

NORTHFAX JV LLC

Statement of Justification**Revised: April 10, 2020**

Please accept this Statement of Justification in support of a rezoning application to allow the redevelopment of an assemblage of seventeen (17) parcels and a portion of Orchard Street right-of-way to be vacated/abandoned. A complete list of all 17 parcels, the right-of-way, and each associated property address is attached to this Statement of Justification as **Exhibit A**. This Statement is submitted in conjunction with a Master Development Plan, prepared by Christopher Consultants, Ltd., dated January 3, 2020 and revised through April 10, 2020, consisting of thirty-four (34) sheets (the “MDP”), and other submitted supporting materials. The contents of this Statement of Justification address the requirements set forth in Section 3.8.2.C.1 of the City of Fairfax Zoning Ordinance, as amended by City Council through June 25, 2019 (the “Zoning Ordinance”).

Northfax JV LLC, an affiliate of The Lann Companies, is the Applicant in the proposed rezoning of that area referred to as Northfax West. The 17 properties and the portion of Orchard Street right-of-way to be vacated/abandoned, which are identified on Exhibit A, comprise approximately 11.46 acres and are identified as Tax Map 57-2-02-003, 57-2-02-005, 57-2-02-017, 57-2-02-018, 57-2-02-019, 57-2-02-020, 57-2-07-015-B, 57-2-08-005, 57-2-08-006, 57-2-08-007, 57-2-08-008, 57-2-08-010, 57-2-08-011, 57-2-08-012, 57-2-08-013, 57-2-08-014, and 57-2-47-000-A (collectively, the “Subject Property”). Exhibit A includes the Title Owner of each parcel. The Subject Property is located along the western frontage of Chain Bridge Road (Route 123) and north of Fairfax Boulevard (Route 50). The uses surrounding the Subject Property are varied. The northern boundary is adjacent to The Assembly townhouses, a service station and an office building; the eastern boundary is Chain Bridge Road; the southern boundary is adjacent to City property, a used car lot, the 29 Diner, Brown’s Fairfax Mazda, and the DarCar’s Used Car Center; and the western boundary is adjacent to the rear property line of single-family detached dwellings fronting on McLean Avenue. The Subject Property is currently zoned CR (Commercial Retail) and RM (Residential Medium) and located within the Architectural Control Overlay District (“ACOD”). Existing improvements on the Subject Property include two (2) one-story houses located on the RM portion of the Subject Property. Commercial uses on the Subject Property include vehicle storage and an existing restaurant that fronts Chain Bridge Road. Approximately 4.0 acres on the western portion of the Subject Property is undeveloped, with approximately 5.5 acres located within a 100-year floodplain. The extent of the 100-year floodplain boundary is depicted on the Existing Conditions Plan on Sheets 2 and 2A of the MDP.

PROPOSED DEVELOPMENT

The Applicant proposes to rezone the Subject Property from the CR and RM Districts to the Planned Development Mixed Use (“PD-M”) District to permit its redevelopment with a mix of residential and commercial uses that would be completed in two phases. Phase One includes the development of fifty-six (56) townhouses as well as a senior living facility with up to two hundred (200) units that is anticipated to be completed by 2023. The MDP reflects the general development plan for Phase One. Phase Two contemplates redevelopment of the area generally designated on

the MDP as the “Future Development Parcel” that is anticipated to be completed by 2027. The Applicant will submit an amended MDP for approval once the uses for Phase Two have been determined.

Phase One

Preliminarily, as part of Phase One and before construction of the proposed residential community and senior living building, the Applicant will submit the necessary materials to modify the 100-year floodplain on a portion of the Subject Property. The current 100-year floodplain cuts through the Subject Property and causes approximately one-half of the site to be undevelopable. A stream generally flows from the northwest to the southeast into a box culvert, which is located at the Chain Bridge Road frontage of the Subject Property and recently installed by the City of Fairfax and the Virginia Department of Transportation as part of their road and drainage improvement project (the “City/VDOT Northfax Project”). Despite the installation of this culvert, the existing floodplain still includes a substantial portion of existing Orchard Street. The Applicant intends to complement and continue the City’s storm drainage improvements by enclosing the on-site stream in a box culvert, thereby modifying the area of the floodplain. The result will be an increase in the developable portion of the Subject Property. To accomplish the on-site stream channel improvements, the Applicant has applied for and has been issued the required approvals from governmental agencies, including a Virginia Water Protection (“VWP”) Permit, Permit No. 18-1003, on March 5, 2019 issued by the Virginia Department of Environmental Quality (“VDEQ”) and a Conditional Letter of Map Revision (“CLOMR”) from the Federal Emergency Management Agency (“FEMA”), Case No. 18-03 2239R, on April 1, 2019. These approvals have been coordinated with the City of Fairfax and are included as part of the MDP. As a result of the on-site stream channel improvements, the Applicant will effectively reduce the Resource Protection Area (“RPA”) on the Subject Property from 5.99 acres to 1.15 acres. Prior to the approval of the proposed rezoning, the Applicant will submit an RPA Delineation Plan and a Water Quality Impact Assessment. In connection with the floodplain modification, the Applicant proposes to grade within the redefined RPA area to install the box culvert. Pursuant to Section 4.18.10 of the Zoning Ordinance, this improvement will be located outside the RPA to the degree possible, and no more land will be disturbed than is necessary to construct the proposed improvement. Moreover, the installation and maintenance of this improvement will be in compliance with all applicable state and federal permits and will be designed and conducted in a manner that protects water quality. In addition, the Applicant proposes to construct a six-foot wide pedestrian trail in the redefined RPA area. Prior to any land disturbance related to the trail construction, the Applicant will obtain any required permits. The Applicant will also submit sufficient and reasonable proof that this intended use will not deteriorate water quality and will not conflict with any nearby planned or approved uses. Finally, the Applicant will comply with all erosion and sediment control requirements if any land disturbance in association with the construction of these improvements in the redefined RPA exceeds an area of 2,500 square feet.

To oversee and facilitate the townhouse development of Phase One, the Applicant has contracted with MHI-Northfax, LLC, an affiliate of Madison Homes, Inc. (“Madison Homes”). The proposed townhouse development will include 56 units. This results in a proposed density of approximately 11.34 dwelling units per acre, when the proposed density is associated with only the townhouse portion of the development. The townhouses will be a mix of front entry units that

are 24 feet wide, and rear entry units that are 20 feet wide. Each of the proposed townhouses will have an integrated two-car garage on the ground level, which will provide one hundred and twelve (112) total garage parking spaces. Twenty-two (22) additional guest parking spaces will be located on-site, including one handicap van-accessible space. The one hundred and thirty-four (134) parking spaces for the townhouse development will result in a parking ratio of 2.39 spaces per unit, which exceeds the required parking ratio of two (2) spaces per unit for townhouses. The townhouse layout includes rear entry units that will front on Orchard Street to activate the streetscape. Open space has been integrated into the layout. The proposed townhouses will be designed with architecture that will be compatible with the surrounding neighborhoods and will provide the appropriate transition between the surrounding residential neighborhoods and the higher density senior living facility planned with Phase One, as well as the future uses of Phase Two. Building materials may include, but are not limited to, masonry, cementitious siding, and other quality materials. Additional residential amenities include a proposed pocket park within the townhouse development and a proposed amenity area in the northwest portion of the Subject Property, as generally shown on the MDP. These amenity areas will be programmed open spaces that may include a tot lot and seating areas.

To develop and operate the proposed senior living facility on the Subject Property, the Applicant has contracted with Brightview Senior Living Development, LLC (“Brightview”). The proposed senior living facility will contain approximately 230,000 square feet of gross floor area in a seven-story building that incorporates a structured parking garage containing one hundred and fourteen (114) parking spaces with six (6) surface parking spaces, resulting in a total of one hundred and twenty (120) parking spaces. Based on the extensive industry experience of Brightview and market trends, the proposed number of parking spaces will meet the parking demand of a fully occupied community. The proposed facility will have up to 200 units comprised of approximately one hundred and fourteen (114) independent living units, sixty (60) assisted living units and twenty-six (26) memory care units. Resident amenities will include multiple dining venues, an area for fitness/wellness/yoga, physical therapy and occupational therapy services, an art studio, a multi-purpose space, a movie theater, and a hair and nail salon. In addition to the indoor amenities, the community will include outdoor courtyards and garden spaces for the enjoyment of the residents, residents’ visitors, and the neighboring community. The outdoor courtyards will include features such as landscaping, hardscape, fountains, fire pits, lighting, and/or seating areas, as generally depicted on the MDP. These courtyards will be designed to encourage community use and will activate the streetscape. The design of the proposed building will include contemporary architecture that will be residential in style and scaled to be consistent with the proposed townhouse development on the north and west sides of the facility. The proposed residential community developed in Phase One will be served by public water and public sewer, as generally shown on the MDP.

Approximately one (1) acre in the northwest corner of the Subject Property will remain mostly in its current undisturbed condition, as generally shown on the MDP. The Applicant proposes to construct a six-foot wide pedestrian trail in this portion of the site, which will create connectivity to the adjacent neighborhoods. This area is part of approximately 20% of total area of the Subject Property that will remain in open space. However, the Zoning Ordinance permits only 50% of the land area located in a floodplain to qualify as open space; thereby the open space calculation on the Subject Property in accordance with the Zoning Ordinance is 15%. Combining

this land area with the permitted open space options and uses outlined in Zoning Ordinance Section 3.8.7, the Applicant is effectively providing 23% open space. Thus, Phase One meets the intent of the 20% open space requirement for the Subject Property, so that none of the Future Development Parcel is being counted as open space for the proposed development.

The Subject Property will be served by a primary vehicular access point at Orchard Street to Chain Bridge Road at an existing signalized intersection. The Applicant proposes to improve and realign Orchard Street to connect with the proposed extension of Farr Avenue (the “Farr Avenue Extension”). The Farr Avenue Extension will be completed by the City and will provide vehicular access between Chain Bridge Road and Fairfax Boulevard, through the Subject Property and the adjoining Brown’s Mazda property. The Farr Avenue Extension will include a five-foot wide bike lane and a six-foot wide sidewalk to promote pedestrian connectivity. Similarly, the Orchard Street improvements will also include five-foot wide bike lanes as well as six-foot wide sidewalks. In conjunction with the proposed Orchard Street and Farr Avenue Extension improvements, approximately 0.31 acre of Orchard Street right-of-way will be vacated and approximately 0.97 acre of right-of-way will be dedicated to the City, the majority of which will facilitate the City’s completion of the Farr Avenue Extension project. The Applicant is not proposing any vehicular access connections to adjoining residential neighborhoods nor proposing interparcel access to non-residential uses in Phase One. Given the proposed adjacent development, a vehicular connection is not warranted. The request for an interparcel access will be reevaluated in Phase Two during the redevelopment of the Future Development Parcel.

The Applicant’s traffic consultant, Gorove/Slade Associates, Inc., has prepared a Traffic Impact Study for the Subject Property, dated January 2, 2020 (the “TIS”). The TIS takes into account the redevelopment of the Subject Property and considers a number of external factors, such as the Farr Avenue Extension, the University Boulevard Extension, and redevelopment of other approved but incomplete proximate development projects. For Phase One, the TIS concludes that the redevelopment of the Subject Property will have a negligible impact on the surrounding transportation and roadway network. Fairfax Boulevard shows an increase of less than 1.0% in peak hour traffic, and Chain Bridge Road shows an increase of less than 1.1% in peak hour traffic attributable to the proposed redevelopment of the Subject Property.

A series of on-site stormwater management devices, such as hydrodynamic separators, stormfilters, and filtergrass, will be utilized to meet stormwater management quality and quantity requirements. In addition to the stormwater management devices, a portion of the proposed senior living building will have two (2) green roofs. Any proposed on-site stormwater management and best management practices (“BMP”) facilities will comply with all applicable stormwater regulations. As the site design progresses, the design team will incorporate sustainable design features into the development to the extent possible.

Finally, the Applicant will commit to the completion of an off-site stream restoration project for that portion of Accotink Creek within the boundaries of Van Dyck Park, where the stream has a width ranging from 8 to 15 feet and extends for a distance of approximately 2,190 linear feet. This stream restoration project has received preliminary funding from the City and has been designated by the City as an important public improvement project that is part of the approved master plan for Van Dyck Park. The Applicant intends to complete the stream restoration project

at no additional cost to the City. Recognized as a nutrient offset trading bank project, the Applicant will ensure that the off-site improvements will comply with the regulations of VDEQ. In addition, the Applicant will purchase 1,675 stream credits or 4,761 Stream Condition Units from a VDEQ approved mitigation bank, as required by the VWP Permit (Permit No. 18-1003), approved by VDEQ. By completing this stream restoration project, the Applicant will make a significant contribution to the implementation of the approved master plan for Van Dyck Park. Additional City benefits from this stream restoration project include improving the water quality of the stream through Van Dyck Park, reducing erosion in this stretch of the Accotink Creek, decreasing the effects of flooding, and enhancing and beautifying the natural habitat for native species in this area.

Phase Two

Phase Two anticipates the redevelopment of approximately 3.3 acres of the Subject Property, which is identified as the “Future Development Parcel” on the MDP. Specific uses on this area remain to be determined, which allows the Applicant to preserve maximum flexibility for optimal development in the future. Possible uses will be those permitted in the PD-M District under the Zoning Ordinance, to include permitted temporary uses. These uses may include, but are not limited to, approximately 25,000 square feet of office, retail, and restaurant uses; an additional 180 residential dwelling units; and a 140-room hotel. The Applicant is not seeking approval of these possible uses with the Phase One development plan. The Applicant may also consider opportunities to coordinate development of this parcel with adjoining properties, including the City-owned property at the corner of Chain Bridge Road and Fairfax Boulevard. Contemplated excluded uses include cemeteries, detention facilities or jails, adult uses, building supplies and lumber sales, fuel stations, vehicle repair facilities, vehicle sales and leasing establishments, and vehicle service establishments.

An additional right-in access from Chain Bridge Road will be constructed and completed in Phase Two of the development. The proposed access will ultimately connect to the realigned Orchard Street. In addition, the Applicant will provide an additional proposed location for ingress/egress at Orchard Street. The Applicant reserves the right to construct these future access points into the Future Development Parcel, as generally depicted on the MDP. The traffic impacts of Phase Two were considered as part of the TIS. Although the Applicant is not seeking approval of the possible uses listed above that are contemplated for Phase Two, the TIS takes into account the redevelopment of the Subject Property with such possible uses to ensure that all potential traffic impacts are considered. The TIS also considers a number of external factors, such as the Farr Avenue Extension; signalization of the Fairfax Boulevard and Farr Avenue intersection; the realignment of Warwick Avenue, Fairfax Boulevard, and McLean Avenue; the University Boulevard Extension; and redevelopment of other approved but incomplete proximate development projects. For Phase Two, the TIS concludes that the ultimate redevelopment of the Subject Property will have negligible impact on the surrounding transportation and roadway network. Fairfax Boulevard shows an increase of less than 3.3% in peak hour traffic and Chain Bridge Road shows an increase of less than 3.2% in peak hour traffic attributable to the proposed redevelopment of the Subject Property. At such time when the uses for Phase Two are selected and an amendment to the MDP is requested for the redevelopment of the Future Development Parcel, the Applicant will prepare and submit an amended TIS for review and approval.

With regard to stormwater management, similar devices to those provided in Phase One will be utilized in Phase Two to meet stormwater management quality and quantity requirements. The proposed development on the Future Development Parcel will include on-site stormwater management and BMP facilities that will comply with all applicable stormwater regulations. These measures will be evaluated by City staff when an amendment to the MDP is submitted.

In the interim, the Applicant proposes fencing, landscaping, and sodding/seeding/ground cover on the Future Development Parcel. Sidewalk improvements will be installed along the Chain Bridge Road frontage. In addition, the Applicant may seek permitted temporary uses on the Future Development Parcel in accordance with the Zoning Ordinance Section 3.5.6.B and C, including, but not limited to, temporary vehicle storage and temporary special events. Specifically, the Applicant seeks to retain the existing restaurant building on the Future Development Parcel. In accordance with the Zoning Ordinance, the Applicant may choose to convert the building to permitted temporary uses, including, but not limited to, temporary residential sales and/or leasing offices and temporary construction offices.

REZONING APPLICATION/COMPREHENSIVE PLAN

The Applicant proposes a rezoning of the Subject Property from the CR and RM Districts to the PD-M District in order to permit the proposed development. The proposed rezoning fulfills each of the approval considerations set forth in Section 6.4.9 of the Zoning Ordinance, as discussed below:

A. *Substantial conformance with the Comprehensive Plan.*

The proposed development is in substantial conformance with the recommendations of the Comprehensive Plan (the “Plan”) and the Future Land Use Map for the City of Fairfax. The Comprehensive Plan and Future Land Use Map, which were adopted by City Council in February of 2019, designate the Subject Property as an Activity Center. Specifically, the Subject Property is located in the Northfax Activity Center, which the Plan considers the most appropriate location in the City to accommodate a regional mixed-use destination. Consolidating 17 parcels, the Applicant is proposing to integrate a mix of residential, retail, restaurant, and hotel uses on the Subject Property in a development that will be implemented in two phases. With Phase One, in addition to the improved vehicular access along realigned Orchard Street and the Farr Avenue Extension, the proposed development will create a pedestrian friendly streetscape that includes a five-foot wide bike lane and a six-foot wide sidewalk, providing a convenient, safe pedestrian access from Chain Bridge Road to Fairfax Boulevard. In addition, urban-style townhouses and a modern senior living facility will contribute to an urban streetscape along realigned Orchard Street and the Farr Avenue Extension, as both have been designed to implement the “active street” concept contemplated in the Plan. Moreover, the proposed townhouse residential use, combined with the incorporation of a senior living community, will diversify housing types in the City as well as address a growing need in the City for senior housing that allows City residents an opportunity to age in the City of Fairfax. The introduction of additional multifamily residential, hotel, restaurant, and retail uses in Phase Two will complete the

Northfax Activity Center's objective to provide a well-designed, desirable place to live, work, shop, and dine, as envisioned by the Plan.

While the proposed development is in substantial conformance with the recommendations of the Plan and the Future Land Use Map, the Plan recommends Small Area Plans be developed for each of the City's five Activity Centers, including Northfax. Currently, the City is undergoing a process to develop Small Area Plans for Northfax and Old Town Fairfax that will provide more specific guidance for these Activity Centers, including the desired mix of uses, residential density, building intensity, design aesthetic, street locations, multimodal connections, infrastructure improvements, parking, and open space. As each Small Area Plan is completed, its adopted recommendations will supersede the pre-existing guidance in the 2035 Comprehensive Plan for its respective Activity Center. Based on meetings coordinated by Cunningham/Quill Architects, the proposed development will be designed to be consistent with the overall vision for the Northfax Small Area Plan. Specifically, a significant feature of the envisioned Northfax Small Area Plan includes a linear park concept. Taking this into consideration, the Applicant has adjusted the sidewalk and landscape strip configuration on the north side of Orchard Street to provide the flexibility to ultimately allow for a design that will be compatible with the linear park concept. In addition, by providing the proposed pedestrian trail through the northwest corner of the site, the Applicant will provide a connection of the envisioned linear park, not only through the site itself, but also to surrounding neighborhoods.

- B. Any greater benefits the proposed rezoning provides to the City than would a development carried out in accordance with the current zoning district, and otherwise applicable requirements of this chapter.*

The proposed development will provide greater benefits to the City than a development in accordance with current zoning district regulations. The proposed rezoning to the PD-M District will consolidate 17 parcels to create a single zoning classification on the Subject Property. The rezoning will allow for the development of a mixed-use destination in Northfax that more properly aligns with and advances the goals of the City's vision in this Activity Center. Moreover, because the development will be completed in two Phases, with the development of the second Phase being subject to future evaluation and approval by the City Council, the proposed rezoning affords the Applicant flexibility to respond to market demands and the needs of City residents. As currently envisioned, it is planned that the contemplated mix of uses in Phase Two will create a critical mass of residential density that will support retail and restaurant uses in the Northfax Activity Center. In addition, the proposed development will provide road improvements to existing Orchard Street that will, in conjunction with the City's Farr Avenue Extension project, complete the connection between Fairfax Boulevard and Chain Bridge Road. This connection facilitates establishment of the Northfax street grid. The Farr Avenue Extension is a new roadway link that will improve the area's traffic circulation. Associated with these road improvements is the installation of a five-foot wide bike lane and a six-foot wide sidewalk along the realigned Orchard Street that will extend off-site, resulting in enhanced pedestrian connectivity. In addition, the proposed development will include the installation of a box culvert as part of a public improvement project on the Subject Property.

C. Suitability of the Subject Property for the development and uses permitted by the current versus the proposed district.

The Subject Property is highly suitable for the proposed development given its location proximate to a mix of existing residential and commercial uses. Under the existing zoning designations, the Subject Property is zoned to two different zoning classifications. While most of the proposed uses are permitted either by right or with a special use permit approval in the respective zoning districts, a townhouse residential use specifically is not permitted in either the RM or CR zoning districts. A townhouse component creates an appropriate transition use adjacent the existing townhouses of The Assembly. The consolidation and rezoning of the 17 parcels that comprise the Subject Property to the proposed PD-M District allows for a development of uses in a manner that will be compatible with nearby communities and consistent with the Plan's recommendations for the Northfax Activity Center. The proposed rezoning results in a more suitable development than could be achieved by the existing zoning.

D. Adequacy of existing or proposed public facilities such as public transportation facilities, public safety facilities, public school facilities, and public parks.

The proposed development will not have an adverse impact on public facilities such as public transportation facilities, public safety facilities, public school facilities, and public parks. Part of the proposal incorporates a separate Public Improvement Plan (the "PI Plan") that includes the construction of a storm drainage culvert, utility relocations, and the realignment of Orchard Street. The PI Plan will be reviewed and approved by the City in coordination with the City's plans for the construction of the Farr Avenue Extension. The completion of Orchard Street and the Farr Avenue Extension creates a street grid that connects Chain Bridge Road to Fairfax Boulevard and improves transportation use. In addition, the Applicant proposes to construct a six-foot wide pedestrian trail in the northwest corner of the Subject Property, creating additional usable public open space. Finally, the Applicant's commitment to stream restoration in Van Dyck Park will improve the health of Accotink Creek and benefit, not just Van Dyck Park, but the entire City.

E. Adequacy of existing and proposed public utility infrastructure.

The existing public utility infrastructure is adequate to serve the proposed development. All new utilities serving the proposed townhouse development and the senior living community development will be installed underground.

F. Compatibility of the proposed development with adjacent and nearby communities.

The proposed development has been designed to ensure compatibility with the surrounding residential uses to the north and west of the Subject Property as well as the retail uses to the south. The Applicant intends to utilize the open space in the northwest corner of the Subject Property, which will remain undisturbed, to foster connectivity to the adjacent neighborhoods. Furthermore, the Farr Avenue Extension that extends through the

Applicant's site and will connect to an improved Orchard Street that will provide a connected street network for motorists, bicyclists, and pedestrians. This will effectively unify the proposed projects on both sites and contribute to the creation of a pedestrian-oriented, mixed-use destination at Northfax.

G. Consistency with the stated purpose of the proposed district.

The stated purpose of the PD-M District is to provide for coordinated mixed-use developments, which may include general residential and nonresidential uses within a planned development. The variety of land uses available in this district allows greater flexibility to respond to market demands and the needs of tenants, thereby providing for a variety of physically and functionally integrated land uses. The proposed mixed-use development planned for Phase One is consistent with the purpose of the PD-M District. In addition, while the uses for Phase Two have not yet been specified, the uses ultimately selected will be in response to market demands and will fully integrate with, not only the uses of Phase One, but with the broader mixed-use development of the Northfax Activity Center.

The additional considerations of Section 6.6.8 of the Zoning Ordinance are met as follows:

- In order to ensure compatibility of each component within the overall development, the design of the proposed townhouses incorporates an aesthetic transition between the traditional style townhouses of The Assembly and the contemporary style of the proposed senior living building. In addition, the senior living community integrates a contemporary design that complements both the transitional architecture and massing of the adjacent townhouses to its north and west as well as the adjacent Brown's Mazda dealership to its south.
- The development will be completed in two Phases, with Phase Two being subject to future evaluation and approval by City Council. This ensures that the proposed rezoning will create a unified, cohesive environment at full build-out that will be responsive to market demands and the needs of the City to ultimately develop a mixed-use destination in the Northfax Activity Center.
- The overall development of the Subject Property will occur in phases¹ that are connected but are independent projects, in accordance with the MDP. Development will occur in the following stages:
 - Stage One: Construction of storm drainage culvert, utility relocations and the realignment of Orchard Street. Stage One will be subject to the PI Plan to be prepared by the Applicant and reviewed and approved by the City of Fairfax in coordination with the City's plans for the construction of the Farr Avenue

¹ The use of "phases" in Section 3.8.2.H, which is synonymous to "stages," is not to be confused with the previous use of "Phases" throughout this Statement and specifically refers to (1) the development of the townhouses and senior living community and (2) the redevelopment of the Future Development Parcel. The two uses of the term are not the same. To distinguish, the "phases" of Section 3.8.2.H is referred to as "stages."

Extension. Work is commencing on this PI Plan with anticipated submission to the City in May 2020. It is anticipated that construction of this Stage could begin in early 2021, subject to obtaining all necessary approvals, with completion in late 2021. The culmination of Stage One will be the submission and approval of a Letter of Map Revision (“LOMR”) by FEMA, consistent with the approved CLOMR.

- Stage Two: Development and construction of the townhouse component, as shown on the MDP. Subject to final site plan approval and coordination with the LOMR resulting from the Stage One work, this work could begin in mid to late 2021. Timing for the completion of this Stage Two will be dependent upon market conditions for the sale of the proposed townhouses, but it is anticipated that this Stage will be developed, constructed, and sold over a 2-3 year period from commencement.
- Stage Three: Development and construction of the senior living building, as shown on the MDP. Subject to final site plan approval and coordination with the LOMR resulting from the Stage One work, this work could begin in mid to late 2021. Construction of the improvements included in Stage Three should be completed in approximately 18 months from commencement. Occupancy of the senior living building will commence upon completion of construction.
- Stage Four: Development and construction of the Future Development Parcel will occur after approval by the City Council of an amendment to the MDP, specifying the improvements and uses to be constructed on this Stage Four of the project. Details with regard to the timing of this development and construction will be provided as part of a future application for amendment to the MDP.
- To protect and preserve the ecologically sensitive areas within the Subject Property, the Applicant intends to complement and continue the City’s storm drainage improvements that will ultimately reduce the impact of the floodplain on the Subject Property and on adjacent properties, including The Assembly. The Applicant is also proposing to maintain approximately one acre in the northwest corner of the Subject Property primarily in its current, undisturbed condition. The existing trees in the northwest corner of the site have been evaluated for health, structure, and impact from invasive species. The focus of this area will be on tree preservation with minimal development. The invasive species and dangerous trees will be removed so the higher quality trees can thrive. In addition, the trail and proposed amenity area will be designed to maximize the preservation of good quality trees. Finally, by completing the Van Dyck Stream restoration project, the Applicant will improve the water quality and reduce erosion in this portion of the Accotink Creek, decrease the effects of flooding, and enhance and beautify the natural habitat for native species in the area.
- The Applicant is not displacing any existing affordable housing on the Subject Property. The Applicant is providing a diverse mix of housing that includes single-family attached units as well as a senior living building that will include independent living, assisted living, and memory care units. This will provide a variety of housing types at various price points that will meet the needs of the City’s residents, including its senior citizens.

MODIFICATIONS, WAIVERS, AND SPECIAL USE PERMIT REQUESTS

In conjunction with the proposed rezoning, the Applicant requests approval of the following modifications and special use permits:

1. Pursuant to Section 4.15.7.C.2.b.1 of the Zoning Ordinance, a special use permit is hereby requested to allow for disturbance within the 100-year floodplain boundary.

The proposed floodplain boundary modification meets the approval considerations for a special use permit as set forth in Section 6.7.7 of the Zoning Ordinance. The modification of the floodplain boundary is consistent with the Comprehensive Plan and the Future Land Use Map, which designates the Subject Property as an Activity Center. The modification will relocate the on-site stream into a box culvert and remove the 100-year floodplain from the developable area of the site, which will allow a mixed-use development consistent with the Comprehensive Plan. The modification is compliant with all applicable Zoning Ordinance requirements related to floodplain regulations, Chesapeake Bay preservation, and open space. In addition, the modification of the floodplain will not adversely affect the health or safety of persons residing or working in the neighborhood of the proposed use nor will it have a negative, adverse effect on public welfare, property, and improvements in the neighborhood. Rather, the modification will have a positive and beneficial impact on the proposed development as well as the surrounding neighborhood by permitting the Applicant to properly redevelop this site in accordance with the mixed-use development planned for this area. Furthermore, the proposed floodplain boundary modification has already been identified by the City as a necessary public improvement project in order for the City to complete its Farr Avenue Extension project.

2. Pursuant to Section 3.8.2.I of the Zoning Ordinance, a modification is hereby requested of the development schedule requirement, as set forth in this provision.

The development of the project is proposed to occur in phases. Phase One will include the development and construction of townhouses and a senior living facility. As previously discussed, the senior living community will comprise of a mix of independent living units, assisted living units, and memory care units. While the independent living component is considered a residential use, the assisted living and memory care components are considered non-residential uses. Additional non-residential uses are anticipated in Phase Two. As such, strict compliance with this provision precludes occupancy of the townhouses prior to the completion of the senior living facility. Therefore, a modification of this requirement is appropriate.

3. Pursuant to Section 3.8.7.G of the Zoning Ordinance, a modification is hereby requested of the requirement of a 20% minimum recreation and open space, as set forth in Section 3.8.2.G.

Pursuant to Section 3.8.7.B.3 of the Zoning Ordinance, the minimum required width for recreation and open space is fifty (50) feet. As shown on Sheet 7 of the MDP, a total of 11% of the site is provided as open space that meets this dimensional requirement. In addition, by accounting for only 50% of the northwest corner of the site, which contains floodplain and/or steep slopes, this results in an additional 4% open space. Accordingly, the Applicant is providing 15% open space that meets the Zoning Ordinance requirements, which includes the area in the northwestern portion of the site, the open space within the townhouse development, and the courtyards to the east and west of the senior living community.

However, approximately 0.8 acres of recreation and open space is provided that does not fall within a strict reading of the Zoning Ordinance requirements. These areas include 0.8 acre of sidewalks and planted areas within the townhouse and senior living building parcels that are not fifty (50) feet in both directions. Adding these components increases the green space by 8.0 percent (8%), effectively resulting in a total recreation and open space of 23 percent (23%). In addition, there is 0.55 acre that includes streetscape improvements along Farr Avenue Extension and Orchard Street, which provide 6-foot wide sidewalks, street trees, and lighting. The senior living building will also provide several rooftop amenitized green spaces that includes landscaping and seating areas for assisted living and memory care residents as well as a number of green roofs. Therefore, by including these additional recreational amenities and exceptionally designed green spaces, this modification request is appropriate.

4. Pursuant to Section 3.8.2.D of the Zoning Ordinance, a modification is hereby requested of the requirement that no more than two of any ten or one of any three to five abutting dwelling units have the same front yard setback, as set forth in Section 3.5.1.C.2

The proposed townhouse development consists of a total of 56 townhouse units. As shown on the MDP, the townhouse sticks include a mix of four, five, and six units. Within the townhouse sticks, some varying setbacks have been incorporated. The Applicant also proposes an architectural variation of the design of the units, including façade, color, among other features, that will provide a visual appearance of various depths, despite several units having the same setback. This allows for a better overall design that creates an aesthetically-pleasing community.

5. Pursuant to Section 3.8.2.E.3 of the Zoning Ordinance, a modification is hereby requested of the requirement to provide 1.5 parking spaces per unit for the independent living portion of the proposed senior living facility, as set forth in Section 4.2.3.E.

The Applicant proposes a seven-story senior living facility of up to 200 units that includes a combination of independent living units, assisted living units, and memory care units. Included in the building will be a structured parking garage that provides 114 parking spaces. There will be an additional six surface parking spaces provided, resulting in a total of 120 parking spaces. Based on the Zoning Ordinance, the parking ratio for an assisted living facility is one (1) parking space per four (4) beds. There are 92 proposed assisted living and memory care beds, resulting in a parking requirement of 23 spaces. Currently, parking for an independent living use is not specified in the Zoning Ordinance. The most similar use may be a congregate living facility, which yields a parking ratio requirement of 1.5 spaces per unit. Therefore, the Applicant would be required to provide 171 parking spaces for the proposed 114 independent living units. Combined with the requisite spaces for the assisted living and memory care units, the requirement is 194 parking spaces, which exceeds what is practically needed given that many residents will not be driving or even have a vehicle. Based on the extensive experience of Brightview, and its research of optimal operating conditions, its industry knowledge dictates a much lower parking demand, which is also consistent with the Institute of Transportation Engineers' Parking Generation Manual. Brightview has determined that the requisite number of parking spaces for its proposed senior living facility to efficiently operate is 120 spaces. The Applicant has submitted a parking analysis that supports the provision of 120 parking spaces.

6. Pursuant to Section 3.8.2.E.3 of the Zoning Ordinance, a modification is hereby requested of the requirement to provide two (2) loading spaces for the independent living portion of the proposed senior living facility, as set forth in Section 4.2.9.B.

While the Applicant is providing one loading space located on-street along the western side of the senior building facility on Farr Avenue Extension, as depicted on the MDP, the 50-foot drop off bay located at the main entrance on the eastern side of the facility effectively serves as the second loading space. It is in this area that most day-to-day deliveries from Amazon FedEx, UPS, and other delivery services will likely occur. Utilizing this drop off bay as a loading space will help to facilitate efficient traffic flow and will not impede the circulation of vehicles traversing the site, as regular deliveries to the senior living facility would be made off the public right-of-way. Thus, the Applicant meets the intent of the loading space requirement, and this modification request is appropriate.

7. Pursuant to Section 3.8.2.E.3 of the Zoning Ordinance, a modification is hereby requested of the requirement to provide vehicular access between abutting nonresidential lots fronting on arterial and collection streets prior to the erection or establishment of a principal building, as set forth in Section 4.3.3.B.

The southern property line of the Subject Property is the only location of abutting nonresidential lots. Along this property line, the Applicant proposes the parking garage of the senior living building, which is adjacent to the Brown's Mazda dealership, a commercial use. Specifically, the dealership proposes a parking

garage adjacent to the Applicant's southern property line. Given the characteristics of the two uses, a vehicle access is not warranted or reasonable.

8. Pursuant to Section 3.8.2.E.3 of the Zoning Ordinance, a modification is hereby requested of the requirement to provide sidewalks on both sides of a collector and local street, as set forth in Section 4.4.4.A.1.

The rear entry townhouse units are served by alleyways, as depicted on the MDP. In addition, the front entry townhouse units will be primarily comprised of driveway entryways that limit the ability to install and effectively use a sidewalk in front of these units. Thus, given the driveway access to each unit type, the installation of a sidewalk on such side of the internal street is not practical.

9. Pursuant to Section 3.8.2.E.3 of the Zoning Ordinance, a modification is hereby requested of the requirement to provide the minimum tree plantings as well as the minimum fence or wall height of the TY3 transitional yard specifications along the Subject Property's boundaries, as set forth in Sections 4.5.5.C.2(b)(2) and 4.5.5.D.

The Applicant seeks to modify the minimum tree plantings requirements along the northern, western, southern and eastern property lines. Along the northern property line, the Applicant's proposed townhouse development is located immediately to the south of The Assembly townhouses. There is existing vegetation as well as existing privacy fences between the townhouse development and The Assembly townhouses that provide the requisite transitional yard. In the northeastern portion of this property line, the width and number of canopy trees must be reduced due to a proposed alley and sanitary easements. However, the Applicant intends to provide an increased number of understory trees. Along the western property line, the required transitional yard width must be reduced due to constraints created by the right-of-way dimensions that have been determined by the City as part of the Farr Avenue Extension project. Such constraints necessitate a modified transitional yard width in order for the Applicant to provide the proper site design for the proposed townhouses and alleyways. Furthermore, although single-family detached dwellings are located on the adjacent properties, these homes remain a significant distance from the property line. The Applicant anticipates that reducing the transitional yard width between the proposed townhouse development and the adjacent single-family detached dwellings will have minimal effect on these neighboring properties. Along the southern property line, the Applicant proposes to locate the parking garage of the senior living facility on the southeast portion of the boundary. The Brown's Mazda dealership is directly adjacent to the parking structure. Because a commercial use will be abutting a proposed parking garage, extensive TY3 transitional yard along this portion of the property line, including a fence or wall between the adjacent properties, is not needed. In addition, the proposed installation of a concrete sidewalk, the extension of the fire turnaround, and incorporation of surface parking spaces also warrants a modification of the TY3 transitional yard along the southeastern portion of the border. Finally, along the eastern property line, transitional yard modifications are needed for proper site

design of the townhouses and alleyways. Specifically, rear entry units are proposed for the easternmost townhouse stick, and this precludes the Applicant's ability to provide the full transitional yard width. The Applicant is also proposing to provide a reduced number of trees along this border due to existing vegetation between the townhouse development and the adjacent office building as well as because of proposed sanitary sewer utilities and easements in the northeastern corner of the Subject Property. In light of all of these conditions along the various property lines of the Subject Property, the Applicant will provide the appropriate transitional yard width and a modified number of canopy and understory tree plantings sufficient to mitigate any possible effects of the proposed development on the surrounding uses.

10. Pursuant to Section 3.8.2.E.3 of the Zoning Ordinance, a modification is hereby requested of the requirement to provide street trees along all streets at a rate of one canopy tree for every 40 linear feet and spaced a maximum of 50 feet apart and the requirement to plant trees no less than three feet from the back of the curb or edge of pavement, as set forth in Section 4.5.6.B.

Street trees have been provided along Orchard Street and the Farr Avenue Extension to the extent possible. There are select areas where the requirements of Section 4.5.6 cannot be met due to proposed on-street parallel parking and various proposed utilities. The active street design provided by the City's consultant for the Farr Avenue Extension has been added to the MDP. In coordination with the City, this is also the desired design for Orchard Street. The proposed active street design includes planting areas generally every three parallel parking spaces, which results in a spacing greater than the required 50 feet maximum. In addition, the provided design shows a four-foot planting strip in between the curb and six foot wide sidewalk that cannot conform to the required three-foot minimum distance from paved surfaces. Therefore, a modification of this requirement is needed.

11. Pursuant to Section 3.8.2.E.3 of the Zoning Ordinance, a modification is hereby requested of the requirements to provide both interior islands with a minimum of 200 square feet per island and a minimum of 400 square feet per island that include sidewalks, where no parking space located more than 50 feet from a planting island, as well as curbed terminal islands at the end of a row of parking spaces, as set forth in Section 4.5.7.D.

The Applicant requests this modification to permit head-in parking spaces in the northwest corner of the townhouse area. As generally shown on the MDP, this area is constrained by the proposed box culvert improvement that will run underneath a portion of the parking spaces. Since this parking area will function within an urban development project, these conditions prevent the Applicant from installing terminal landscaped islands with the square footage specified in the Zoning Ordinance. The modification request also applies to the parallel parking spaces within the townhouse parcel due to utility easements, urban conditions, and the incorporation of visitor parking spaces.

12. Pursuant to Section 2.10.1 of the Subdivision Ordinance, a modification is hereby requested of the requirement to provide street improvements to Perry Street and Howerton Avenue.

The Applicant is not proposing vehicular access to Perry Street/Howerton Avenue. The only improvement shown in this area is the pedestrian trail connection. Given the minimal frontage and lack of vehicular connection or impact to these streets, street improvements at this location are not warranted.

13. Pursuant to Section 401-01 of the Public Facilities Manual (“PFM”), support for a waiver is hereby requested of the requirement to provide a typical curb and gutter street on private accessways that is less than 30 feet from face of curb to face of curb or edge of pavement.

The proposed development is designed to be an urban community that is more compact and integrated with reduced roadway widths. The reduced road widths, in conjunction with other design features, will assist to discourage cut through traffic. Therefore, support of this waiver is appropriate in consideration of the intended urban design of the proposed development.

14. Pursuant to Section 2.4.5.3 of the PFM,² support for a waiver is hereby requested of the requirement that blocks shall not exceed 1,200 feet in length nor shall they be less than 300 feet in length.

Because the proposed development is designed to be an urban community, private alleys are proposed to improve circulation within the development. As such, some alleys are approximately 100 feet. Therefore, the Applicant requests support for a waiver to allow for blocks that will be less than 300 feet in length.

The Applicant’s proposal presents an opportunity to redevelop currently underutilized parcels and activate them with a mix of complementary uses that is consistent with the recommendations of the City’s Comprehensive Plan and Future Land Use Map. The Applicant has designed a high-quality community that will advance the City’s vision to make Northfax a regional mixed-use destination that will strengthen economic vitality, provide diverse residential and retail opportunities for sustained demand, and reinforce the City’s regional appeal. The Applicant is committed to working with the City and the surrounding community to ensure that the proposed development fits into the fabric of the City of Fairfax.

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² Section 2.4.2.B of the Subdivision Ordinance also provides a block length requirement, stating that “[b]lock length shall not be less than 250 feet or more than 800 feet.” This requirement provides a lesser standard than the similar PFM requirement. As such, Section 1.1 of the PFM states that “[w]henver any provision of this [PFM] imposes a greater requirement or a higher standard than is required in any State or Federal statute or City Ordinance or regulation, the provision of this PFM shall govern.” Thus, the Applicant only seeks a modification of the block length requirement of the PFM requirement.