

RESTON LAND CORPORATION

## Reston Town Center Rezoning

- A. RZ 85-C-088 (Property A)
- B. RZ 86-C-121 (Property B)
- C. RZ 86-C-118 (Property C)

Revised February 3, 1987

Pursuant to Section 15.1-491 (a) of the Code of Virginia (1950, as amended) and Section 18-203 of the Zoning Ordinance of Fairfax County (1978, as amended), the the property owner and Applicant, for itself and its successors or assigns (hereinafter collectively referred to as the "Applicant") proffer that the development of the parcels under consideration, (a) shown on Fairfax County Tax Map 17-1-((1))-3 and 17-2-((1))-11 (hereinafter collectively referred to as "Property A"), (b) shown on Fairfax County Tax Map 17-1-((1)) -3, 17-2 ((1))-11 (Part 13), 17-1-((1))-3 (Part 6), 17-3-((1))-1, 2, 3, 17-3-((1))-4, 5, 5C, 5D, 5G, 6, 14, 15 and 17-4 ((1))-7 (hereinafter collectively referred to as "Property B"); (c) shown on Fairfax County Tax Map 17-1-((1))-3 (hereinafter collectively referred to as "Property C"); will be in accordance with the following conditions. These proffered conditions will be effective only if the Property is rezoned in accordance with the Applicant's request.

A. DEFINITIONS

TOWN CENTER: - The 530.74 acre land area described in Appendix A.; the land area owned by Applicant in February 1982 plus land owned by others within the general boundaries of the Dulles Airport Access Road on the south, the proposed Fairfax Parkway on the west, Stevenage Drive on the north and Reston Avenue on the east with some land (as shown on plats filed with this Application) also east of Reston Avenue.

TOWN CENTER STUDY AREA: - The 448.96 acre land area described in Appendix A; the land area in Town Center owned by Applicant in February 1982 (excluding land owned by others but including land already zoned).

TOWN CENTER CORE AREA: - Property "A", 84.25 acres of the Town Center included in RZ 85-C-088.

MAXIMUM DEVELOPMENT PROGRAM: - The maximum amount of development which will be allowed in the Town Center Study Area (448.96 acres including those areas already zoned) to a commercial floor area ratio of .43 including the following elements:

Commercial

Office/Research and Development	7,100,000 sq. ft.
Retail	315,000 sq. ft.
Hotel	1,000,000 sq. ft.
Total Commercial	8,415,000 sq. ft.
Commercial Floor Area Ratio	.43

Housing Units

1,400 dwelling units  
(minimum)

Hospital

127 beds (minimum)

Since the Town Center Study Area includes land which is not part of the four rezoning applications under consideration, the amount of development which will be allowed on Properties A, B, C and the land included in RZ-C-119 hereinafter referred to as Property D, will be the amount which remains after deducting the amount of commercial development which occurs on those portions of the Town Center Study Area not presently under consideration.

MINIMUM DEVELOPMENT PROGRAM: - The minimum amount of development that will be allowed based on Applicant's proposed transportation plan is as follows:

Commercial

Office/Research and Development	5,500,000 sq. ft.
Retail	315,000 sq. ft.
Hotel	1,000,000 sq. ft.
Total Commercial	6,815,000 sq. ft.



Housing Units

1,400 dwelling units  
(minimum)

Hospital

127 beds (minimum)

PHASING: - The development programs assume that the only variable is the office/research and development (hereinafter referred to as R&D) component. The phasing is therefore related to the amount of office/R&D space constructed. The phasing is:

<u>Phase</u>	<u>Cumulative Office/Research &amp; Development</u>
Phase I-A	2,300,000 square feet
Phase I-B	4,300,000 square feet
Phase I-C	5,500,000 square feet
Phase II	6,300,000 square feet
Phase III	7,105,000 square feet

SUPERBLOCK The land included within the boundary of Reston Avenue, Baron Cameron Avenue, proposed Fairfax Parkway and the Dulles Toll Road.

TRANSPORTATION PLAN: - The transportation plan dated July, 1986 was prepared for Applicant by JHK and Associates. The transportation plan is a comprehensive regional analysis which includes Property A, Property B, Property C, Property D and those other properties as defined in the Town Center Study Area as internal traffic generators. The balance of Properties in the Town Center Area, including the Fairfax County North Governmental Center, have been included in the regional growth predictions and are included as part of the background traffic.

TRANSPORTATION COORDINATOR: - A Transportation Coordinator will be employed within sixty days of the issuance of the first building permit on Property A or of the issuance of the first building permit in the Town Center Study Area which will bring the cumulative commercial development up to one million square feet pursuant to this application. The Coordinator will be responsible for working with public and private transportation agencies and for developing the Transportation System Management (TSM) program for the Town Center.

TRANSPORTATION COORDINATION COMMITTEE: - A TSM Coordinating Committee for Reston will be initiated by Applicant. Employers in Reston will be represented on the committee. The committee will meet regularly and will promote the TSM programs. The committee will work with local transportation committees and to the extent possible coordinate activities.

TRANSPORTATION SYSTEM MANAGEMENT: - A program designed to reduce vehicular trips upon maximum build-out of the Town Center Study Area by approximately 25% below the office related trip generation rates, defined in the ITE Trip Generation Manual 3rd Ed. dated 1982. Table 1, attached hereto, shows the PM office trip generation rates and the targeted levels of reduction for each phase.

INTERNAL TRAFFIC STUDY: - The traffic studies to be conducted at the completion of Phases I-A and I-B to determine Applicant's performance of its trip generation rate goals for the purpose of adjusting the TSM programs.

COMPREHENSIVE TRAFFIC STUDY: - The traffic study to be conducted at the completion of Phase I-C, Phase II, and if desired by Applicant, at completion of Phase III to measure both the internal trip generations as well as the growth in the external traffic via cordon line counts as defined herein. This will be the basis for determining the actual development levels for Phases II and III.

CORDON LINE: - The imaginary line immediately outside the Superblock where traffic will be counted to measure total traffic volume. The cordon line counts will be taken immediately outside the boundaries of the superblock; north of Baron Cameron, east of Reston Avenue, south of Sunset Hills Road and west of the proposed Fairfax Parkway. The intersections to be counted are Baron Cameron Avenue/Reston Avenue, Reston Avenue/Sunset Hills Road, Sunset Hills Road/Fairfax Parkway and Fairfax Parkway/Baron Cameron Avenue.



FDOT: - Fairfax County Department of Transportation

VDOT: - Virginia Department of Transportation or its successor.

VDH&T: - Virginia Department of Highways & Transportation or its successor.

## B. TRANSPORTATION SYSTEM

1. Applicant proffers to implement a TSM program which is intended to reduce by approximately 25 percent office related trips as defined in the ITE Trip Generation Manual. The program shall be designed to produce a 5 percent reduction at the completion of Phase I-A, a 15 percent reduction at the completion of Phase I-B, a 19.4 percent reduction at the completion of Phase I (A, B, & C), a 22.2 percent reduction at the completion in Phase II and a 25 percent reduction at the completion of Phase III. For Phases I-A and I-B, Applicant will be considered as having reached its TSM Goal if the rate is plus or minus 2 percent of the targeted reduction. For Phases I-C, II and III, Applicant will be considered as having obtained its TSM Goal if it is within plus or minus 3 percent of its target. The TSM program components are listed in Appendix D.
2. Upon completion of Phase I-A the Applicant will cause to be prepared and submitted to the FDOT an internal traffic study which will fully describe the traffic characteristics of the developed portions of the Town Center Study Area. The method for conducting this traffic study shall be as described in Appendix B attached hereto. Following review of the traffic study the TSM program for Phase I-B will be adjusted and approved by the FDOT.
3. Upon completion of Phase I-B the Applicant will conduct another internal traffic study. Following review by the FDOT, the TSM program for Phase I-C will be further adjusted as approved by FDOT.

4. Phase I (A, B, and C) will not exceed 5.5 million square feet of office and/or R&D uses. Subject to the results of comprehensive traffic studies, Phase II may increase the total office/R&D use to 6.3 million square feet. Subject to the results of a second comprehensive traffic study, Phase III may increase the total office/R&D use to 7.1 million square feet. The TSM program in its entirety will be continued after the Town Center build-out notwithstanding that Phases II and/or III may not be completely developed (i.e. if the buildout is 5.5 million square feet, the TSM programs will target a goal of a 19.4 percent reduction.) However, the TSM programs may be further adjusted to find the most cost-effective solutions.

5. Cordon Analysis. Applicant will conduct a comprehensive traffic study upon completion of Phase I-C, which will include detailed surveys of individual development sites to determine trip generation characteristics, as well as traffic counts at a cordon line immediately surrounding the Superblock. For study purposes, an imaginary cordon line will be established immediately outside the Superblock for the purpose of counting traffic which is generated by or passes through the Superblock. Traffic counts will consist of the outbound PM traffic movements counted at four major intersections surrounding the Superblock: (a) Reston Avenue - Sunset Hills Road; (b) Reston Avenue - Baron Cameron Avenue; (c) proposed Fairfax Parkway - Baron Cameron Avenue and (d) proposed Fairfax Parkway - Sunset Hills Road. Traffic counts will be compared to the numbers as forecast in Table 4.

6. Following the cordon analysis, the volume of traffic counted crossing the cordon will be compared with the number of trips estimated for that time period. The methodology for determining the estimated number of trips at any time is described in Appendix C. If the actual and estimated number of trips counted is within five percent of the forecast number, Applicant will be permitted to complete the buildout of Phase II of Town Center Study Area. If the actual number of trips exceeds the forecast number by more than five percent, Applicant proffers to reduce the development in Phase II by an amount of development equivalent to the difference between the actual number



and estimated number of trips divided by the difference between 14,885 trips and the estimated number of trips multiplied by 800,000 square feet as adjusted below. If the actual number of trips exceeds the estimated number by more than five percent and if the traffic studies show that Applicant has met its estimates for trip generation, then the Applicant will be allowed to discount half of the effect of the increased external traffic in the above calculations. (An example of the applications of this formula is shown in Table 2. attached hereto. The method for determining the estimated number of trips at any time as defined in Appendix C.)

7. If the application of the formula should result in permitting less than the full buildout of the next phase, the Applicant reserves the right to expedite the completion of proffered highway improvements listed in Table 3, sufficient to make up for the difference that the actual number of trips exceeds to the estimated number of trips. For purposes of this section, the additional capacity provided by a single arterial lane equals 1,000 vehicles per hour at the PM peak hours. In such instance Applicant will provide that the increased development will not raise the total traffic at the cordon line to greater than 14,885. Approval to build more than the amount calculated by formula but within the 14,885 value will be contingent on FDOT approval.

8. Upon completion of Phase II (as adjusted), Applicant will conduct another comprehensive traffic study including a cordon analysis. Following review of this study by the FDOT and a comparison of the number of trips counted at the Cordon Line with the estimated number of trips, the proportion of remaining development that can be completed will be calculated. Should this procedure result in permitting less than the number of square feet proposed by Applicant at build-out, the Applicant may supply additional transportation improvements, not previously proffered which would provide sufficient capacity to accommodate additional development. The capacity of such additional improvements would be determined using standard transportation planning techniques as approved by the FDOT. Applicant may also conduct additional traffic surveys including cordon analyses at any

time prior to reaching a build-out and, depending upon the results, Applicant may propose additional TSM actions and improvements which will allow for continued development not exceeding the maximum development program.

9. Fairfax Parkway Reservation - Subject to VDH&T approval of the alignment of the Fairfax Parkway consistent with the attached plats prepared by Reston Land Corporation and dated October, 1984. Applicant proffers to dedicate or convey to Fairfax County or VDOT a right-of-way 160 feet wide for the Fairfax Parkway through those portions of Reston shown on the plat. Applicant shall also reserve land at the northwest quadrant of the Fairfax Parkway and Sunset Hills Road for a northbound to westbound loop, land at the southeast quadrant of same intersection for a free flow slip ramp and land at the southeast quadrant of the Fairfax Parkway and Baron Cameron for a standard diamond exit ramp pursuant to the attached plats. However, Applicant's obligation to construct any portion of the Fairfax Parkway pursuant to these proffers shall not include any grade-separated interchanges. Applicant will dedicate or convey such right-of-way within sixty days after request of the Board of Supervisors following a binding commitment of funds for construction of the segment for which right of way is requested in accordance with the attached plans.

10. Phased Transportation Improvements - Phase I. The phasing of transportation improvements will be tied to the amount of office/R&D space built in the Town Center Study Area in accordance with Table 3, attached hereto. Phase I-A shall include up to but not exceeding 2,300,000 square feet of office/R&D space in the Town Center Study Area. During development of Phase I-A, Applicant will construct, at Applicant's expense, the following road improvements: (as shown on Figure 11 of the Reston Town Center Transportation study dated July, 1986.)

- (a) a southbound to eastbound loop in the SW quadrant of Reston Avenue and the Dulles Access Road with relocation of the ramps in the SW and SE Quadrants, all subject to Federal Aviation Administration (FAA) and VDOT approval.



- (b) a northbound left turn lane across the Reston Avenue Bridge over the Dulles Access Road, subject to FAA and VDOT approval.
- (c) reconstruct Sunset Hills Road to a 4-lane divided section from Town Center Parkway to Herndon Town Line.
- (d) widen westbound approach of Sunset Hills Road to Reston Avenue from Old Reston Avenue.
- (e) East-West Connector Road as a 4-lane divided section from Reston Avenue to Alley Street and improve intersection with Reston Avenue.
- (f) Vail Avenue as a 4-lane section from Reston Avenue to Alley Street and improve intersection with Reston Avenue.

11. Applicant will make application to FAA (or its successors) for permission to construct the above mentioned improvements which require FAA approval, concurrent with the site plan approval process for the first building in Property A. These proffers are given with the expectation that FDOT and VDOT will use their best efforts to assist in obtaining FAA approvals. In the event that for reasons beyond Applicant's control FAA approvals have not received within twenty-four (24) months after application for approval Applicant will nevertheless be allowed to continue with the development of the Phase I.

12. All of the above described improvements ((except 10 (a) & 10 (b) if timely FAA approval is not received)) will be substantially completed (available for use) prior to the issuance of a non-residential use permit for the first commercial building in the Town Center Study Area which would bring the gross floor area to 2.3 million square feet.

13. Applicant will conduct the Phase I-A internal traffic study no later than completion of 2.3 million square feet of office and/or R&D space.

14. Fairfax Parkway Construction - Within six months following the opening of Fairfax Parkway bridge over the Dulles Airport Access Road for traffic, Applicant will complete Fairfax Parkway to a 4-lane divided section between the north ramps of the Dulles Access road and Sunset Hills Road. Prior to the commencement of construction on this segment of the Parkway, Applicant will dedicate, or cause to be dedicated, the 160' right-of-way from Sunset Hills Road to the southern boundary of Reston as more particularly shown on the attached plats. As a part of the construction Applicant will also construct, at Applicant's expense, an at-grade signalized intersection at Sunset Hills Road and Fairfax Parkway.

15. Phase I-B Development - During Phase I-B of development, which will include up to 2,000,000 additional feet of office and/or R&D space bringing the aggregate to 4,300,000 square feet, Applicant will construct the following road improvements at Applicant's expense:

- (a) reconstruct Reston Avenue by adding one lane in each direction, from the ramps north of Dulles Airport Access Road to Temporary Road.
- (b) the East-West Connector Road to a 4-lane divided section from Alley Street to Town Center Parkway.
- (c) Town Center Parkway to a 4-lane divided section from Bowman Towne Drive to East-West Connector Road.
- (d) reconstruct the intersection at Baron Cameron Avenue and Reston Avenue.



- (e) Fairfax Parkway to a 4-lane divided facility from Sunset Hills Road to the East-West Connector.
- (f) East-West Connector to a 4-lane divided facility from Town Center Parkway to the Fairfax Parkway.
- (g) First Street as a 2-lane section from the East-West Connector to Bowman Towne Drive.

16. Applicant will substantially complete and have available for use all of the above improvements prior to the issuance of a non-residential use permit which will raise the cumulative total of office and/or R&D space in the Town Center Study Area to 4.3 million square feet.

17. Applicant will conduct the Phase I-A internal traffic study not later than completion of 4.3 million square feet of office and/or R&D space.

18. Phase I-C Development- During Phase I-C development, which will include up to 1,200,000 additional feet of office and/or R&D space bringing the aggregate to 5,500,000 square feet, Applicant will construct the following road improvements at Applicant's expense:

- (a) a southbound lane across the Reston Avenue Bridge over the Dulles Airport Access Road between the northern and southern ramps, subject to FAA approval
- (b) a southbound auxilliary lane from Sunset Hills Road to the ramp north of the Dulles Access Road.
- (c) Fairfax Parkway to a 4-lane divided section from the East-West Connector to Baron Cameron Avenue.

19. Applicant will substantially complete the above improvements prior to the issuance of a non-residential use permit which will raise the cumulative total of office and/or R&D space in the Town Center Study Area above 5.5 million square feet.

20. Applicant will conduct the Phase I comprehensive traffic study, including a cordon count, no later than the completion of 5.5 million square feet of office and/or R&D space. Applicant's ability to proceed with development of Phase II will be conditioned on the results of this study and its formula analysis as set forth in Table 2. The development capacity of Phase II will be set by said formula. Applicant may elect at its sole discretion to cease development should the allowable development capacity defined by said formula not justify the additional transportation improvements.

21. Phase II Development - During Phase II development which will include up to 800,000 additional feet of office and/or R&D space bringing the aggregate to 6,300,000 square feet, Applicant will construct the following road improvements at Applicant's expense:

- (a) Town Center Parkway as 4-lane divided section from East-West Connector to Sunset Hills Road.
- b) two additional lanes of Reston Avenue, one in either direction, from the East-West Connector to Baron Cameron Avenue.
- (c) complete Vail Avenue and remainder of core area streets.

22. Applicant will substantially complete the above listed improvements prior to the issuance of a non-residential use permit which will raise the cumulative total of office and/or R&D space in the Town Center Study Area above 6.3 million square feet, as adjusted.

23. Applicant will conduct a Phase II comprehensive traffic study including a cordon count, no later than the completion of 6.3 million square feet of



office and/or R&D space. Applicant's ability to proceed with development of Phase III shall be conditioned on the results of this study and the formula analysis as set forth in Table 2. The development capacity of Phase III will be set by said formula. Applicant may elect at its sole discretion to cease development should the allowable development capacity defined by said formula in its opinion not justify the additional transportation improvements.

24. Phase III Development - During Phase III development which will include up to 805,000 square feet of office space bringing the aggregate to 7,105,000 square feet, Applicant will construct the following road improvements at Applicant's expense:

- (a) First Street from Vail Avenue to Sunset Hills Road as a two-lane section.
- (b) two additional lanes of the Fairfax Parkway, one in either direction from the Dulles Airport Access Road to the East-West Connector.

25. Transportation proffers are made by Applicant with the expectation and understanding that in the event right-of-way, construction or contributions toward construction of parts of the transportation improvements described in Table 3 are provided by others, Applicant will receive full benefits and credits of such contributions.

26. Applicant will construct at its own expense traffic signals throughout the Town Center Superblock at such time as such signals are warranted and approved by VDOT. Such signals shall be interconnected and shall provide for efficient movement of traffic within the Town Center Study Area.

27. Applicant will make best efforts to obtain right of way needed for street widening which is not owned by Applicant. In the event Applicant is unsuccessful, Applicant will request condemnation of the same by Fairfax

County at Applicant's expense. These proffers are made with the expectation that such assistance will be provided by Fairfax County.

28. Notwithstanding the above adjustments in office and/or R&D development, Applicant will have rights to develop the full 315,000 square feet of retail, 1,000,000 square feet of hotel and 1400 dwelling units.

#### C. DEVELOPMENT PLAN FOR RZ 85 C-088

1. The Town Center Core Area (Property A) will be developed as a mixed use center in general conformity to the Development Plan. The Development Plan prepared by Reston Land Corporation dated February 26, 1986 and revised January 1987 consists of eight sheets of which six are described as follows:

a. Conceptual Plan - The Conceptual Plan shows the generalized location of the various buildings in the Town Center Core Area; their proposed uses, proposed building heights; and provides an overview of the interrelationship of all the components.

b. Master Plan - The Master Plan shows the generalized location of the various buildings in the Town Center Core Area and their proposed uses and provides an overview of the interrelationship of all the components.

c. Phase I Development Plan - The Phase I Development Plan shows the proposed surface parking for Phase I. As development proceeds, parking garages will be substituted for surface lots.

d. Landscape Plan - The Landscape Plan shows the location of the urban parks, the continuity of the urban streetscapes throughout the Urban Core and the increased intensity of landscaping proposed for the highly pedestrian "Market Street". (Although these plans do not reflect the revisions in building sites and to streets 1.a, 1.b, 1.c, and 1.e, they are representative of the quality and character of the Landscape Plan proposed.)

e. Pedestrian Circulation/Parking Garage Entrance-Exit Plan - The Pedestrian Circulation/Parking Garage Entrance-Exit Plan shows the primary and secondary circulation patterns, the pedestrian linkages to the surrounding area and the circulation from the parking structures to the buildings. It also shows the proposed entrances and exits from the parking structures. (Although these plans do not reflect the revisions in building sites and to



streets 1.a, 1.b, 1.c and 1.e, they are representative of the quality and character of the Pedestrian Circulation/Parking Garage Entrance-Exit Plan proposed.)

e. Right of Way/Traffic Circulation Plan - The Urban Core shows the urban grid street pattern that will differentiate the Urban Core from the rest of Reston with its meandering streets.

2. The building locations, the height and bulk of buildings and their relationship to each other, the street network and the distribution of uses on the site will be in conformity to the Development Plan. However, pursuant to Fairfax County ordinance reasonable modifications in building footprints may be permitted as may become necessary during architectural design and site engineering.

3. No building in the Town Center Core Area (Property A) shall exceed 275 feet in height from the base elevation of the building.

4. The total floor area ratio for office and commercial buildings in the Town Center Core Area shall not exceed .95 floor area ratio or 3,465,000 square feet of the total commercial space of which approximately 315,000 square feet shall be retail commercial, approximately 2,150,000 square feet shall be office space, and approximately 1,000,000 square feet shall be hotels. The amount of retail in the Town Center Core Area shall be a minimum of 250,000 square feet. Should Applicant elect to increase the retail space in excess of 315,000 square feet, the amount of office and/or hotel shall be reduced by like amounts so as to maintain the maximum 3,465,000 square foot total. Applicant reserves the right to elect to consider ground floor retail in the hotel as either hotel or retail space.

5. The number of dwelling units in the Town Center Core Area (Property A) shall not be fewer than 600. The dwelling units in such core area shall be part of the commitment by Applicant to include at least 1400 dwelling units (excluding Jonathan's Keepe and Part 13 of RZ-86-C-121) in the Town Center Study Area. Such dwelling units may be on both a for-sale and rental basis but shall not be included as part of any FAR calculations.

6. Parking Garages - All parking garages shall be designed to include architectural features and building materials which will minimize the appearance of bulk. All set back areas shall be landscaped and all top decks will include planters for shrubs and flowers. All landscaping shall be submitted to the County Arborist for review and approval and shall be approved by an Architectural Review Board described in 8.a below. As shown on the Development Plan, entrances and exits will be so directed as not to impede traffic flows.

7. Architecture - Applicant will cause all commercial buildings and parking garages to be designed by skilled architects in keeping with the high architectural standards of the Reston community. Prior to submission of site plans, Applicant will cause architectural renderings to be prepared for each building and approved by an Architectural Review Board described in 8.a below for the Town Center Core Area. Copies of all approved renderings shall be submitted to the Fairfax County Planning Commission for review and comment concurrent with site plan review.

8. Architectural Control - Prior to the commencement of construction of any building on Property A, Applicant will cause to be prepared, approved and recorded a set of covenants running with the land which will:

a) create an Architectural Review Board of which at least two members shall be registered architects which will be empowered to approve or disapprove the external appearance, height and bulk of all commercial and residential buildings, including parking garages and all landscape plans and street furniture.

b) create a Property Owners Association which will be empowered to collect dues from property owners which will be sufficient in total to pay for the maintenance of private streets and ways, walkways, lighting, landscaping, street furniture, signs, fountains, ponds and the art cultural center to be constructed by Applicant.

c) require Architectural Review Board approval of all changes in the external appearance of buildings and landscaping.



9. Landscaping - The Town Center Core Area will be extensively landscaped as illustrated in the development plan. The plan is an illustration of the approximate location and quantity of planting. All landscape plans shall be approved by the County Arborist and the Architectural Review Board and shall be in general harmony throughout the Town Center Study Area and shall be submitted to Fairfax County Planning Commission for review and comment concurrent with site plan review.

10. Open Space - The Town Center Core Area will contain at least 15% of open space, which shall include walkways, pedestrian plazas, minor parks and ponds.

11. Art and Cultural Center - Applicant will construct at Applicant's expense an art and cultural center having a floor area of approximately 8,000 square feet. It may be a separate building or within a larger building. As part of the 8,000 square feet commitment, a separate room will be made available on a lease basis to Fairfax County for exhibition of Fairfax County art and artifacts. This room may or may not be part of the art and cultural center at the discretion of Applicant. Should Fairfax County elect not to lease such room, it will be utilized by Applicant for art uses.

#### D. DEVELOPMENT PLAN FOR RZ 86-C-121

1. Property B will be developed in accordance with the Development Plans dated November, 1986 and revised January, 1987. Prior to submission of a preliminary site plan to DEM for any part of Property B (144.64 acres included in RZ-C-121) Applicant proffers to cause to be prepared a conceptual plan concurrent with the conceptual plan for RZ 86-C-118 to include:

- a vehicular traffic circulation plan including approximate location of entrances
- minor streets in approximate location
- pedestrian walkways and trails
- landscaping and screening
- open space

recreation and community facilities  
location of a time-transfer transit hub  
floor area ratios  
height limits  
general location and type of housing units  
general location office and commercial buildings  
general location of parking structures

Applicant will afford members of the Reston community an opportunity to review and comment upon the conceptual plan prior to initial submission of the same to Fairfax County for review. Concurrent with the ongoing community input process, Applicant will submit the plan to the Fairfax County Office of Comprehensive Planning for review and the Fairfax County Planning Commission for review and approval. Once the overall preliminary site plan is approved, Applicant will submit preliminary and final site plans for review pursuant to Fairfax County Zoning Ordinances on a site by site basis.

#### E. DEVELOPMENT PLAN FOR RZ 86-C-118

1. Property C will be developed in accordance with the Development Plan dated November, 1986 and revised January, 1987. Prior to submission of a site plan for review to DEM for any part of Property C (86.27 acres included in RZ-C-118) Applicant proffers to cause to be prepared ~~at~~ conceptual plan concurrent with the conceptual plan for RZ-C-121 to include:

a vehicular traffic circulation plan including approximate  
location of entrances  
minor streets in approximate location  
pedestrian walkways and trails  
landscaping and screening  
open space  
recreation and community facilities  
location of a time-transfer transit hub  
floor area ratios  
height limits  
general location and type of housing units  
general location office and commercial buildings  
general location of parking structures



Applicant will afford members of the Reston community an opportunity to review and comment upon the conceptual plan prior to initial submission of the same to Fairfax County for review. Concurrent with the ongoing community input process, Applicant will submit the plans to the Fairfax County Office of Comprehensive Planning for review and the Fairfax County Planning Commission for review and approval. Once the conceptual plan is approved, Applicant will submit site plans for review pursuant to Fairfax County Zoning Ordinances on a site by site basis.

F. DEVELOPMENT PLANS FOR ALL CASES  
(RZ-85-C-988, RZ-86-C-121, RZ-86-C-118)

1) The total floor area ratio for office and commercial buildings in the Town Center Study Area shall not exceed .43 floor area ratio or 8,415,000 square feet of the total commercial space of which approximately 315,000 square feet shall be retail commercial, approximately 7,105,000 square feet shall be office space, and approximately 1,000,000 square feet shall be hotels. The amount of retail in the Town Center Core Area shall be a minimum of 250,000 square feet. Should Applicant elect to increase the retail space in the Town Center Study Area in excess of 315,000 square feet, the amount of office and/or hotel shall be reduced by like amounts so as to maintain the maximum 8,415,000 square foot total. Applicant reserves the right to elect to consider ground floor retail in the hotel as either hotel or retail space.

2) The number of dwelling units in the Town Center Study Area (excluding Jonathan's Keep and Part 13 of RZ 86-C-121) shall not be fewer than 1400. The 600 dwelling units in such core area shall be part of the commitment by Applicant to include at least 1400 dwelling units in the Town Center Study Area. Such dwelling units may be on both a for-sale and rental basis but shall not be included as part of any FAR calculations.

3) Applicant will use its best efforts to encourage and promote the development of residential dwelling units in the Town Center Study Area. Applicant anticipates that 150 dwelling units will be developed concurrent with the first 1,100,000 square feet of commercial space in the Town Center Core Area; 150 additional dwelling units with the next 1,100,000 square feet of commercial space in the Core Area; and 300 additional dwelling units with the buildout of the Core Area. Applicant will pursue residential development as infrastructure is constructed to service residential areas and as market conditions permit.

4) W&OD Trail Crossings - Subject to the approval of the Northern Virginia Regional Park Authority, the Applicant will construct at Applicant's expense grade-separated street crossings of the W&OD Trail at Reston Avenue, Town Center Parkway and South First Street. (South First Street only if Applicant develops Phase III per Table 3.) Applicant proffers to tunnel the W&OD Trail under Reston Avenue subject to Northern Virginia Regional Park Authority approval. Applicant understands and expects that VDOT and Fairfax County shall use their best efforts to assist in obtaining the necessary Park Authority approvals. Such crossings would be constructed concurrent with the improvements that create the crossings.

5) Parking Garages - All parking garages shall be designed to include architectural features and building materials which will minimize the appearance of bulk. All set back areas shall be landscaped and all top decks will include planters for shrubs and flowers. All landscaping shall be submitted to the County Arborist for review and approval and shall be approved by an Architectural Review Board as established for subject property. Entrances and exits will be so directed as not to impede traffic flows.

6) Parking - Parking will be provided in accordance with Fairfax County zoning ordinance requirements. Applicant may seek reductions in parking



consistent with the zoning ordinance Applicant's TSM program and subject to the Board of Supervisors' approval. Applicant will comply with the zoning ordinance parking requirements during conversion of interim surface parking lots to decked parking and commercial buildings. Applicant will conduct studies of shared parking opportunities in concert with TSM programs and submit to Fairfax County for approval.

7) Architecture - Applicant will cause all commercial buildings and parking garages to be designed by skilled architects in keeping with the high architectural standards of the Reston community. Prior to submission of site plans, Applicant will cause architectural renderings to be prepared for each building and approved by an Architectural Review Board as established for subject property.

8) Landscaping - The Town Center Study Area will be extensively landscaped. All landscape plans shall be approved by the County Arborist and the Architectural Review Board and shall be in general harmony throughout the Town Center Study Area.

9) Open Space - The Town Center Study Area will contain at least 15 percent of open space, which shall include walkways, pedestrian plazas, parks and ponds.

10) Housing Mix - Consistent with Reston's original goals, Applicant will promote a variety of high density urban housing with a mix of housing styles, prices and ownership forms in the Town Center Study Area.

11) Day Care - Consistent with the Comprehensive Plan, Applicant will continue to make sites available in the Town Center Study Area on a for-sale basis at market rates for day care use. Applicant will make or cause others to make property available for 5,000 square feet of day care per every 1,000,000 square feet of office and R&D space developed. These day care centers may be freestanding or parts of larger structures and the property may be available on a for sale or for lease basis. There will be both profit and not-for-profit day cares in the Town Center Study Area.

12) Pedestrian Orientation - Applicant will promote and encourage easy pedestrian access to, from, and within the Properties. This will include direct linkages with nearby pathways and to the Northern Virginia Regional Trail. In addition, Applicant will facilitate pedestrian access across major roads through a variety of means including the creation of pedestrian crosswalks, the inclusion of pedestrian phases at signalized intersections and protected way stations in the medians where allowed by VDOT.

13) Community Uses - Applicant will set aside parcels for sale or lease and/or make space available for lease at cost of up to 10,000 square feet for community uses such as community rooms, churches and offices for Reston non-profit organizations. This at cost commitment is contingent on identification of needs and execution of leases or contracts of sale prior to December 31, 1995.

14) Sanitary Sewer - Applicant acknowledges that some of the sewer lines serving the Town Center Study Area may be inadequate to service the development proposed for the Study Area. Applicant further acknowledges that in order to obtain adequate service it may be necessary for Applicant to reconstruct portions of these sewer lines to increase the capacity to service Applicant's property.