

**Courthouse Plaza Shopping Center
Project Overview
Pre-application Briefing
April 28, 2023**

Combined Properties, Incorporated (the “**Applicant**”) is the owner of Courthouse Plaza Shopping Center, which is located at 10300 – 10398 Willard Way and further identified as tax parcels 57-2-20-004D and 57-2-20- 003A (the “**Property**”, “**Courthouse**”). Located in the heart of Fairfax City, the Property is just north of Main Street with access from both University Drive and Blenheim Boulevard. Developed nearly two generations ago as a single-story retail shopping center, the Property is no longer consistent with the City’s vision, which calls for a dynamic redevelopment with an infusion of multifamily housing at its core. As described in greater detail below, the Applicant is submitting a bold, yet scaled and Fairfax-appropriate proposal to redevelop the Property into that desired, vibrant and thriving mixed-use community (the “**Project**”).

Applicant Overview

Combined Properties is a longtime property owner in the City with four major properties, each strategically located along a main corridor in the City: Pickett Shopping Center, Turnpike Shopping Center, Scout on the Circle and Courthouse. Over the past decade, the Applicant has made significant improvements to both its Pickett and Turnpike centers, completing full façade renovations and successfully re-tenanting many of the spaces to re-create commercial centers with desired and complementary retailers. With Scout on the Circle, the Applicant replaced an outdated shopping center with the City’s first integrated, mixed-use buildings, anchored by a Giant grocery store and supported by structured parking. The revisions to all three properties made lasting improvements, demonstrating the Applicant’s commitment and wherewithal to work closely with the City and community to create successful developments in an economically appropriate manner.

Building on the success of those three projects in the City, the Applicant is turning its attention to Courthouse and is prepared to embark on a multi-phased project that can respond and adapt to the market’s evolving landscape and achieve the City’s small area plan goals for the Property, all while working within lease constraints. As a retail center, redevelopment is constrained by tenant leases. This leads the Applicant to take a long-term, conservative approach to its real estate ownership and development and requires the Applicant to creatively work within and around those leases. As detailed below, the Courthouse redevelopment respects lease requirements, infuses the property with the needed, and called for, residential uses, and will provide overarching façade updates to help attract retailers and restaurants to the Property.

Property Background and Description

The Property is currently improved with a single-story retail center of 83,000 square feet. It occupies approximately 8.73 acres of land bound by Blenheim Boulevard to the east and University Drive to the west, each road which provides both a signalized and unsignalized entrance into the Property. The shopping center was constructed 44 years ago consistent with the auto-oriented, parking lot-intensive, retail strip centers of the 1970s. Despite being anchored with a Safeway grocery store, the Property’s layout and single-use format is economically unsustainable and discouraged by the City.

Two vacant pad sites, totaling approximately 9,000 square feet on 1.61 acres, exist to the south of the primary shopping center and are included within the Property. A separate Special Use Permit is being filed for the former McDonald's building to reintroduce a Restaurant with Drive thru to that building, at the same time a lease is being negotiated for the other pad site.

The surrounding neighborhood is comprised mostly of commercial, institutional and lower density office uses, but change has started to take hold, most recently with the conversion of an outdated, low-rise office building and associated surface parking to the north into a student-oriented multifamily student housing building to support George Mason University, which is located less than two (2) miles from the Property.

Zoning

The Property is zoned Commercial Retail (“**CR**”), the City’s primary commercial zoning district that governs the majority of properties along both Fairfax Boulevard and within Old Town Fairfax. The CR district is designed to “provide area for office and general business and retail establishments and uses accessory or complementary thereto.” Additionally, the CR district permits multifamily development with approval of a Special Use permit. Within Old Town Fairfax, there are overlay districts that establish additional zoning regulations on several of the properties, including Courthouse, which is sited within the Old Town Fairfax Transition Overlay District (“**TOD**”). The TOD was established to “encourage a compatible mixture of residential, retail, and office uses within the designated transition area in a manner which complements the scale, siting and design of the Old Town Fairfax Historic Overlay District,” which exists south of the Property. In support of the TOD and as explained further below, the City has identified the Property – through the Old Town Small Area Plan (“**SAP**” or “**Small Area Plan**”) – as appropriate for an infusion of residential uses.

Phased Redevelopment

Phase 1.

Recognizing the existing term on the Safeway lease, the Applicant proposes a two phased redevelopment with the first phase focused along University Drive, where retail leases are coming due. Building upon the successful Capstone project to the north, Phase 1 will introduce a multifamily building to extend the urban street edge and pedestrian experience into Old Town. The new building will replace the surface parking that now aligns University Drive and the retailers to the west of Safeway, adding approximately 300 residential units and the associated vibrancy to an area that is now largely devoid of activity.

The Applicant will create two new streets to frame the building, beginning to achieve the interconnected goals identified in the Small Area Plan, and support the new development with structured parking, freeing up valuable land for coveted open space. With Phase 1, the Applicant will not only lay the framework for the desired street and pedestrian network, it will create the backbone of the web of open space that will filter through the Property with the introduction of a one-third acre public park to bridge the new development with the existing retail that will undergo a façade renovation as part of Phase 1.

The existing Safeway will remain in its current location in Phase 1, but the Applicant desires to upgrade its exterior façade, along with facades to the east, to correspond to the newly implemented and modernized design of the residential building. The exact design, materials and architectural elements of both the Phase 1 residential and the updated retail facades will be

refined throughout the process with important insight and overview from the City's Board of Architectural Review and will position the Property as a transitional one that can facilitate future development in this area of the City.

In addition to the inline retail façade upgrades, the Applicant will continue its efforts to re-tenant and renovate the two vacant pad buildings along Blenheim Boulevard. The former McDonald's building, which has been shuttered for six years, will breathe new life into the eastern portion of the Property with a new Restaurant with Drive thru. To facilitate cross movement between the parcels for both pedestrian and vehicular traffic, a new access point will be created. A separate special use permit is being requested for the drive-thru use. The Applicant is also pursuing a Restaurant (without a drive thru) for the other pad building.

Phase 1 is expected to include approximately 300 residential units, inclusive of 18 affordable units, consistent with City policy, and 66,000 square feet of renovated retail and restaurant space.

Phase 2.

Consistent with the SAP's full vision for the Property, Phase 2 will add a second multifamily residential building, similarly sized to the first. This second building, adjacent to Blenheim Boulevard, will include street-level retail with residential units on upper levels. Anchored by a newly built grocery store, Phase 2 will integrate approximately 62,000 square feet of retail uses at the Property to support the new residential units and re-establish Courthouse Plaza as an important community amenity for existing and future residents in downtown Fairfax. Six percent of the units in Phase 2, consistent with City policy, will be offered as affordable units.

The open space will more than double in Phase 2 and the street network started in Phase 1 will continue, establishing full, public streets between University Drive and Blenheim Boulevard. The timing of Phase 2 is contingent on various factors, including lease expirations and market demands. A successful first phase will pave the way for Phase 2.

At the completion of Phase 2, the Property would support approximately 600 residential units, inclusive of 36 affordable units, or 6 percent of the total units as is consistent with City policy, and 62,000 square feet of renovated retail and restaurant space. The multifamily building and new retail in Phase 2 would include structure parking; the two retail buildings that are expected to remain along Blenheim Boulevard would continue to be supported by surface parking.

Zoning Application.

The City's Zoning Ordinance permits multifamily residential uses in a variety of districts. To fulfill the City's vision for the Property, the Applicant could stay within the current CR zoning district and file a special use permit for the residential buildings or could rezone the Property to a Planned zoning district or the Commercial Urban district, all districts that call for an integration of multifamily and retail uses. The Applicant will work closely with staff on determining the precise zoning district and applications to achieve both the City's vision for the Property and the Applicant's proposal. As mentioned in Phase 1, a separate special use permit will be requested for the drive thru restaurant use.

Comprehensive Plan Conformance

The City refined its vision for the Property and the larger Old Town planning district in

drafting the Old Town Fairfax Small Area Plan. The SAP is the blueprint for the Applicant's proposal, and along with the City's overarching Comprehensive Plan, the redevelopment conforms to the goals and recommendations in both.

Comprehensive Plan Adherence.

Importantly, the Applicant's proposal is consistent with the Comprehensive Plan's overall strategies and objectives. Located within Area 3 – the Old Town Fairfax Activity Center – new development should provide the following benefits: a) a mix of uses within the development site, b) contributions toward a connected street grid, c) usable open space, and d) high quality design. The remaking of Courthouse Plaza provides all desired benefits, in both phases, achieving the City's observed goals of an activity center.

Upon full build out, the mixed-use residential and retail project will add approximately 600 units, moving toward the City's goals for 1,250 units in the area by 2035 and invigorating the site with the desired mix of uses. The Applicant will construct a total of three new streets to establish the desired internal street grid and enhance the pedestrian experience through and around the Property and, with approximately an acre of new open space, anchored by two public parks, the site will be amenitized and available to the public in an area that today is wholly paved. Additionally, a 1970s-designed and constructed center will be thoughtfully updated with articulated facades and four-sided architecture to provide a varying visual interest to the Property while successfully transitioning to surrounding uses.

Further, per Action Item CCAC2.1.4, of the Comprehensive Plan, the intent is to "encourage redevelopment of privately-owned, underutilized sites north and south of Old Town Fairfax, such as the Courthouse Plaza shopping center ... as mixed-use developments."

Small Area Plan.

The Application is also guided by the goals and recommendations of the Small Area Plan that was adopted in 2020. The Small Area Plan recognizes the limitations on the quality and location of retail frontage (the City as a whole is over-retailed) and states that residential uses are "key to supporting new developments in the Activity Centers" emphasizing that expanding residential choices can help nurture a well-balanced sustainable community. The SAP calls for integrating residential uses to better balance the mix of uses in today's retail-centric areas.

Specific to the Property, the Small Area Plan establishes the following detail and expectations for the Property:

- Six (6) story height limit;
- Grocery store anchor recommended;
- New publicly accessible open space;
- Above grade structured and underground parking to be integrated with site development;
- Retail frontage oriented toward new street and public open space.

The Applicant's redevelopment achieves all of these important goals and the phased approach recognizes the market conditions in which the Applicant must redevelop. Although only half of the site will redevelop in Phase 1, the Applicant has designed the project to achieve the

above goals from the start, adding residential supported by structured parking, replacing surface parking, introducing public open space to an area completely devoid of it and reactivating retail conveniently located to the public. Phase 2 will build upon the initial development, further positioning Courthouse as a unique community that is integrated within Old Town through enhanced pedestrian connections and community-desired amenities (both in open space and desired retailers).

Transportation

A stand-alone shopping center of more than 90,000 square feet is a significant traffic generator with little ability for internal trip capture as all the uses are retail. Per ITE, a shopping center like Courthouse would generate 8,482 daily trips. The Applicant's proposal to remove 24,000 square feet of retail and replace it with approximately 300 units will reduce daily trips by 1,000 vehicles. This is attributed to both the fact that residential units generate fewer trips than retail uses and the internal trip capture that occurs when a single site integrates a mix of uses. At the completion of Phase 2, with its additional 300 units and new, replacement retail, the daily trips increase slightly from Phase 1, but remain 330 trips below the trips attributed to the existing shopping center.

With each phase, the Applicant is incorporating important street improvements to enhance the pedestrian and vehicular connections through and around the site. Phase 1 will establish new east-west and north-south streets adjacent to the multifamily building and an inter-parcel connection to better integrate the two pad sites with the rest of the development. The existing connections to University Drive and Blenheim Boulevard will all remain in Phase 1. Phase 2 affords the Applicant more flexibility with the street network as it will control the entire site. As such, Street 1 will be extended to Blenheim, such that a direct, east-west connection is established, and a second north-south street will be added adjacent to the new mixed-use building. Collectively, the streets will establish the street grid desired and planned for in the SAP.

Conclusion

The Applicant understands and respects the responsibility of serving as a long-term member of the Fairfax City community and is looking forward to working in tandem with the City to provide high-quality retail and residential amenities at this integral property. The existing auto-oriented and underutilized strip mall is not aligned with the City's goals for the community nor Property, and with the leases to the west of Safeway nearing their term, the time is right to introduce the desired residential uses in a phased approach. If the Applicant misses this window, it will need to re-lease those spaces, thus delaying any meaningful redevelopment at the Property for years to come.

The Applicant believes a transition to a vibrant mixed-use development is important for the future success of the community and has laid out a plan consistent with the SAP and respectful of market constraints and the leases that apply to the Property. The Project will provide necessary improvements to the aging single-story retail center by redeveloping the shopping center into a pedestrian-oriented, mixed-use development providing public open space, affordable and market-rate multifamily housing and thoughtfully activated retail, which will all work in concert to engage the community and provide important resources for the neighborhood and Fairfax City as a whole.

The background features a repeating pattern of light gray, irregular geometric shapes, primarily triangles and polygons, scattered across the page. One shape in the upper right quadrant is highlighted in a vibrant green color.

COURTHOUSE PLAZA

CONCEPT DESIGN

02/01/2023 | COMBINED PROPERTIES

1

CONCEPT DESIGN

CURRENT CONDITIONS, SITE PLAN,
AREA CALCULATIONS, 3D VIEWS

CURRENT CONDITIONS

CURRENT SITE CONDITION



SCALE 1" = 100'




PHASE 1

TABULATIONS:

- 300 UNITS
- 64,000 SF OF COMMERCIAL



SCALE 1" = 100' 

PROPOSED CONCEPT - GROUND FLOOR PLAN

PARKING CALCULATIONS	
CONCEPT DESIGN	
RESIDENTIAL GSF	320,203
SF/UNIT	1,100
UNITS	300
RETAIL GSF	66,690
TOTAL GSF	386,893
PARKING RATIOS	
SPACES/UNIT	1.5
SPACES/400 SF (Retail)	1
PARKING REQUIRED	
RESIDENTIAL	450
RETAIL	167
TOTAL	617
PARKING PROVIDED	
	PROPOSED CONCEPT
LEVEL	
1	61
2	94
3	94
4	94
5	94
SURFACE PARKING (RETAIL)	229
TOTAL	666

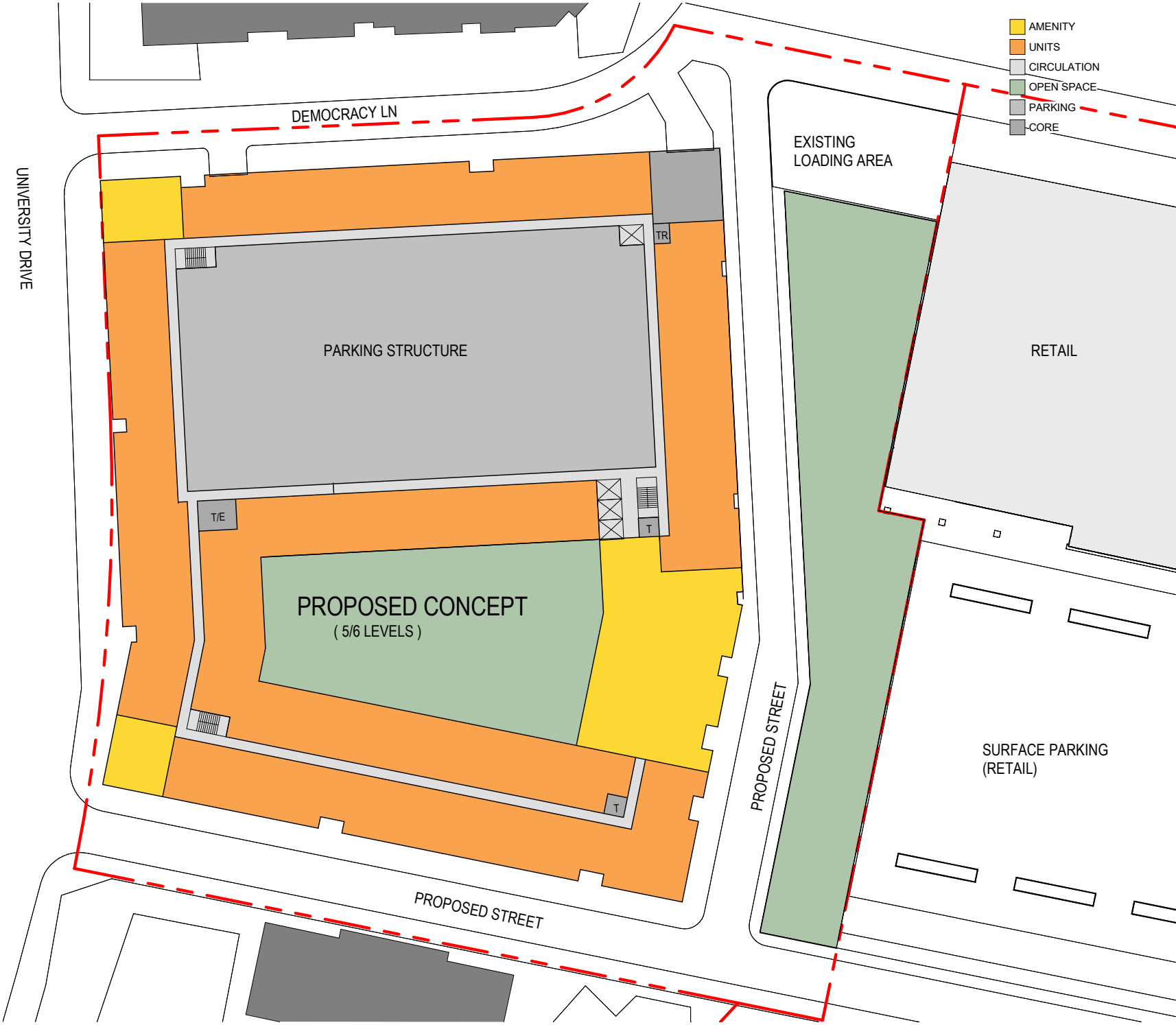
RESIDENTIAL BUILDING FOOTPRINT AND OPEN SPACE AREA	
OPEN SPACE	31,943 SF
PROPOSED CONCEPT	89,415 SF
TOTAL	121,358 SF

RESIDENTIAL BUILDING GSF	
PROPOSED CONCEPT	
LEVEL 01	15,507 SF
LEVEL 02	61,461 SF
LEVEL 03	61,461 SF
LEVEL 04	61,461 SF
LEVEL 05	61,461 SF
LEVEL 06	58,852 SF
TOTAL	320,203 SF

RETAIL GSF	
IN LINE RETAIL	58,000 SF
PAD RETAIL	8,690 SF
TOTAL	66,690 SF



3D View 1



PROPOSED CONCEPT - LEVEL 01

SCALE 1" = 60'

2 FUTURE VISION MASTER PLAN

FUTURE VISION MASTER PLAN

TABULATIONS:

- 600 UNITS (300 ADDITIONAL)
- 62,000 SF OF COMMERCIAL



SCALE 1" = 100'

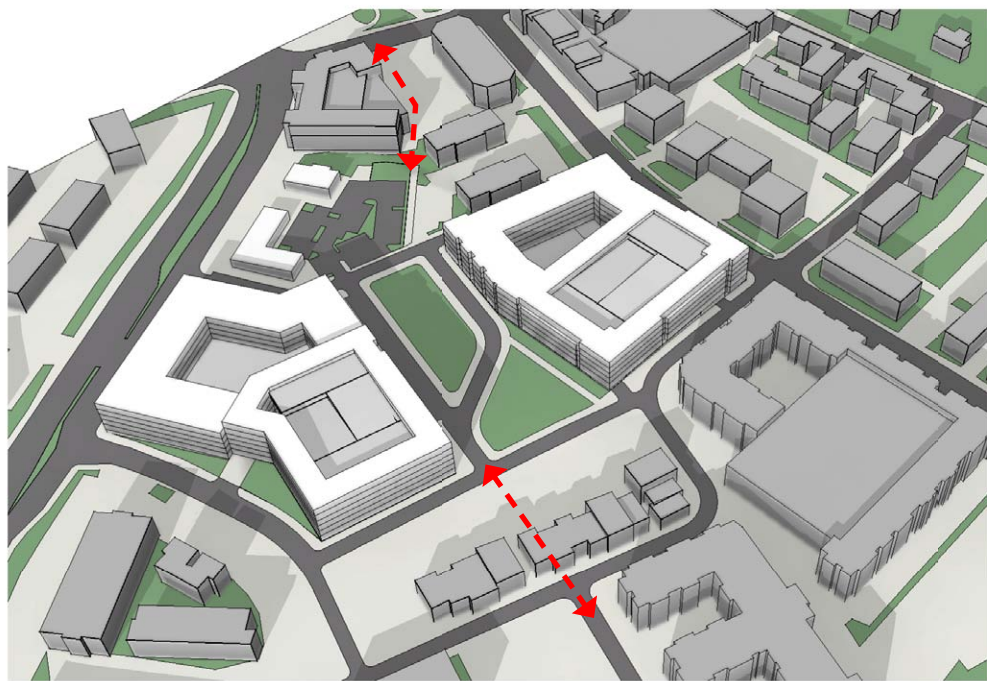


GROUND FLOOR PLAN

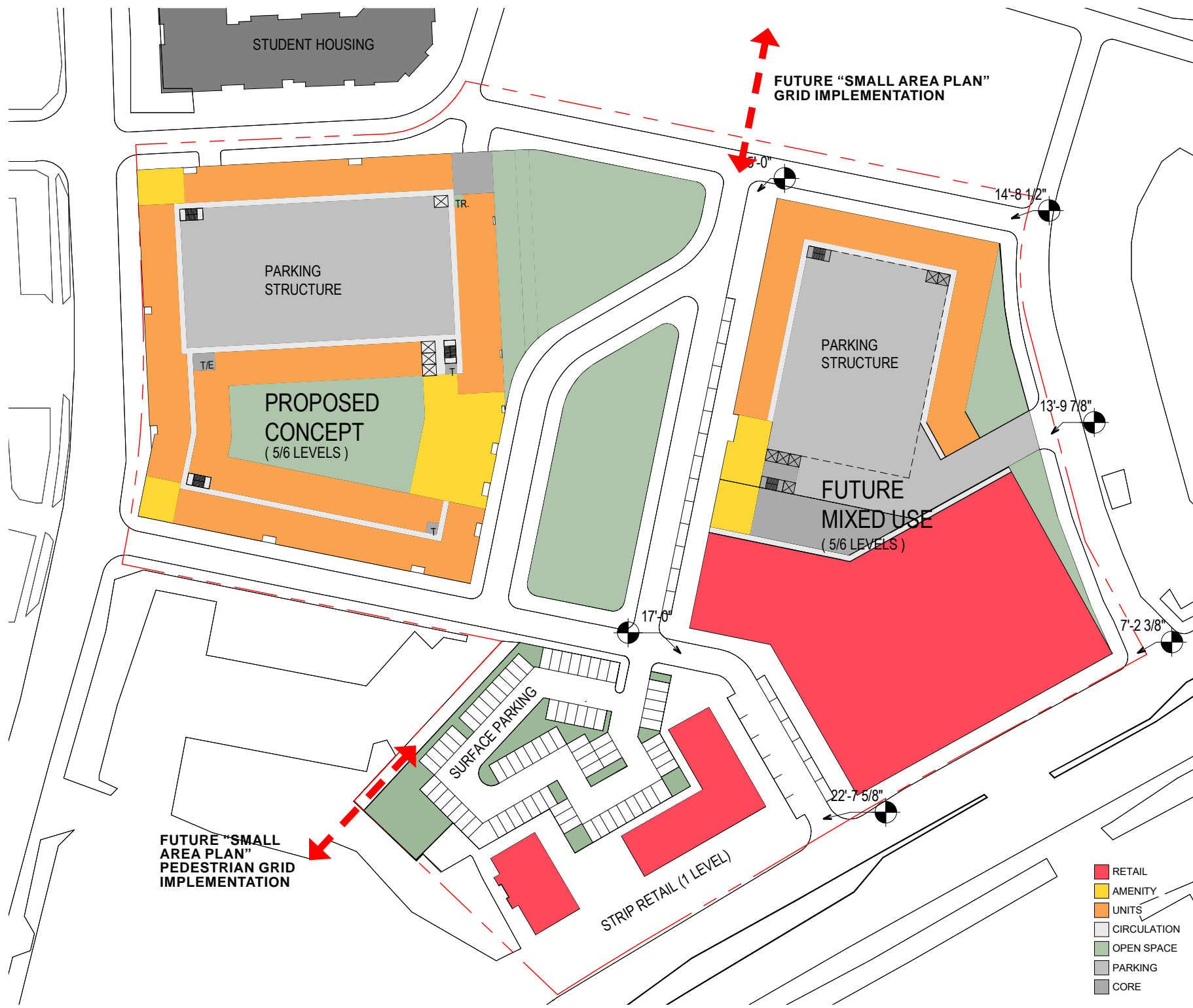
PARKING CALCULATIONS				
	FUTURE MASTER PLAN			
	PROPOSED CONCEPT	STRIP RETAIL	FUTURE MIXED USE BUILDING	TOTAL
RESIDENTIAL GSF	320,203		332,205	652,408
SF/UNIT	1,100		1,100	
UNITS	300		302	602
RETAIL GSF		12,172	50,000	62,172
TOTAL GSF				714,580
PARKING RATIOS				
SPACES/UNIT	1.5			
SPACES/400 SF (Retail)	1			
PARKING REQUIRED				
RESIDENTIAL	450	0	453	903
RETAIL	0	30	125	155
TOTAL	450	30	578	1,058
PARKING PROVIDED				
PARKING STRUCTURE				
LEVEL 1	61		74	135
LEVEL 2	94		86	180
LEVEL 3	94		86	180
LEVEL 4	94		86	180
LEVEL 5	94		86	180
LEVEL 6			86	86
SURFACE PARKING				
TOTAL	437	84	524	1,045

BUILDING FOOTPRINTS AND OPEN SPACE AREA - MASTER PLAN	
FUTURE MIXED USE	112,614 SF
OPEN SPACE	61,107 SF
PROPOSED CONCEPT	89,335 SF
STRIP RETAIL	10,792 SF
TOTAL	273,848 SF

BUILDING GSF - MASTER PLAN	
PROPOSED CONCEPT	
LEVEL 01	15,507 SF
LEVEL 02	61,461 SF
LEVEL 03	61,461 SF
LEVEL 04	61,461 SF
LEVEL 05	61,461 SF
LEVEL 06	58,852 SF
TOTAL	320,203 SF
FUTURE MIXED USE - RESIDENTIAL	
LEVEL 01	26,585 SF
LEVEL 02	69,759 SF
LEVEL 03	69,759 SF
LEVEL 04	69,759 SF
LEVEL 05	69,759 SF
LEVEL 06	26,584 SF
TOTAL	332,205 SF
FUTURE MIXED USE - RETAIL	
LEVEL 01	50,000 SF
TOTAL	50,000 SF
STRIP RETAIL	
LEVEL 01	10,823 SF
TOTAL	10,823 SF
TOTAL	723,903 SF



3D View 1



FUTURE MASTER PLAN

SCALE 1" = 100'

