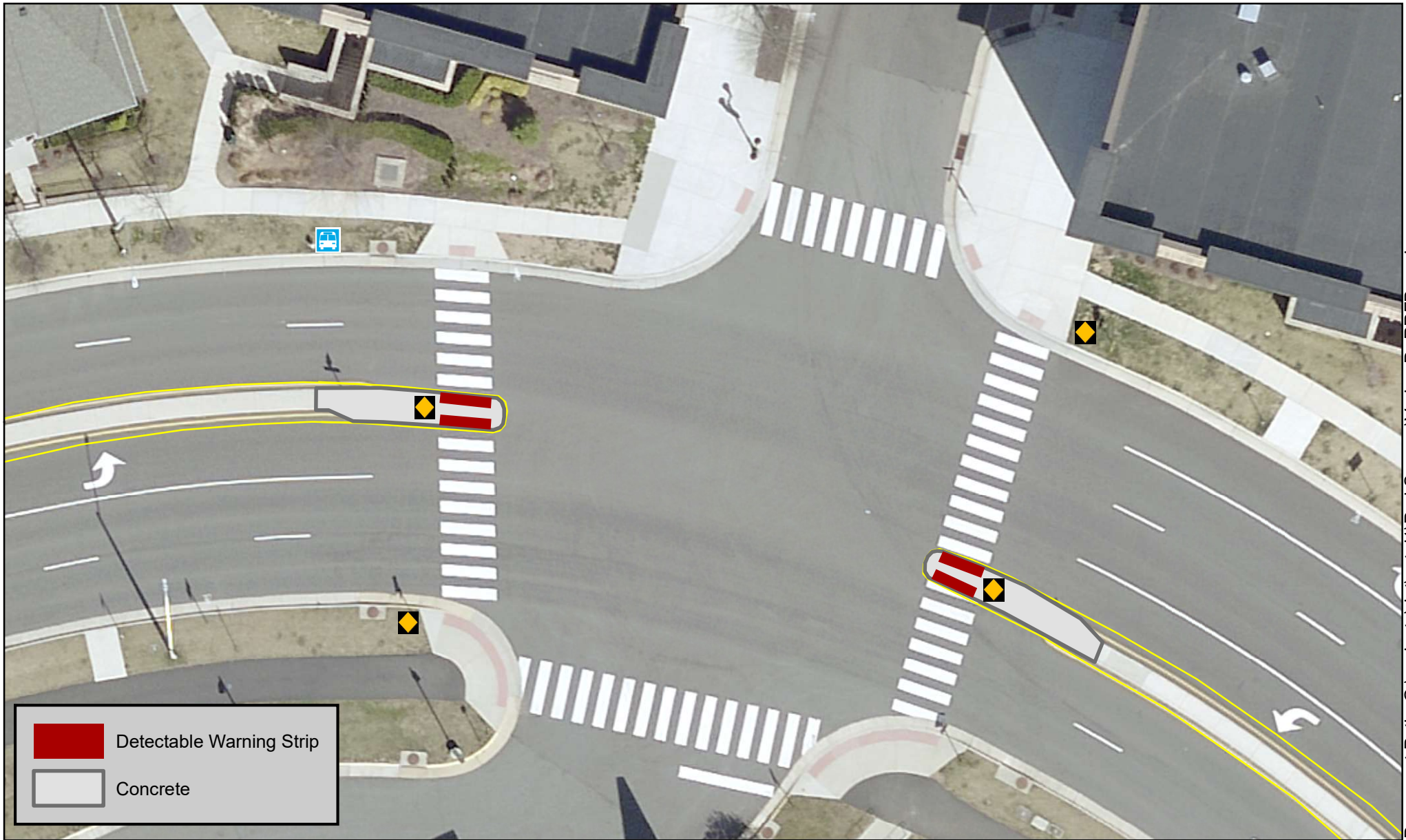
TAX MAP XXXXX WSSC XXXX  
PLAT ZZZZZ  
XTH ELECTION DISTRICT  
MONTGOMERY COUNTY  
MARYLAND

**LOT  
BLOCK  
SUBDIVISION**

PROJ. MGR	DBP
DRAWN BY	CEB
SCALE	1"= 30'
DATE	03.21.22

**VIENNA METRO  
EXHIBIT**





<b>Vaden Drive at Providence Community Center Option #2</b>	
<i>Date: 10/25/2022</i>	<i>Designed by LED</i>
<b>CONCEPT PROPOSAL ONLY NOT TO BE USED FOR CONSTRUCTION</b>	

## EXHIBIT B

0 12.5 25 50 Feet

1 in = 25 ft

**Sheet 1**