

## PROFFERS

### PAUL VI HIGH SCHOOL REDEVELOPMENT

#### IDI FAIRFAX, L.C.

February 5, 2018

Pursuant to Sections 15.2-2303(a) and 15.2-2303.4 of the *Code of Virginia*, 1950, as amended, and Section 6.4.10.C of the Zoning Ordinance of the City of Fairfax, Virginia (2016, as amended), IDI Fairfax, L.C., as applicant, for the title owner, and successors and/or assigns (hereinafter collectively referred to as the "Applicant") in Zoning Map Amendment Case No. Z-17040060 filed on property identified on the City of Fairfax tax map 57-1-02-112, 113 and 114, and located at 10675 Fairfax Boulevard and 10600-10606 Cedar Avenue (hereinafter referred to as the "Property") hereby proffers the following, provided that the Fairfax City Council approves this Zoning Map Amendment to rezone the Property to the PDM District (Planned Development Mixed Use), concurrently with Special Use Permit Case No. SUP-17040061 and all other requested Special Exceptions, Modifications and other relief for the Property ("Proffers"). These Proffers shall replace and supersede all previous proffer statements and development conditions, if any, approved on and applicable to the Property. In the event the Zoning Map Amendment is denied by the Council, these Proffers shall immediately be null and void.

#### 1. USES AND MAXIMUM BUILDING HEIGHT

- A. Uses. The Property shall be used for the following uses: business commercial, live/work units, community, multifamily residential and townhouse residential, all as generally depicted on Sheet 5 of the Master Development Plan, prepared by christopher consultants, dated April 14, 2017, and last revised February 5, 2018 ("Master Development Plan" or "MDP").
- B. Use of Original School. The Original School building shall be adaptively re-used for one or more business commercial or community uses. Such uses may include one or more of the following business commercial uses: neighborhood full service restaurant, brewpub, food hall, brewery, craft beverage production establishment, retail sales and service establishment, general and personal service establishments, health club or boutique fitness establishment, collaborative and shared workspace environment, galleries and offices. Community uses may include one or more of the following public, civic and institutional uses: day care center, school or other educational program, community services (e.g., community center, library, museum or art gallery), government facilities, nursery school, religious institution and social service institution.
- C. Live/Work Units. The row of seven (7) units located on Fairfax Boulevard closest to the eastern retail building shall be marketed by the Applicant as units that may be purchased and completed as Live/Work units or as residential townhouse units. For purposes of this Proffer, a Live/Work unit consists of a

work space or shop that is integrated with a dwelling unit occupied by the owner of the work space or shop. Generally, the work unit will be separated from the living unit by walls and stories (e.g., the commercial/office use will be on the ground floor and the residential component will be on the upper floors).

- D. Building Height. The following maximum building height restrictions shall apply to the various buildings depicted on the Master Development Plan:
- (i) Original School – Two stories.
  - (ii) Retail Buildings – One story.
  - (iii) Live/Work Units and Townhouse Units along Fairfax Boulevard – Three stories.
  - (iv) Townhouse Units along McLean Avenue and Cedar Avenue – Three stories.
  - (v) Other Internal Townhouse Units – Three stories at front elevation and four stories at rear elevation.
  - (vi) Multifamily Building – Five stories.
- E. Administrative Adjustments and Minor Modifications. Administrative adjustments and minor modifications to the Master Development Plan may be requested pursuant to the procedures permitted in the Zoning Ordinance, or as otherwise allowed herein.

## 2. COMMUNITY AND OWNERS ASSOCIATIONS

- A. The Applicant shall establish a “Community Association” in accordance with Virginia law. Such Community Association may consist of an umbrella owners association for the entire Property, as well as individual sub-associations (e.g., homeowners association for the townhouse owners and commercial association for the retailers and restaurants) and a condominium owners’ association (“COA”) formed for the multifamily building. The Community Association shall be established before any dwelling unit or lot in the subdivision or development is sold or any building in the development is occupied. The formation documents shall be submitted to, and approved by, the Zoning Administrator and the City Attorney before any plat for the development is recorded. The formation documents shall establish clear legal responsibility and authority to maintain and exercise control over any recreation and open areas, private streets, stormwater facilities, or other facilities (common area and facilities) associated with the development, and the power to compel contributions from property owners to cover their proportionate share of the costs associated with the maintenance of the common area and facilities. References in these Proffers to specific maintenance, repairs and other duties

being performed by the Community Association may be performed by one of the sub-associations or the COA.

- B. Prior to entering into a contract of sale, prospective purchasers shall be notified in writing by the Applicant of the maintenance responsibility for walkways, common area landscaping, stormwater management facilities, and any other open space amenities, and shall acknowledge receipt of this information in writing. The initial deeds of conveyance and Community Association, sub-association or COA governing documents shall expressly contain these disclosures.

### 3. HERITAGE RESOURCES

- A. Studies. Prior to site plan approval for the Project, the Applicant shall submit to the City of Fairfax Office of Heritage Resources (“OHR”) and the Department of Community Development & Planning (“DCD&P”) a history of the Property from prehistory to present-day (the “Property History”) and two modified Historic Structures Reports, one for Paul VI Catholic High School (the “School Study”) and one for John C. Wood House (the “House Study”).

The Property History will be prepared by Architectural Historians who meet the Secretary of the Interior's (“SOI”) Professional Qualification Standards. It will inform heritage themes in the master plan and include:

- (i) Prehistory and history relevant to the project area.
- (ii) Chronology of neighborhood and parcel development.
- (iii) Geo-referenced historical maps and aerials.
- (iv) Historic imagery of the project area.
- (v) Complete chain of title.

The School Study will be prepared by Historic Architects and Architectural Historians who meet the SOI Professional Qualification Standards and a Structural Engineer. It will include at a minimum:

- (i) Chronology of Development
- (ii) Physical Description—a description of elements, materials, and spaces of the building, including significant and non-significant features of the building.
- (iii) Evaluation of Significance—a discussion of significant features, original and non-original materials and elements.

- (iv) Design Objectives—a description and rationale for adaptive reuse of the original school building constructed in 1934 and the schoolyard to the north (the “Original School”).
- (v) Requirements for Work—an outline of the laws, regulations, and functional requirements that are applicable to the recommended work areas (e.g., life safety, fire protection, energy, conservation, and handicap accessibility).
- (vi) Work Recommendations—a presentation of tasks recommended to realize the proposed treatment approach; evaluation of proposed solutions; and description of specific recommendations for work, including alternate solutions, if appropriate. This portion of the work will be developed based on the design documents provided by the architect.
- (vii) Appendices and supplemental support.
- (viii) Reproductions of 1934 and 1938 blueprints.
- (ix) Current photographs of the Original School and all additions.

The House Study will be prepared by Historic Architects and Architectural Historians who meet the SOI Professional Qualification Standards and a Structural Engineer. It will include at a minimum:

- (i) Chronology of Development.
- (ii) Physical Description—a description of elements, materials, and spaces of the building, including significant and non-significant features of the building.
- (iii) Evaluation of Significance—a discussion of significant features, original and non-original materials and elements.
- (iv) Design Objectives—a description and rationale for demolition of the John C. Wood House (the “House”).
- (v) Requirements for Work—an outline of the laws, regulations, and functional requirements that are applicable to the recommended work areas.
- (vi) Appendices and supplemental support.
- (vii) Measured drawings.
- (viii) Current photographs of the House.

- B. Original School Building. As depicted on Sheet 5 of the Master Development Plan, the Applicant shall retain the Original School building on the Property. The Applicant shall be permitted to adapt the design and use of the Original School building. The Applicant may perform necessary renovations to ensure the Original School complies with applicable building codes and regulations. In addition, any existing additions to the Original School may be removed at the discretion of the Applicant, while implementing the proposed development on the Property. Any exterior stabilization or reuse of the Original School may or may not comply with the SOI Standards for Treatment of Historic Properties. The Applicant shall submit building plans, elevations, and building materials for the adaptive reuse of the Original School to the City of Fairfax Board of Architectural Review for approval.
- C. Heritage Plan. The Applicant shall provide a Heritage Plan and street naming program based on historic themes identified in the Property History: Pre-Development, Agriculture & Recreation, Transportation & Community Development and Planning, and Education. The plan shall be implemented before the first Certificate of Occupancy is issued. These themes will be represented in modern amenities and include:
- (i) Pre-Development
    - a. Use distinctive pervious surfaces and/or native landscaping outlining the historic stream course of the lost Tussica Creek.
    - b. Use native landscaping to the extent practicable throughout the Property.
  - (ii) Agriculture & Recreation
    - a. Provide publicly accessible recreation, retail, and space for uses such as, but not limited to, events and activities referencing former farms and fairgrounds.
    - b. Provide flowering fruit trees as alternative for residential landscaping referencing the site's use as an orchard.
  - (iii) Transportation & Community Development and Planning
    - a. Reintroduce public transit and create walking and bike trails referencing historic connection to neighborhood and streetcar.
    - b. Create a Veteran's Memorial in honor of the historic owners and users linked to the American Revolution, War of 1812, Civil War, World Wars, etc. referencing FHS students WWII memorial plaque to their classmates.
    - c. Create a pocket park celebrating the City of Fairfax 20th-century leaders.

- (iv) Education
  - a. Maintain the school courtyard as a public open space.
  - b. Reuse the Original School.
  - c. Create a permanent exhibit in front of or within the Original School featuring historic imagery highlighted in the Property History.

4. TRANSPORTATION AND PARKING

- A. New Streets. All private streets and alleys on the Property shall be constructed in conformance with the City of Fairfax Public Facilities Manual (“PFM”) and of materials and depth of pavement consistent with the PFM, subject to any design modifications as to pavement and easement width and use of curb, that are approved by the Director of the Department of Public Works. The Community Association shall be responsible for the maintenance of the onsite private streets, alleys, trails and sidewalks. All prospective purchasers shall be advised of this maintenance obligation prior to entering into a contract of sale and said obligation shall be disclosed in the Community Association documents.
- B. Construction Timing. The Applicant shall coordinate phasing of transportation improvements with the Department of Public Works at the time of site plan approval.
- C. Bicycle Parking and Storage Facilities. The Applicant shall provide bicycle parking spaces pursuant to the Zoning Ordinance requirement and shall identify the location of the bicycle parking and storage facilities serving the multifamily building and the nonresidential uses at the Property at the time of site plan approval.
- D. Public Access Easement. At the time of site plan approval, the Applicant shall cause to be recorded among the land records a public access easement running to the benefit of the City of Fairfax, in a form acceptable to the City Attorney, over the private streets, trails, sidewalks and open space areas generally shown on the MDP.
- E. Transportation Demand Management Strategies. In an effort to reduce the number of vehicle trips generated by the Property, the Applicant shall implement Transportation Demand Management (“TDM”) strategies. These measures shall include, but not be limited to, the following:
  - (i) Installation of the Bicycle Parking and Storage Facilities referenced in Proffer 4(C) above;
  - (ii) Provide initial purchasers with information on local transit services and routes, carpool/vanpool programs and ridesharing programs;

- (iii) At the time of initial purchase of a multifamily dwelling unit, provide the initial purchaser of the unit with a single prepaid transit card having a value of twenty-five dollars (\$25.00);
  - (iv) Provide a business center in the multifamily building for its residents; and
  - (v) Offer and market live-work-play units.
- F. Garage Conversion. Each townhouse shall provide a two-car garage. Any conversion of garages or use of garages that precludes the parking of vehicles within the garage shall be prohibited. This restriction shall be disclosed in the homeowners' association documents. Prospective purchaser shall be advised of this use restriction, in writing, prior to entering into a contract of sale.
- G. On-Street Parking. On-street parking may be provided along the private streets as reflected on the MDP to meet the parking requirements of the Zoning Ordinance, so long as such spaces are striped and meet the dimensional requirements of the Zoning Ordinance and the PFM, and subject to receiving approval of any necessary waivers and/or modifications.
- H. Parking Management. The Applicant may, in its sole discretion, establish rules, regulations and procedures for the residential and nonresidential parking areas and spaces to properly manage such spaces for their intended purpose.

## 5. ENVIRONMENTAL

- A. Conceptual Landscape Plan. Landscaping shall be generally consistent with the quality, quantity and shall be provided in the general locations shown on Sheet 6 of the MDP and shall be non-invasive, predominantly native species (the "Conceptual Landscape Plan"). At the time of planting, the minimum caliper for deciduous trees shall be two (2) inches and the minimum height for evergreen trees shall be eight (8) feet, as depicted on the MDP. Actual types, locations and species of vegetation shall be determined pursuant to more detailed landscape plans submitted at the time of submission of the site plan for review and approval by the City.
- B. Construction Timing. The Applicant shall coordinate the phasing of landscaping and open space improvements with the Department of Public Works at the time of site plan approval.
- C. Dedication to Community Association. At the time of site plan approval, the open space and park areas depicted on the Master Development Plan shall be dedicated to and maintained by the Community Association.
- D. Green Building. In order to promote energy conservation and green building techniques, the Applicant shall incorporate energy saving devices which may include, but not be limited to, use of ENERGY STAR<sup>®</sup> appliances, energy efficient mechanical systems, recycling for occupant refuse, energy efficient

lighting and insulation that meets or exceeds applicable energy code requirements.

- E. Energy Saving Checklist. At the time of site plan submission, the Applicant shall submit a LEED checklist to demonstrate the incorporation of energy saving components as described in Proffer 5(D) above and as generally available in the marketplace.

## 6. RECREATIONAL AMENITIES

- A. Multifamily Building. The Applicant shall provide indoor and outdoor on-site recreational facilities and amenities to provide social, cultural and recreational opportunities for future residents of the multifamily building on the Property that may include, but not be limited to, exercise rooms, gyms, club room, media centers and outdoor amenity areas.
- B. Townhouses. The Applicant shall provide pocket parks, walking trails, bike paths, seating and gathering areas as outdoor amenities to serve the townhouse units.
- C. Original School Green Area. The Applicant shall provide recreational opportunities in the open space courtyard area in front of the Original School. As part of the management and maintenance responsibilities of the Community Association, it shall also oversee sponsoring events and activities in the open space area in front of the Original School that further promote the project, the occupants of the nonresidential space and the City. Such events and activities may include outdoor dining, musical performances, public art display, street festival, public meetings or special promotions for charitable causes.
- D. Pat Rodio Park Extension. To address the demand created by the residents of the Property, and as depicted on the Master Development Plan, an open space area has been created in the southwestern corner of the Property to serve as additional recreational area with Pat Rodio Park. The Applicant shall include public access to this area in the public access easement referenced in Proffer 4(D) above.

## 7. INTERIOR DESIGN OF RESIDENTIAL STRUCTURES

- A. All residential units shall comply with all applicable municipal, state and federal accessibility and anti-discrimination requirements in place at the time of building permit submission.
- B. At the time of site plan submission, the Applicant shall identify accessible units in each proposed building as required by the then, in place, applicable municipal, state, and federal accessibility requirements.



## 8. CONSTRUCTION MANAGEMENT

- A. The Applicant shall abide by all provisions of the City of Fairfax Noise Ordinance with respect to construction activities at that site which include, in part, that construction equipment may not be used outside before 7:00 a.m. and after 6:00 p.m. on weekdays, before 8:30 a.m. and after 5:00 p.m. on Saturdays and federal and state holidays, and at any time on Sundays, except in the case of urgent necessity in the interest of public health and safety, and then only when authorized by the building official. Interior work which does not generate noise discernible at the property line shall not constitute a prohibited act.
- B. Prior to site plan approval, the Applicant shall submit a construction management plan for approval by the City Manager, or designee, to be implemented during construction of each building, as appropriate, and to ensure safe and efficient pedestrian and vehicle circulation at all times on the Property and on the public roadways adjoining the Property. Prior to submitting the construction management plan to the City, the Applicant agrees to meet and consult with a designated representative of the Historic Fairfax Neighborhood Association and the Fairfax Heights Civic Association to coordinate with and receive their input on the Plan. The construction management plan shall:
- (i) Establish hours of construction;
  - (ii) Identify anticipated construction entrances;
  - (iii) Identify construction staging areas;
  - (iv) Identify construction vehicle routes;
  - (v) Identify trailer and sanitary facility locations;
  - (vi) Designate the location of parking areas for construction employees;
  - (vii) Designate truck staging and cleaning areas;
  - (viii) Develop procedures for coordination with the abutting communities concerning construction material deliveries, lane closures, or other construction related activities to minimize disturbance on the surrounding road network;
  - (ix) Prohibit construction vehicles and construction worker vehicles from using any of the parking spaces subject to parking districts or restrictions;
  - (x) Prohibit construction workers from trespassing on private property;
  - (xi) Require the installation of an attractive screening fence around the construction site;

- (xii) Establish a method for reasonable construction dust suppression on the Property and removal of mud from the internal roads prior to exiting the Property; and
  - (xiii) Agree to maintain the Property so that no construction debris (including trash and waste generated by the construction employees) litters the abutting properties and communities, and all such debris is regularly and promptly removed.
- C. Prior to commencement of construction, the Applicant shall identify a community liaison that will be available throughout the duration of construction on the Property. The name and telephone number of the community liaison shall be provided to the Historic Fairfax Neighborhood Association, the Fairfax Heights Civic Association and the Department of Community Development and Planning. In addition, the community liaison or other designated representative of the Applicant agrees to meet with the designated representative of the abutting associations monthly during the construction process.

9. MISCELLANEOUS

- A. Counterparts. These Proffers may be executed in one or more counterparts, each of which when so executed and delivered shall be deemed an original document and all of which when taken together shall constitute but one in the same document.
- B. Successors and Assigns. These Proffers will bind and inure to the benefit of the Applicant and its successors and assigns. Each reference to “Applicant” in these Proffers shall include within its meaning and shall be binding upon the Applicant’s successor(s) in interest and/or developer(s) of the site or any portion of the site.

[SIGNATURES BEGIN ON NEXT PAGE]

**TITLE OWNER**

The Most Reverend Michael F. Burbidge, Bishop of the  
Catholic Diocese of Arlington, Virginia and his Successors  
in Office

By: \_\_\_\_\_  
Most Rev. Michael F. Burbidge, Bishop

[SIGNATURES CONTINUE]

**APPLICANT**

IDI Fairfax, L.C.

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

Name: \_\_\_\_\_

Title: \_\_\_\_\_

[SIGNATURES END]