

**ATTACHMENT 1  
OVERALL ANALYSIS – COMPREHENSIVE PLAN CONTD.**

As noted on Page 13 of the Staff Report, the following summarizes those sign types identified at the Planning Commission as outstanding issues. A narrative is included which describes changes made to each both prior to the Work Session and in response to the recommendations of the Planning Commission.

**IN-LINE / ENDCAP TENANT SIGNAGE**

The application proposes two (2) building-mounted signs per in-line tenant, a storefront with one pedestrian façade, and three (3) building-mounted signs per endcap tenant, a corner tenant whose storefront occupies two pedestrian facades. This signage will be in addition to an under canopy sign (Exhibit 2D), increasing the total to three (3) signs for an in-line tenant and four (4) signs for an endcap tenant.

Staff is supportive of the under canopy signage and the increase in the aggregate sign area but noted that provisions for more than one building-mounted sign per tenant per façade is unwarranted and possibly precedent setting. The Applicant justified the request by stating the Revised 1993 Zoning Ordinance allows a total of three (3) signs per tenant. This statement is accurate, but the Ordinance also limits signage to one per façade. Only in the instance where a tenant occupies three (3) facades would three (3) signs be permitted. As it applies to the Ashburn Village Shopping Center, the Ordinance would allow three (3) signs per tenant only if one of the signs were placed on the rear of the building. As such, staff recommended that tenant signage be limited to one (1) sign per tenant per façade and a prohibition of signage on the rear of a building.

In response, the Applicant included notation that restricted signage on the rear of a building facing Christiana Drive and further included a caveat that two signs on one façade would only be permitted if the linear frontage of the user exceeds thirty-five (35) feet and the two signs were separated by a minimum of fifteen (15) feet. As part of the recommendation of the Planning Commission, a second sign on a single façade would be permitted but restricted to the tenant's logo only. The fifteen (15) foot spacing provision was removed, but the stipulation that a storefront must exceed thirty-five (35) linear feet before a second sign is allowed was retained. The application has been revised consistent with the recommendations of the Planning Commission, and the issue has been resolved.

***Sign Exhibit 2B: In-line Tenant***

	Revised 1993 Ordinance Standard	Proposed Modification
Aggregate Sign Area	60 square feet	100 square feet
Individual Sign Area	2 square feet per linear foot of storefront; 60 square feet maximum	60 square feet
Number of Signs	1 sign per façade;	Maximum of 2 signs per

	maximum of 3 signs	tenant; 2 <sup>nd</sup> sign permitted on storefronts greater than 35 linear feet and limited to tenant logos only.
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**Exhibit 2C: Endcap Tenant**

	Revised 1993 Ordinance Standard	Proposed Modification
Aggregate Sign Area	60 square feet	100 square feet
Individual Sign Area	2 square feet per linear foot of storefront; 60 square feet maximum	60 square feet
Number of Signs	1 sign per façade; maximum of 3 signs	Maximum of 3 signs per tenant; 2 <sup>nd</sup> sign permitted on storefronts greater than 35 linear feet and limited to tenant logos only.

**2<sup>ND</sup> FLOOR TENANT / 2<sup>ND</sup> FLOOR BUILDING IDENTIFICATION SIGNAGE**

When considering the two sign types collectively, the Application originally proposed a total of six (6) signs for the second floor of a two-story building with four (4) signs per façade. This amount of signage was viewed excessive when considered in conjunction with the provision for up to two and three signs for an in-line and endcap tenant respectively on the first floor. To address this issue, the total number of 2<sup>nd</sup> Floor Tenant Identification Signs was reduced from six (6) to four (4) and the total number of signs per façade was reduced from four (4) to two (2), reducing the cumulative impact of both sign types combined from a worst case scenario of six (6) signs on any one façade to three (3) signs. In addition, a notation was included which would prohibit all signage on the courtyard façade. This issue was considered resolved prior to the Work Session and was not considered by the Planning Commission.

**Sign Exhibit 2E: 2<sup>nd</sup> Floor Tenants**

	Revised 1993 Ordinance Standard	Proposed Modification
Aggregate Sign Area	60 square feet	Not specified.
Individual Sign Area	2 square feet per linear foot of storefront; 60 square feet maximum	20 square feet
Number of Signs	1 sign per façade; maximum of 3 signs	Maximum 1 sign per tenant; Maximum 4 signs per building; Maximum 2 signs per facade

**Sign Exhibit 2F: 2<sup>nd</sup> Floor Building Identification Signage**

	Revised 1993 Ordinance Standard	Proposed Modification
Aggregate Sign Area	60 square feet	90 square feet
Individual Sign Area	2 square feet per linear foot of storefront; 60 square feet maximum	45 square feet
Number of Signs	1 sign per façade; maximum of 3 signs	Maximum 2 signs per building; Maximum 1 sign per facade

**RESTAURANT DRIVE-THROUGH MENU SIGNAGE**

The application originally allowed for up to two (2) drive-thru menu signs at seventy-five (75) square feet each. Staff had recommended a reduction in the both the individual and aggregate sign area as a combined 150 square feet of drive-thru menu signage seemed excessive and out of scale with the adjoining building. To address this issue, the Applicant reduced the size of the second drive-thru menu sign to twenty (20) square feet with a corresponding reduction in the aggregate sign area to ninety-five (95) square feet. This issue was considered resolved prior to the Work Session and was not considered by the Planning Commission.

**Sign Exhibit 3B: Restaurant Drive-Thru Menu**

	Revised 1993 Ordinance Standard	Proposed Modification
Maximum number of Signs	Maximum 2 signs	Maximum 2 signs
Aggregate Sign Area	30 square feet	95 square feet
Individual Sign Area	20 square feet for any one sign; 30 square feet for ground-mounted plus 1.5 multiplier	75 square feet for primary drive-thru sign; 20 square feet for secondary drive-thru sign
Sign Height	5 feet	8 feet

**DIRECTIONAL SIGNAGE**

The application originally proposed four (4) directional signs per tenant with no limitation on the total number of signs allowed on the property at any one time. Currently, there are eight (8) pad sites, excluding the Burger King parcel which is not subject to the application. The language “per tenant” allowed for no upward limit to the number of directional signs permitted if current single-tenant redevelop as multi-tenant structures. To address this issue, the sign type was clarified to apply only to “free-standing, single occupant buildings.” In addition, the number of directional signs permitted for a tenant without a drive-thru was reduced to two (2); the number of directional signs permitted for a tenant with a drive-thru service lane remain unchanged. Given these revisions and

clarifications, this issue was considered resolved prior to the Work Session and was not considered by the Planning Commission.

**Sign Exhibit 7B: Directional Signs**

	Revised 1993 Ordinance Standard	Proposed Modification
Maximum number of Signs	Not Specified	Maximum 2 signs per tenant without a drive-thru; Maximum 4 signs per tenant with a drive-thru
Individual Sign Area	4 square feet maximum for any one sign	16 square feet for any one sign
Sign Height	3 feet maximum	4 feet maximum

**REAL ESTATE SIGNAGE**

The application proposes no more than two (2) Real Estate signs for each in-line tenant and no more than one (1) Real Estate monument sign for each free standing building. Originally, a total of six (6) real estate signs could be located on site at any time with up to three (3) signs along any public right-of-way frontage. Prior to the Planning Commission Work Session, the number of signs along a right-of-way frontage was reduced to two (2), though the total number of signs permitted remained unchanged. As part of the recommendation of the Planning Commission, the total number of real estate signs was reduced to three (3) with a stipulation that only one (1) sign could be located along any single public right-of-way frontage at any time. The application has been revised consistent with the recommendations of the Planning Commission, and the issue has been resolved.

**Sign Exhibit 8A: Real Estate – Commercial For Sale (For Lease) Sign – Retail or Office**

	Revised 1993 Ordinance Standard	Proposed Modification
Maximum number of Signs	1 sign for lots less than 10 acres; 2 signs for lots in excess of 10 acres	Maximum of 3
Individual Sign Area	20 square feet	75 square feet
Sign Height	6 feet maximum	8 ½ feet maximum

**County of Loudoun**  
**Department of Planning**  
**MEMORANDUM**

**DATE:** January 4, 2010  
**TO:** Stephen Garner, Project Manager, Land Use Review  
**FROM:** Kelly Williams, Planner, Community Planning

**SUBJECT: ZMOD 2008-0010, Ashburn Village Shopping Center Sign Plan, 2<sup>nd</sup> Referral**

**BACKGROUND**

This is the third submission of the application. The applicant has responded to second submission comments by providing a revised statement of justification, response letter and a revised Comprehensive Sign Plan dated December 10, 2009. The remaining outstanding issues are described below. This referral is intended to be supplementary to Community Planning's January 20, 2009 and July 15, 2009 referrals.

**OUTSTANDING ISSUES**

In the previous referrals, staff identified several areas where signage could be eliminated or reduced in size in order to reduce visual clutter and redundancy to be more consistent with the policies of the Plan.

- Eliminating the freestanding sign and reducing the number of directional signs for the individual pad sites would be more consistent with the Retail Plan policies.

The application has been revised to clarify that a total of three building signs and one freestanding sign would be allowed for each pad site along with a total of four directional signs per site. Staff continues to recommend that one of the identification signs (building or freestanding) be eliminated. ***This issue has not been adequately resolved.***

- The drive-thru signs being proposed are five times larger than what is permitted in the Zoning Ordinance and they are not in scale with the buildings. Staff also questions the need for two drive-thru signs for each restaurant.

The proposed signs have been reduced in size and are more in keeping with similar signage already existing in the retail shopping center. ***This issue has been resolved.***

- The Giant grocery store proposes a total of eight signs, three for Giant and five for subtenants. Five subtenant signs is excessive.

The application has been revised to clarify the number of sub-tenant signs, however the total number of signs for the Giant store has increased by one. Adding an additional sign does not reduce the visual clutter on the building façade. ***This issue has not been resolved.***

- Staff questions the need for end cap units to have three building-mounted signs. The sign shown on the rear of the building could be eliminated.

The applicant continues to request three building-mounted signs for end cap units. When looking at the sign package as a whole (which includes a total of two per tenant building-mounted signs, one per tenant canopy sign, two second floor building signs, one per second floor tenant sign, and nine signs for the Giant store) adding additional signage to the building is excessive. ***This issue has not been resolved.***

- It is noted that some of the directional signs propose advertising which may not be allowed in the Zoning Ordinance even through modification. Staff defers to the Zoning Department on this issue. Further, the amount of directional signage proposed is unnecessary as a site visit by staff revealed that all buildings in the shopping center were adequately visible to both pedestrian and vehicular traffic.

The application has been revised to eliminate some of the proposed directional signs, limiting them to four per freestanding tenant. Staff continues to note that all of the buildings are highly visible throughout the site and four directional signs per individual pad sites would be unnecessary. Staff continues to recommend that the number of signs be reduced. ***This issue has not been adequately resolved.***

- Clarification is needed as to the type of Real Estate signs being proposed. It appears that each in-line building would be allowed two monument style signs and each pad site allowed one monument style sign (fourteen signs). This is an excessive number of freestanding monument signs.

The applicant clarified that six Real Estate freestanding monument signs are proposed. However, adding this to the amount of proposed freestanding monument signs for the entrances, (five are currently proposed) a total of eleven monument signs could encumber the perimeter of this retail center at any given time. Staff continues to recommend that the number of monument signs be reduced to avoid visual clutter. ***This issue has not been adequately addressed.***

- The application proposes temporary signage in the form of balloons, banners, pennants and inflated devices which is prohibited in the Zoning Ordinance. Staff defers to the Zoning Department on this issue.

The applicant has removed these types of signs from the application. ***This issue has been resolved.***

- The application is proposing that each tenant will have two flush-mounted building signs and one under the canopy sign. The application does not provide adequate justification as to the need for each tenant to have three signs.

The applicant continues to propose three signs per subtenant. When looking at the proposed building signage collectively (including first and second floor tenant signs, second floor building signs, end cap tenant signs, and under the canopy signs), the number and square footage of the signs per building is excessive. Staff recommends that only one flush-mounted tenant sign be permitted. ***This issue has not been adequately addressed.***

- An increase in signage for second floor tenants has also been requested. A general building identification sign is proposed along with a sign for each tenant on the second floor. Staff has concerns with the amount of signage proposed for the office portion of the building as it is unclear how many tenants could be located on the second floor. Signage should identify the building not each individual tenant.

The application has been revised to limit the number of tenant signs to four, and the number of building signs to two, which is three times the amount of signage allowed in the Zoning Ordinance. Staff continues to recommend that the number of signs be reduced. ***This issue has not been resolved.***

***As stated above, this shopping center is existing and is surrounded by the existing residential community of Ashburn Village. While an update of sign design and materials may be appropriate, given the nature of this community serving retail center and its visible location in the neighborhood, increasing the number and size of the signs would be excessive. Staff continues to recommend that the number of signs and sign size be reduced as outlined above.***

## **RECOMMENDATIONS**

The general concept of updating the signage for the Ashburn Village Shopping Center appears to be consistent with the guidelines found in the Revised General Plan and the Retail Plan for unified graphic design. However, at this time Community Planning staff is unable to support the Zoning Modification request for an increase in the amount and size of signage proposed.

cc: Julie Pastor, AICP, Planning Director  
Cindy Keegan, AICP, Community Planning Program Manager, via e-mail

**County of Loudoun**  
**Department of Planning**  
**MEMORANDUM**

**DATE:** July 15, 2009  
**TO:** Stephen Garner, Project Manager, Land Use Review  
**FROM:** Kelly Williams, Planner, Community Planning

**SUBJECT: ZMOD 2008-0010, Ashburn Village Shopping Center Sign Plan, 2<sup>nd</sup> Referral**

**BACKGROUND**

Saul Holdings Limited Partnership, the applicant, is requesting a Zoning Ordinance Modification (ZMOD) to permit a Comprehensive Sign Plan for the Ashburn Village Shopping Center, pursuant to the provisions of the Revised 1993 Zoning Ordinance. The proposal is to specifically modify Section 5-1204(D) of the Revised 1993 Loudoun Zoning Ordinance in order to "implement a Comprehensive Sign Plan as a means of coordinating needed signage for marketing, development and operation of Ashburn Village Shopping Center".

The subject site is located at the northwest corner of Ashburn Village Boulevard and Gloucester Parkway approximately a mile south of Route 7 and is bounded to the north by Christiana Drive. The site is zoned PD-H4 (Planned Development-Residential), is approximately 27 acres and has already been fully developed with the exception of one pad site. According to the application materials, the pad site currently occupied by Burger King, which is located centrally within the development, is not included in the Comprehensive Sign Plan package.

This is the second submission of the application. The applicant has responded to first submission comments by providing a revised statement of justification, response letter and a revised Comprehensive Sign Plan dated June 2, 2009. The remaining outstanding issues are described below. This referral is intended to be supplementary to Community Planning's January 20, 2009 referral.

**COMPLIANCE WITH THE COMPREHENSIVE PLAN**

The site is located within the Ashburn Community in the Suburban Policy Area and is governed under the policies outlined in the Revised General Plan. The Plan designates this area for residential uses (Revised General Plan, Planned Land Use Map). The retail policies of the Countywide Retail Plan (Retail Plan) also apply.

## OUTSTANDING ISSUES

As stated in the first referral, this shopping center is existing and is surrounded by the existing residential community of Ashburn Village. It was noted that an update of sign design and materials may be appropriate, given the nature of this community serving retail center and its visible location in the neighborhood, however, increasing the number and size of the signs would be excessive.

The revised statement of justification indicates that the modifications to the Zoning Ordinance would allow future signage to be consistent with the standards of the existing signage. The Retail Plan specifies that signs for commercial centers should be developed as an integral part of the overall center design and that a unified graphic design scheme is strongly encouraged (*Retail Plan, Design Guidelines, Signs and Lighting*). This would include scale, materials, and location of signage. In order to demonstrate how the future signs will relate to the existing permitted signage, staff requests documentation that shows information on the size, design and number of existing signs and how they compare to the requested sign modifications.

The Ashburn Village Shopping Center is located in a prominent location along a major roadway in the Ashburn Community. The shopping center is located and designed to function as a "service area-based retail" use which serves the surrounding community and is not intended to attract drive-by shoppers (*Retail Plan, Service Area-Based Retail Policies, text*). Service area based retail include "community retail centers" which are defined as those serving several residential neighborhoods with a market area of 2,000 to 8,000 households and offer a variety of daily and weekly shopping goods (*Retail Plan, Service Area-Based Retail Policies, policies 1 and 2*). As such, the majority of the shoppers should be aware of the center's location and the available retail and service offerings, thereby limiting the need for excessive signage.

The existing signage that is already in place for the shopping center exhibits compatibility with the surrounding residential signage of Ashburn Village. Staff continues to agree that a more coordinated sign package with respect to materials and design may be appropriate for the site, however the size and number of proposed signs is excessive. There are concerns with the number, size and the possible redundancy of information presented on the proposed signs which could contribute to visual clutter and detract from the overall quality of the retail/commercial center.

Staff has identified several areas where signage could be eliminated or reduced in size in order to reduce visual clutter and redundancy to be more consistent with the policies of the Plan.

- According to the application, individual pad sites would be allowed to have up to three building-mounted signs, one freestanding signs, two drive-thru signs, and eight directional signs (total number not specified in the matrix, number based on aggregate square footage) for a total of fourteen signs. Eliminating the freestanding sign and

reducing the number of directional signs would be more consistent with the Retail Plan policies.

- The drive-thru signs being proposed are five times larger than what is permitted in the Zoning Ordinance and they are not in scale with the buildings. Staff also questions the need for two drive-thru signs for each restaurant.
- The Giant grocery store proposes a total of eight signs, three for Giant and five for subtenants. Five subtenant signs is excessive.
- Staff questions the need for end cap units to have three building-mounted signs. The sign shown on the rear of the building could be eliminated.
- It is noted that some of the directional signs propose advertising which may not be allowed in the Zoning Ordinance even through modification. Staff defers to the Zoning Department on this issue. Further, the amount of directional signage proposed is unnecessary as a site visit by staff revealed that all buildings in the shopping center were adequately visible to both pedestrian and vehicular traffic.
- Clarification is needed as to the type of Real Estate signs being proposed. It appears that each in-line building would be allowed two monument style signs and each pad site allowed one monument style sign (fourteen signs). This is an excessive number of freestanding monument signs.
- The application proposes temporary signage in the form of balloons, banners, pennants and inflated devices which is prohibited in the Zoning Ordinance. Staff defers to the Zoning Department on this issue.
- The application is proposing that each tenant will have two flush-mounted building signs and one under the canopy sign. The application does not provide adequate justification as to the need for each tenant to have three signs.
- An increase in signage for second floor tenants has also been requested. A general building identification sign is proposed along with a sign for each tenant on the second floor. Staff has concerns with the amount of signage proposed for the office portion of the building as it is unclear how many tenants could be located on the second floor. Signage should identify the building not each individual tenant.

***As stated above, this shopping center is existing and is surrounded by the existing residential community of Ashburn Village. While an update of sign design and materials may be appropriate, given the nature of this community serving retail center and its visible location in the neighborhood, increasing the number of the signs would***

***be excessive. Staff continues to recommend that the number of signs and sign size be reduced as outlined above.***

## **RECOMMENDATIONS**

The general concept of updating the signage for the Ashburn Village Shopping Center appears to be consistent with the guidelines found in the Revised General Plan and the Retail Plan for unified graphic design. However, at this time Community Planning staff is unable to support the Zoning Modification request for an increase in the amount and size of signage proposed. Staff recommends the following items be addressed:

- Provide documentation to show information on the size, design and number of permitted existing signs in the center and how they compare to the requested sign modifications in order to demonstrate how the future signs will relate to the exiting signage.
- Eliminate or reduce the number and size of the proposed signs in order to reduce visual clutter and redundancy to be more consistent with the policies of the Plan.

cc: Julie Pastor, AICP, Planning Director  
Cindy Keegan, AICP, Community Planning Program Manager, via e-mail

**County of Loudoun**  
**Department of Planning**  
**MEMORANDUM**

**DATE:** January 20, 2009  
**TO:** Stephen Garner, Project Manager, Land Use Review  
**FROM:** Kelly Williams, Planner, Community Planning

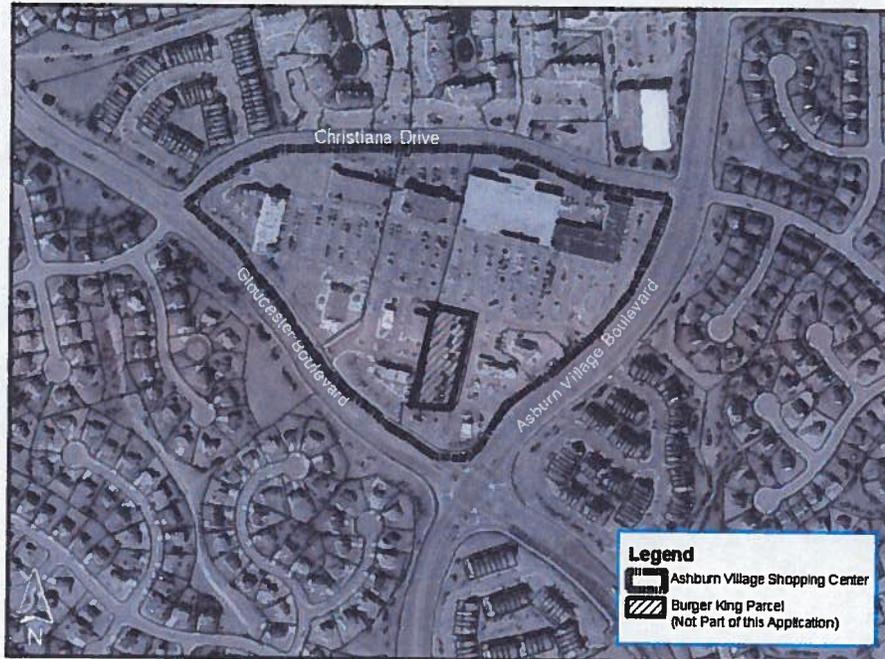
**SUBJECT: ZMOD 2008-0010, Ashburn Village Shopping Center Sign Plan**

**BACKGROUND**

Saul Holdings Limited Partnership the applicant, is requesting a Zoning Ordinance Modification (ZMOD) to permit a Comprehensive Sign Plan for the Ashburn Village Shopping Center, pursuant to the provisions of the Revised 1993 Zoning Ordinance. The proposal is to specifically modify Section 5-1204(D) of the Revised 1993 Loudoun Zoning Ordinance in order to "implement a Comprehensive Sign Plan as a means of coordinating needed signage for marketing, development and operation of Ashburn Village Shopping Center". The proposal includes illustrative drawings of a variety of permanent and temporary signs proposed for the development and proposed locations. A Sign Matrix is provided that compares the existing sign ordinance with the proposed regulations of the Comprehensive Sign Plan.

The subject site is located at the northwest corner of Ashburn Village Boulevard and Gloucester Parkway approximately a mile south of Route 7 and is bounded to the north by Christiana Drive. The site is zoned PD-H4 (Planned Development -Residential), is approximately 27 acres and has already been fully developed with the exception of one pad site. According to the application materials, the pad site currently occupied by Burger King, which is located centrally within the development, is not included in the Comprehensive Sign Plan package.

### Vicinity Map



### COMPLIANCE WITH THE COMPREHENSIVE PLAN

The site is located within the Ashburn Community in the Suburban Policy Area and is governed under the policies outlined in the Revised General Plan. The Plan designates this area for residential uses (Revised General Plan, Planned Land Use Map). The retail policies of the Countywide Retail Plan (Retail Plan) also apply.

### ANALYSIS

The application states that the purpose of the application is to “implement a Comprehensive Sign Plan as a means of coordinating needed signage for marketing, development and operation of Ashburn Village Shopping Center”. Given the proposed mix of uses and the inclusion of the parcels within the larger master planned Ashburn Village Development, the proposed Comprehensive Sign Plan for Ashburn Village Shopping Center was reviewed using both the design guidelines provided in the Revised General Plan for Residential Communities and the Retail Plan. It should be noted that with the exception of one pad site, this is an existing shopping center that is entirely built out. A field visit to the site revealed that existing signage is in place.

### **Signs**

Collectively, the location, quality, and clarity of signs define the general perception of a development, individual business or commercial center and its surrounding community. If signs are well presented and coordinated, the image of the development as well as the individual businesses and tenants is enhanced. The Retail Plan specifies that buildings within a multi-building retail center should exhibit a unity of design through the use of similar elements such as rooflines, materials, window arrangement, location of signage and architectural details (*Retail Plan, Design Guidelines, Building Placement and Design*). The Retail Plan specifies that signs for commercial centers should be developed as an integral part of the overall center design and that a unified graphic design scheme is strongly encouraged (*Retail Plan, Design Guidelines, Signs and Lighting*).

The Comprehensive Sign Plan application for Ashburn Village Shopping Center includes guidelines and illustrative drawings of representative buildings and signage proposed for the development. The proposed sign plan includes permanent ground-mounted entrance signs, informational signs, directional signs, and building-mounted signs and banners. In addition to these permanent signs, temporary signs for the construction, sales and marketing of the community during the developmental phases are also proposed. The temporary signs will be removed when the construction and sales phases of the development are completed.

The proposed ground-mounted monument signs appear uniform in design, size and composition. These signs range in height from 6 to 13 feet and are located at prominent entrances into the development and along major roadways. The proposed monument signs will be constructed of brick with concrete caps and inset community logos and sign blocks similar to the architecture of the buildings. The application proposes signage at two entrances in front of the site (along Ashburn Village Boulevard and Gloucester Parkway) and three signs are proposed at the rear of the building along Christiana Drive. It appears five monument entrance signs may be excessive and are not necessary to identify the location of center, particularly along the rear of the building. The proposed monument signs should be reduced to be more human in scale and in keeping with the pedestrian-friendly character of the proposed development.

The flush-mounted building signs are proposed to be located along the upper walls and/or above business storefronts on the first floor level. The application is proposing that each tenant will have two flush-mounted building signs. Additionally, smaller signs mounted on brackets and suspended above the sidewalk on the first floor level are also proposed to identify businesses. An increase in signage for second floor tenants has also been requested. It is proposed that end units will be allowed to have a total of four signs, (three flush-mounted and one under the canopy sign). The building-mounted

signs and suspended signs feature similar lettering and designs which are intended complement the architecture of the buildings. The application does not provide adequate justification as to the need for each tenant to have three or four signs nor where the signs will be located.

The application also proposes that each pad site tenant would be allowed additional signage with an increase in sign size. Several of the modifications allow for two times the number of signs permitted and up to ten times the amount of square footage allowed for each sign. A site visit by staff revealed that all buildings in the shopping center were adequately visible to both pedestrian and vehicular traffic. The application does not provide adequate justification for the proposed signage.

In general, the proposed signage appears uniform in design and composition; however, the application materials indicate that the "Designs are for illustrative purposes only". Staff recognizes the applicant's attempt to retain some design flexibility by not providing details, but without such commitments and assurances, staff is not able to fully assess the entire sign plan in relation to the guidelines found in the Revised General Plan and the Retail Plan for unified graphic design.

The existing signage that is already in place for the shopping center exhibits compatibility with the surrounding residential signage of Ashburn Village. Staff agrees that a more coordinated sign package with respect to materials and design may be appropriate for the site, however the size and number of proposed signs is excessive. The shopping center is located at a major intersection of the Ashburn Village development making it highly visible from all directions. The shopping center is located and designed to function as a "service area-based retail" use which serves the surrounding community and is not intended to attract drive-by shoppers (*Retail Plan, Service Area-Based Retail Policies, text*). As such, the majority of the shoppers are aware of the center's location and the available retail and service offerings, thereby limiting the need for excessive signage.

***As stated above, this shopping center is existing and is surrounded by the existing residential community of Ashburn Village. While an update of sign design and materials may be appropriate, given the nature of this community serving retail center and its visible location in the neighborhood, increasing the number of the signs would be excessive. Additionally, several of the proposed signs are much larger than the zoning ordinance permits and are not in scale with the overall development. Therefore, staff does not support an increase in the number of signs or sign size as proposed for the buildings or for the pad sites.***

***Staff recognizes the applicant's attempt to retain some design flexibility by not providing details except "for illustrative purposes only", but without such commitments and assurances, staff is not able to fully assess the entire sign plan in relation to the guidelines found in the Revised General Plan and the Retail Plan for unified graphic design.***

#### **Circulation, Parking, and Loading**

The Retail Plan states that pedestrian traffic internal to the retail center should be provided with a safe travel route from the parking area to the building with a demarcated pathway and clear directional signage (*Retail Plan, Design Guidelines, Circulation, Parking, and Loading*). Directional signage is proposed throughout the shopping center to help customers find their destination. Eight tenant identification signs are proposed through the development including ones near the entrances to the site. Monument signs are already proposed in those locations and include some tenant identification. The application proposes directional signage on the pad sites to help identify drive-thru locations. Staff agrees that signage to direct drive-thru traffic on pad sites is necessary to provide safe pedestrian passage into stores, however, tenant directional signs throughout the site would be unnecessary, as the existing building signage clearly identifies the location of the tenants.

***Staff recommends that the applicant revise the application to reduce the number of signs to only those necessary to provide safe passage of vehicles and pedestrians to and from uses.***

#### **Lighting**

The Plan promotes the use of lighting for convenience and public safety without the nuisance associated with light pollution (*Revised General Plan, Chapter 5, Lighting and the Night Sky*). The Retail Plan also specifies that all lighting should be designed to reduce glare and spillage of light onto adjoining properties and streets and that fixtures should be attractive site elements that are compatible with the architecture of the retail center (*Retail Plan, Design Guidelines, Signs and Lighting*). The proposed sign plan specifies that "signs illumination should be directional to illuminate the surface of the sign only or internally illuminated and shall not spill upward or reflect or cast glare onto adjacent properties or roadways" and that "ground-mounted light fixtures will be shielded and will use focused optic lenses to direct illumination only at the intended sign element .

***Staff recommends that the applicant commit to the proposed language pertaining to lighting included within the submitted sign plan.***

## **RECOMMENDATIONS**

The general concept of the updating the signage for the Ashburn Village Shopping Center appears to be consistent with the guidelines found in the Revised General Plan and the Retail Plan for unified graphic design. However, Community Planning staff is not able to support approval of the Zoning Modification request for an increase in the amount of signage proposed and an increase in size of the signs themselves. As the existing shopping center signage is adequately visible from the roadways and adjacent residential community, staff requests that the applicant reduce the height of the monument signs to be more human in scale, eliminate or reduce the number and size of the proposed signs, commit to the final colors and design of the signs, and commit to the use of lighting for signs that eliminates intrusive light trespass and light pollution within the development.

Staff would be happy to meet with the applicant to discuss these issues.

cc: Julie Pastor, AICP, Planning Director  
Cindy Keegan, AICP, Community Planning Program Manager, via e-mail

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COUNTY OF LOUDOUN

DEPARTMENT OF BUILDING AND DEVELOPMENT

MEMORANDUM

**DATE:** August 26, 2010  
**TO:** Stephen Gardner, Project Manager  
**FROM:** Brian Fish, Planner, Zoning Administration *BF*  
**CC:** Mark Stultz, Deputy Zoning Administrator



**CASE NUMBER AND NAME:** ZMOD-2008-0010, Ashburn Village Shopping Center  
Comprehensive Sign Plan – Conditions of Approval

<b>TAX MAP/MCPI:</b>	/62/E/3//70A1B	085-10-4384
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**ZONING COMENTS:**

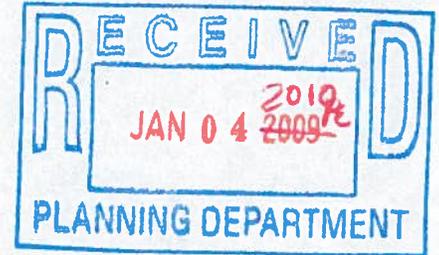
1. Zoning Staff has concerns regarding proposed Optional Condition #6, which would allow additional signs that are not a part of the Comprehensive Sign Plan. Allowing an unspecified number of signs which would be in addition to those approved as part of this application is contrary to the intent of a Comprehensive Sign Plan. If the Comprehensive Sign Plan is to be truly comprehensive, it should include all signs proposed for the subject properties.

COUNTY OF LOUDOUN

DEPARTMENT OF BUILDING AND DEVELOPMENT

MEMORANDUM

**DATE:** January 4, 2010  
**TO:** Stephen Gardner, Project Manager  
**FROM:** Brian Fish, Planner, Zoning Administration *BKF*  
**CC:** Mark Stultz, Deputy Zoning Administrator



**CASE NUMBER AND NAME:** ZMOD-2008-0010, Ashburn Village Shopping Center  
Comprehensive Sign Plan – 3<sup>rd</sup> Submission

<b>TAX MAP/MCPI:</b>	/62/E/3//70A1B	085-10-4384
	/62/E/3//70A1A	085-20-4208
	/62/E/370A1A1A	085-29-9611
	/62/E/5//70B1A	085-29-7520

**ZONING COMMENTS:**

1. Exhibit 7B, Directional Signs, On-Site – Please provide a maximum number of Directional Signs proposed for the site. In addition, Section 5-1202 (D)(7)(h) of the Ordinance states that these signs shall be located only where there is a change in direction and shall contain no advertising. Please add this requirement to the sign matrix in the 1993 Loudoun County Zoning Ordinance column.
2. Section 5-1202 (E)(3) requires that a request for sign modifications shall include the submission of a Comprehensive Sign Package that clearly addresses how the proposed requirements satisfy the public purpose to an equivalent degree. This package as submitted is not comprehensive in that it does not include all of the parcels within the PD-CC(CC) District.

COUNTY OF LOUDOUN

DEPARTMENT OF BUILDING AND DEVELOPMENT

MEMORANDUM

DATE: September 23, 2009

TO: Stephen Gardner, Project Manager

FROM: Brian Fish, Planner, Zoning Administration *BFF*

THROUGH: Mark Stultz, Deputy Zoning Administrator *MS*

CASE NUMBER AND NAME: ZMOD-2008-0010, Ashburn Village Shopping Center  
Comprehensive Sign Plan – 2<sup>nd</sup> Submission

TAX MAP/MCPI:	/62/E/3//70A1B	085-10-4384
	/62/E/3//70A1A	085-20-4208
	/62/E/370A1A1A	085-29-9611
	/62/E/5//70B1A	085-29-7520

After additional review Zoning staff has determined that the subject properties are zoned PD-H4 and are administered as PD-CC-CC (Planned Development – Commercial Center – Community Center) under the Revised 1993 Loudoun County Zoning Ordinance (“Ordinance”), pursuant to Section 4-106(A). This change does not impact the ability of the applicant to request any of the proposed Zoning Modifications, but will need to be reflected in the Comprehensive Sign Plan. The matrix needs to be revised to change the PD-CC(RC) designation to PD-CC(CC), and the Zoning Ordinance citations revised as follows:

1. Exhibit 1A: Will now be requesting modification of Section 5-1204(D)(3)(c).
2. Exhibit 1B: Will now be requesting modification of Section 5-1204(D)(3)(c).
3. Exhibit 2A: Will now be requesting modification of Section 5-1204(D)(3)(d).
4. Exhibit 2B: Will now be requesting modification of Section 5-1204(D)(3)(d).
5. Exhibit 2C: Will now be requesting modification of Section 5-1204(D)(3)(d).
6. Exhibit 2D: Will now be requesting modification of Section 5-1204(D)(3)(d).
7. Exhibit 2E: Will now be requesting modification of Section 5-1204(D)(3)(d).
8. Exhibit 2F: Will now be requesting modification of Section 5-1204(D)(3)(d).
9. Exhibit 4A: Will now be requesting modification of Section 5-1204(D)(3)(d).



**I. APPLICABLE ZONING ORDINANCE INFORMATION and CONFORMANCE:**

10. Exhibit 1A and 1B are both for PD-CC(CC) Entrance Signs. The Ordinance does not differentiate between primary and secondary Entrance Signs. Exhibit 1A and 1B need to be combined to reflect the proposed maximum of 5 Entrance Signs.
11. The applicant is requesting multiple Tenant Sign modifications (Exhibits 2A, 2B, 2C, 2D, 2E, and 2F). Provide a total maximum number of Tenant Signs for the site.
12. Exhibit 3A proposes modifications to two different sign types. The matrix only states the Ordinance requirements for one sign type. Revise the matrix to correctly show the Ordinance requirements.
13. Exhibit 3C proposes a sign type that is not listed in the Ordinance (“Restaurant Directional Signs”). Signs not listed or otherwise provided for in Section 5-1204(D) are not permitted. Remove these signs from the plan.
14. Exhibits 3A, 3B, 3C, 4A, 5A, 6A, and 6B all propose different sign types for the same locations. Only one sign type is permitted for each building pad – multiple signs cannot be approved for all locations. The applicant is requesting Restaurant, Child Care Center, Auto Service Station, and Tenant Signs for the same building pads. This needs to be revised.
15. Exhibit 7A, Community Directional Signs: Community Directional Signs may not contain specific business names because it is considered to be advertising, which is prohibited. Revise the proposed signs to delete specific business names.
16. Exhibit 7B proposes up to four Directional Signs for multiple building pads, which could potentially result in an excessive number of Directional Signs on the site. Provide a maximum number of Directional Signs proposed.
17. Revise Exhibit 8A to show the locations of proposed signs. Real Estate Signs may only be located on the actual land or structure which is for sale or lease. Provide a maximum number of Real Estate Signs proposed.
18. Temporary Signs are not permitted for commercial use. Balloons, banners, pennants, or inflated devices with the intent to draw attention to a place of business are not permitted, pursuant to Section 5-1202(A)(5) of the Ordinance. This requirement may not be modified. Remove the Temporary Signs proposed in Exhibit 9A.
19. Section 5-1202(E), Modification to Sign Regulations, states that a request for sign modifications shall include the submission of a Comprehensive Sign Package that clearly addresses how the proposed requirements satisfy the public purpose to an equivalent degree. The package as submitted is not comprehensive in that it does not include all of the parcels within the PD-CC(CC) District.
20. Section 5-1202(4) prohibits illuminated signs which reflect or cast glare, directly or indirectly, on any public roadway or adjacent property. The proposed Entrance Signs are proposed to be “internally or externally illuminated”. Please provide lighting details to demonstrate how these proposed signs will not reflect or cast glare onto the adjacent roadway / properties.

COUNTY OF LOUDOUN

DEPARTMENT OF BUILDING AND DEVELOPMENT

MEMORANDUM

**DATE:** January 15, 2009  
**TO:** Stephen Gardner, Project Manager  
**FROM:** Brian Fish, Planner, Zoning Administration   
**CC:** Mark Stultz, Deputy Zoning Administrator  
**CASE NUMBER AND NAME:** ZMOD-2008-0010, Ashburn Village Shopping Center  
Comprehensive Sign Plan

<b>TAX MAP/MCPI:</b>	/62/E/3//70A1B	085-10-4384
	/62/E/3//70A1A	085-20-4208
	/62/E/370A1A1A	085-29-9611
	/62/E/5//70B1A	085-29-7520

The above parcels total approximately 27.38 acres and are zoned PD-H4, administered as PD-CC-SC, under the Revised 1993 Loudoun County Zoning Ordinance ("Zoning Ordinance"). Staff has reviewed the referral materials that accompanied the December 11, 2008 Department of Planning Memorandum with regard to the above-referenced zoning modification to provide a comprehensive sign plan, and has the following comments:

**I. APPLICABLE ZONING ORDINANCE INFORMATION and CONFORMANCE:**

1. Exhibit 1: General Specification for Signs states that shielded lighting will be allowed on temporary signs. Lighting is not permitted on temporary signs; please revise accordingly.
2. Exhibit 5A, Child Care Center, only the freestanding Child Care Center sign may be illuminated; building mounted Child Care Center signs may not be illuminated. Please revise both the Matrix and Exhibit 5A to reflect this.
3. Page 22, Note #3 states that all signs may be illuminated. Real Estate and Temporary signs may not be illuminated. Please revise Note #3 to reflect this.
4. Exhibit 7B, Community Directional signs, on page 64 depicts a McDonalds drive-through sign as an example of a Community Directional sign. Community Directional signs may not contain advertising; the McDonalds sign shown on page 64 is considered a Restaurant sign. Please revise Exhibit 7B accordingly.
5. On Pages 17 and 68, Exhibit 8A - Real Estate – Commercial For-Sale Signs, Section 5-1204(D)(6)(c) is proposed to be modified to allow "1 sign per building face fronting on a public roadway or internal drive per office/retail building". This is excessive, as it could result in over 40 signs being permitted.

6. Section 5-1202(E), Modification to Sign Regulations, states that a request for sign modifications shall include the submission of a Comprehensive Sign Package that clearly addresses how the proposed requirements satisfy the public purpose to an equivalent degree. The package as submitted is not comprehensive in that it does not include all of the parcels in the PD-CC-SC district. Staff recommends the plan be revised to include all parcels within the PD-CC-SC district.
7. Section 5-1202(4) prohibits illuminated signs which reflect or cast glare, directly or indirectly, on any public roadway or adjacent property. The entrance signs (Exhibit 1A and Exhibit 1B) are proposed to be “internally or externally illuminated”. Please provide lighting details to show how these signs as proposed will not reflect or cast glare onto the adjacent roadway/property.

cc. *Marsha Keim, Zoning Permits*

**Important! The adopted Affidavit and Reaffirmation of Affidavit forms shall not be altered or modified in any way. Any form that is altered or modified in any way will not be accepted.**

**REAFFIRMATION OF AFFIDAVIT**

In reference to the Affidavit dated April 19, 2010  
(enter date of affidavit)

For the Application Ashburn Village Shopping Center CSP, with Number(s) ZMOD 2008-0010  
[enter Application name(s)] [enter Application number(s)]

I, Jeffrey A. Nein, do hereby state that I am an

- (check one)  Applicant (must be listed in Paragraph C of the above-described affidavit)
- Applicant's Authorized Agent (must be listed in Paragraph C of the above-described affidavit)

And that to the best of my knowledge and belief, the following information is true:

(check one)  I have reviewed the above-described affidavit, and the information contained therein is true and complete as of \_\_\_\_\_, or;  
(today's date)

I have reviewed the above-described affidavit, and I am submitting a new affidavit which includes changes, deletions or supplemental information to those paragraphs of the above-described affidavit indicated below:

(Check if applicable)

- Paragraph C-1
- Paragraph C-2
- Paragraph C-3
- Paragraph C-4(a)
- Paragraph C-4(b)
- Paragraph C-4(c)

WITNESS the following signature:

[Signature]  
check one:  Applicant or  Applicant's Authorized Agent

Jeffrey A. Nein, Senior Land Use Planner  
(Type or print first name, middle initial and last name and title of signee)

Subscribed and sworn before me this 11<sup>th</sup> day of August, 2010, in the State/Commonwealth of Virginia, in the County/City of Fairfax.

My Commission Expires: June 30, 2012

Notary Registration Number: 352199

435425 v3/RE



I, Jeffrey A. Nein, do hereby state that I am an

     Applicant

  X   Applicant's Authorized Agent listed in Section C.1. below

in Application Number(s): ZMOD 2008-0010

and that to the best of my knowledge and belief, the following information is true:

**C. DISCLOSURES: REAL PARTIES IN INTEREST AND LAND USE PROCEEDINGS**

**1. REAL PARTIES IN INTEREST**

The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS** and **LESSEES** of the land described in the application\* and if any of the forgoing is a **TRUSTEE\*\*** each **BENEFICIARY** of such trust, and all **ATTORNEYS**, and **REAL ESTATE BROKERS**, and all AGENTS of any of the foregoing.

All relationships to the persons or entities listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together (ex. Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc.) For a multiple parcel application, list the Parcel Identification Number (PIN) of the parcel(s) for each owner(s).

<i>PIN</i>	<i>NAME (First, M.I., Last)</i>	<i>ADDRESS (Street, City, State, Zip Code)</i>	<i>RELATIONSHIP (Listed in bold above)</i>
	Saul Holdings Limited Partnership - Brian (nmi) Downie	7501 Wisconsin Avenue, Suite 1500 Bethesda, MD 20814-6522	Applicant
085-20-4208 085-29-9611 085-29-7520	Ashburn Village Center LLC - Brian (nmi) Downie	7501 Wisconsin Avenue, Suite 1500 Bethesda, MD 20814-6522	Title Owner
085-10-4384	Chevy Chase Bank a division of Capital One, N.A.	1680 Capital One Drive McLean, VA 22102	Title Owner
	Land Design - Matt (nmi) Clark	200 South Peyton Street Alexandria, VA 22314	Agent

\* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

\*\* In the case of a TRUSTEE, list Name of Trustee, name of Trust, if applicable, and name of each beneficiary.

Check if applicable:

  X   There are additional Real Parties in Interest. See Attachment to Paragraph C-1.

**C. DISCLOSURES: REAL PARTIES IN INTEREST AND LAND USE PROCEEDINGS**

**1. REAL PARTIES IN INTEREST**

The following constitutes a listing of the names and addresses of all **APPLICANTS, TITLE OWNERS, CONTRACT PURCHASERS** and **LESSEES** of the land described in the application\* and if any of the foregoing is a **TRUSTEE\*\*** each **BENEFICIARY** of such trust, and all **ATTORNEYS**, and **REAL ESTATE BROKERS**, and all **AGENTS** of any of the foregoing.

All relationships to the persons or entities listed above in **BOLD** print must be disclosed. Multiple relationships may be listed together (ex. Attorney/Agent, Contract Purchaser/Lessee, Applicant/Title Owner, etc.) For a multiple parcel application, list the Parcel Identification Number (PIN) of the parcel(s) for each owner(s).

<i><b>PIN</b></i>	<i><b>NAME (First, M.I., Last)</b></i>	<i><b>ADDRESS (Street, City, State, Zip Code)</b></i>	<i><b>RELATIONSHIP (Listed in bold above)</b></i>
	Cooley LLP - Antonio J. Calabrese - Mark C. Looney - Colleen P. Gillis Snow - Jill Switkin Parks - Brian J. Winterhalter - Shane M. Murphy - John P. Custis - Jeffrey A. Nein - Molly M. Novotny - Ben I. Wales	11951 Freedom Drive, Suite 1500 Reston, VA 20190-5656	Agent/Attorney

\* In the case of a condominium, the title owner, contract purchaser, or lessee of 10% or more of the units in the condominium.

\*\* In the case of a TRUSTEE, list Name of Trustee, name of Trust, if applicable, and name of each beneficiary.

Check if applicable:

There are additional Real Parties in Interest. See Attachment to Paragraph C-1.

**2. CORPORATION INFORMATION** (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Ashburn Village Center, L.L.C., c/o Saul Centers, Inc., 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Saul Holdings Limited Partnership	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>
B. Francis Saul II	Chief Executive Officer
B. Francis Saul III	President
Scott V. Schneider	Vice President, Treasurer and Secretary

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION** (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Chevy Chase Bank, a division of Capital One, N.A., 1680 Capital One Drive, McLean, VA 22102

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:** (of Capital One, N.A.)

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Capital One, National Association	

**Names of Officers and Directors:** (of Capital One Financial Corporation)

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>
Richard D. Fairbank	Director
Edward R. Campbell	Director
W. Ronald Dietz	Director
Patrick W. Gross	Director
Gary L. Perlin	Director
Lynn Pike	Director
Pierre E. Leroy	Director
Bradford H. Warner	Director

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**Names of Officers and Directors (continued):**

<i>NAME</i> <i>(First, M.I., Last)</i>	<i>Title</i> <i>(e.g. President, Treasurer)</i>
Richard D. Fairbank	Chairman and Chief Executive Officer
Robert M. Alexander	Chief Information Officer
Jory A. Berson	Chief Human Resource Officer
Colin J. Ruh	Chief Financial Officer
John G. Finneran, Jr.	General Counsel and Corporate Secretary
Gary L. Perlin	Principal Accounting Officer
Lynn A. Pike	President, Banking
Peter A. Schnall	Chief Risk Officer
Ryan M. Schneider	President, Card
Sanjiv Yajnik	President, Financial Services

Check if applicable:

 There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION** (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Capital One, National Association, 1680 Capital One Drive, McLean, VA 22102

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Capital One Financial Corporation	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)**

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Capital One Financial Corporation, 1680 Capital One Drive, McLean, VA 22102

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

B.F. Saul Real Estate Investment Trust, 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
B.F. Saul Company	
Columbia Securities Company of Washington, D.C.	
Franklin Development Company, Inc.	
The Klinge Corporation	
Westminster Investing Corporation	
Chevy Chase Trust Holdings, Inc.	
Somerset Investment Corporation	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION** (see also Instructions, Paragraph B.3 above)

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**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Chevy Chase Trust Holdings, Inc., 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

**Names of Shareholders:**

<b>SHAREHOLDER NAME</b> <i>(First, M.I., Last)</i>	<b>SHAREHOLDER NAME</b> <i>(First, M.I., Last)</i>
Westminster Investing Corporation	

**Names of Officers and Directors:**

<b>NAME</b> <i>(First, M.I., Last)</i>	<b>Title</b> <i>(e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION** (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

B.F. Saul Company, 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
B. Francis Saul II	
All other shareholders own less than 10% of the Applicant/Title Owner.	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION** (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Columbia Securities Company of Washington, D.C., 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
B. Francis Saul II	
All other shareholders own less than 10% of the Applicant/Title Owner.	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION** (see also *Instructions, Paragraph B.3 above*)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Franklin Development Company, Inc., 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
No shareholder has an interest of 10% or more in the Applicant/Title Owner.	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION** (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

The Klingle Corporation, 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
No shareholder has an interest of 10% or more in the Applicant/Title Owner.	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)**

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Westminster Investing Corporation, 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Chevy Chase Property Company	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION** (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Somerset Investment Corporation, 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Westminster Investing Corporation	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION** (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Chevy Chase Property Company, 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
B. Francis Saul II	
All other shareholders own less than 10% of the Applicant/Title Owner.	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)**

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Saul Centers, Inc., 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<b>SHAREHOLDER NAME</b> <i>(First, M.I., Last)</i>	<b>SHAREHOLDER NAME</b> <i>(First, M.I., Last)</i>

**Names of Officers and Directors:**

<b>NAME</b> <i>(First, M.I., Last)</i>	<b>Title</b> <i>(e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)**

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Dearborn, LLC, 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Dearborn, LLC owns less than 10% of the Applicant/Title Owner	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)**

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Avenel Executive Park Phase II, LLC, 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Avenel Executive Park Phase II, LLC owns less than 10% of the Applicant/Title Owner	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION** (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, and if such corporation is an owner of the subject land, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

B.F. Saul Property Company, 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

**Names of Shareholders:**

<i>SHAREHOLDER NAME</i> <i>(First, M.I., Last)</i>	<i>SHAREHOLDER NAME</i> <i>(First, M.I., Last)</i>
B.F. Saul Property Company owns less than 10% of the Applicant/Title Owner	

**Names of Officers and Directors:**

<i>NAME</i> <i>(First, M.I., Last)</i>	<i>Title</i> <i>(e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION** (see also Instructions, Paragraph B.3 above)

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

Van Ness Square Corporation, 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

**Description of Corporation:**

There are 100 or fewer shareholders and all shareholders are listed below.

There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.

There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.

There are more than 500 shareholders and stock is traded on a national or local stock exchange.

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Van Ness Square Corporation owns less than 10% of the Applicant/Title Owner	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

**2. CORPORATION INFORMATION (see also Instructions, Paragraph B.3 above)**

The following constitutes a listing of the **SHAREHOLDERS** of all corporations disclosed in this affidavit who own 10% or more of any class of stock issued by said corporation, and where such corporation has 100 or fewer shareholders, a listing of all of the shareholders, **and if such corporation is an owner of the subject land**, all **OFFICERS** and **DIRECTORS** of such corporation. (Include sole proprietorships, limited liability companies and real estate investment trusts).

**Name and Address of Corporation:** (complete name, street address, city, state, zip code)

LandDesign, Inc., 200 South Peyton Street, Alexandria, VA 22314

**Description of Corporation:**

*There are 100 or fewer shareholders and all shareholders are listed below.*

*There are more than 100 shareholders, and all shareholders owning 10% or more of any class of stock issued by said corporation are listed below.*

*There are more than 100 shareholders but no shareholder owns 10% or more of any class of stock issued by said corporation, and no shareholders are listed below.*

*There are more than 500 shareholders and stock is traded on a national or local stock exchange.*

**Names of Shareholders:**

<i>SHAREHOLDER NAME (First, M.I., Last)</i>	<i>SHAREHOLDER NAME (First, M.I., Last)</i>
Peter R. Crowley	David W. Dederer
Stephen M. Jordan	Stephanie C. Powell
Edward M. Schweitzer	Brent (nmi) Martin
Martin A. Kocot	Gabriela (nmi) Canamar
Raymond R. Waugh	Matthew (nmi) Clark
Margaret M. Nealon	Stephanie (nmi) Pankiewicz
Dale C. Stewart	Rhett (nmi) Crocker
Richard J. Petersheim	Theron (nmi) Pickens
Kevin W. Vogel	Larry (nmi) Best
Dwight E. Kiser	

**Names of Officers and Directors:**

<i>NAME (First, M.I., Last)</i>	<i>Title (e.g. President, Treasurer)</i>

Check if applicable:

There is additional Corporation Information. See Attachment to Paragraph C-2.

### 3. PARTNERSHIP INFORMATION

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

**Partnership name and address:** (complete name, street address, city, state, zip)

Saul Holdings Limited Partnership, 7501 Wisconsin Avenue, Suite 1500, Bethesda, MD 20814-6522

(check if applicable) The above-listed partnership has no limited partners.

**Names and titles of the Partners:**

<i>NAME</i> <i>(First, M.I., Last)</i>	<i>Title</i> <i>(e.g. General Partner, Limited Partner, etc)</i>
Saul Centers, Inc.	General Partner
Dearborn, LLC	Limited Partner
Avenel Executive Park Phase II, LLC	Limited Partner
B.F. Saul Company	Limited Partner
B.F. Saul Property Company	Limited Partner
Van Ness Square Corporation	Limited Partner
Westminster Investing Corporation	Limited Partner
B.F. Saul Real Estate Investment Trust	Limited Partner

Check if applicable:

Additional Partnership information attached. See Attachment to Paragraph C-3.

**3. PARTNERSHIP INFORMATION**

The following constitutes a listing of all of the **PARTNERS**, both **GENERAL** and **LIMITED**, in any partnership disclosed in the affidavit.

**Partnership name and address:** (complete name, street address, city, state, zip)

Cooley LLP, 11951 Freedom Drive, Suite 1500, Reston, VA 20190

(check if applicable) The above-listed partnership has no limited partners.

**Names and titles of the Partners:**

<b><i>NAME</i></b> <b><i>(First, M.I., Last)</i></b>	<b><i>Title</i></b> <b><i>(e.g. General Partner, Limited Partner, etc)</i></b>
Jane K. Adams	Partner
Gian-Michele a Marca	Partner
Maureen P. Alger	Partner
Thomas R. Amis	Partner
Mazda K. Antia	Partner
Gordon C. Atkinson	Partner
Michael A. Attanasio	Partner
Jonathan P. Bach	Partner
Celia Goldwag Barenholtz	Partner
Frederick D. Baron	Partner
James A. Beldner	Partner

Check if applicable:

Additional Partnership information attached. *See Attachment to Paragraph C-3.*

NAME (First, M.I., Last)	Title (e.g. General Partner, Limited Partner, etc)	NAME (First, M.I., Last)	Title (e.g. General Partner, Limited Partner, etc)
Keith J. Berets	Partner	Sonya F. Erickson	Partner
Laura A. Berezin	Partner	Lester J. Fagen	Partner
Russell S. Berman	Partner	Brent D. Fassett	Partner
Connie N. Bertram	Partner	David J. Fischer	Partner
Laura Grossfield Birger	Partner	M. Wainwright Fishburn, Jr.	Partner
Elias J. Blawie	Partner	Daniel W. Frank	Partner
Barbara L. Borden	Partner	Richard H. Frank	Partner
Jodie M. Bourdet	Partner	Alison J. Freeman-Gleason	Partner
Wendy J. Brenner	Partner	William S. Freeman	Partner
Matthew J. Brigham	Partner	Steven L. Friedlander	Partner
Robert J. Brigham	Partner	Thomas J. Friel, Jr.	Partner
James P. Brogan	Partner	Koji F. Fukumura	Partner
Nicole C. Brookshire	Partner	James F. Fulton, Jr.	Partner
Alfred L. Browne, III	Partner	William S. Galliani	Partner
Matthew D. Brown	Partner	Stephen D. Gardner	Partner
Matthew T. Browne	Partner	Jon E. Gavenman	Partner
Robert T. Cahill	Partner	John M. Geschke	Partner
Antonio J. Calabrese	Partner	Kathleen A. Goodhart	Partner
Linda F. Callison	Partner	Lawrence C. Gottlieb	Partner
Christopher C. Campbell	Partner	Shane L. Goudey	Partner
Roel C. Campos	Partner	William E. Grauer	Partner
William Lesse Castleberry	Partner	Jonathan G. Graves	Partner
Lynda K. Chandler	Partner	Kimberley J. Kaplan-Gross	Partner
Dennis (nmi) Childs	Partner	Paul E. Gross	Partner
Ethan E. Christensen	Partner	Kenneth L. Guernsey	Partner
Samuel S. Coates	Partner	Patrick P. Gunn	Partner
Alan S. Cohen	Partner	Jeffrey M. Gutkin	Partner
Jeffrey L. Cohen	Partner	Zvi (nmi) Hahn	Partner
Thomas A. Coll	Partner	John B. Hale	Partner
Joseph W. Conroy	Partner	Andrew (nmi) Hartman	Partner
Jennifer B. Coplan	Partner	Bernard L. Hatcher	Partner
Carolyn L. Craig	Partner	Matthew B. Hemington	Partner
John W. Crittenden	Partner	Cathy Rae Hershcopf	Partner
Janet L. Cullum	Partner	John (nmi) Hession	Partner
Nathan K. Cummings	Partner	Gordon K. Ho	Partner
John A. Dado	Partner	Suzanne Sawochka Hooper	Partner
Craig E. Dauchy	Partner	Mark M. Hrenya	Partner
Wendy (nmi) Davis	Partner	Christopher R. Hutter	Partner
Renee R. Deming	Partner	Jay R. Indyke	Partner
Darren K. DeStefano	Partner	Craig D. Jacoby	Partner
Scott D. Devereaux	Partner	Chrystal N. Jensen	Partner
Jennifer Fonner DiNucci	Partner	Eric C. Jensen	Partner
Michelle C. Doolin	Partner	Mark L. Johnson	Partner
John C. Dwyer	Partner	Robert L. Jones	Partner
Eric S. Edwards	Partner		
Robert L. Eisenbach, III	Partner		

Check if applicable:

X Additional information for Item C-3 is included on an additional copy of page C-3.

NAME (First, M.I., Last)	Title (e.g. General Partner, Limited Partner, etc)	NAME (First, M.I., Last)	Title (e.g. General Partner, Limited Partner, etc)
Barclay J. Kamb	Partner	Timothy J. Moore	Partner
Richard S. Kanowitz	Partner	Webb B. Morrow, III	Partner
Jeffrey S. Karr	Partner	Howard (nmi) Morse	Partner
Scott L. Kaufman	Partner	Kevin P. Mullen	Partner
Sally A. Kay	Partner	Frederick T. Muto	Partner
Heidi (nmi) Keefe	Partner	Ryan (nmi) Naftulin	Partner
J. Michael Kelly	Partner	Stephen C. Neal	Partner
Kevin F. Kelly	Partner	Alison (nmi) Newman	Partner
Jason L. Kent	Partner	William H. O'Brien	Partner
Kristen D. Kercher	Partner	Thomas D. O'Connor	Partner
Charles S. Kim	Partner	Ian (nmi) O'Donnell	Partner
James C. Kitch	Partner	Vincent P. Pangrazio	Partner
Michael J. Klisch	Partner	Nikesh (nmi) Patel	Partner
Jason (nmi) Koral	Partner	Timothy G. Patterson	Partner
Barbara A. Kosacz	Partner	Amy E. Paye	Partner
Kenneth J. Krisko	Partner	Anne H. Peck	Partner
John S. Kyle	Partner	D. Bradley Peck	Partner
Mark (nmi) Lambert	Partner	Susan Cooper Philpot	Partner
John G. Lavoie	Partner	Benjamin D. Pierson	Partner
Robin J. Lee	Partner	Frank V. Pietrantonio	Partner
Natasha V. Leskovsek	Partner	Mark B. Pitchford	Partner
Shira Nadich Levin	Partner	Michael L. Platt	Partner
Alan (nmi) Levine	Partner	Christian E. Plaza	Partner
Michael S. Levinson	Partner	Lori R.E. Ploeger	Partner
Elizabeth L. Lewis	Partner	Thomas F. Poche	Partner
Michael R. Lincoln	Partner	Anna B. Pope	Partner
James C. T. Linfield	Partner	Marya A. Postner	Partner
David A. Lipkin	Partner	Steve M. Przesmicki	Partner
Chet F. Lipton	Partner	Seth A. Rafkin	Partner
Cliff Z. Liu	Partner	Frank F. Rahmani	Partner
Samuel M. Livermore	Partner	Marc (nmi) Recht	Partner
Douglas P. Lobel	Partner	Thomas Z. Reicher	Partner
J. Patrick Loofbourrow	Partner	Michael G. Rhodes	Partner
Mark C. Looney	Partner	Michelle S. Rhyu	Partner
Robert B. Lovett	Partner	John W. Robertson	Partner
Andrew P. Lustig	Partner	Julie M. Robinson	Partner
Michael X. Marinelli	Partner	Ricardo (nmi) Rodriguez	Partner
John T. McKenna	Partner	Richard S. Rothberg	Partner
Bonnie Weiss McLeod	Partner	Adam J. Ruttenberg	Partner
Mark A. Medearis	Partner	Thomas R. Salley, III	Partner
Daniel P. Meehan	Partner	Richard S. Sanders	Partner
Beatriz (nmi) Mejia	Partner	Glen Y. Sato	Partner
Erik B. Milch	Partner		
Keith A. Miller	Partner		
Robert H. Miller	Partner		
Chadwick L. Mills	Partner		
Brian E. Mitchell	Partner		
Patrick J. Mitchell	Partner		
Ann M. Mooney	Partner		

Check if applicable:

Additional information for Item C-3 is included on an additional copy of page C-3.

NAME (First, M.I., Last)	Title (e.g. General Partner, Limited Partner, etc)	NAME (First, M.I., Last)	Title (e.g. General Partner, Limited Partner, etc)
Martin S. Schenker	Partner	John H. Toole	Partner
Joseph A. Scherer	Partner	Robert J. Tosti	Partner
William J. Schwartz	Partner	Michael S. Tuscan	Partner
Audrey K. Scott	Partner	Edward Van Geison	Partner
John H. Sellers	Partner	Miguel J. Vega	Partner
Ian R. Shapiro	Partner	Erich E. Veitenheimer, III	Partner
Jordan A. Silber	Partner	Aaron J. Velli	Partner
Brent B. Siler	Partner	Robert R. Vieth	Partner
Gregory A. Smith	Partner	Lois K. Voelz	Partner
Colleen P. Gillis Snow	Partner	Kent M. Walker	Partner
Whitty (nmi) Somvichian	Partner	David A. Walsh	Partner
Mark D. Spoto	Partner	David M. Warren	Partner
Wayne O. Stacy	Partner	Mark B. Weeks	Partner
Neal J. Stephens	Partner	Steven K. Weinberg	Partner
Donald K. Stern	Partner	Mark (nmi) Weinstein	Partner
Michael D. Stern	Partner	Thomas S. Welk	Partner
Anthony M. Stiegler	Partner	Peter H. Werner	Partner
Steven M. Strauss	Partner	Christopher A. Westover	Partner
Myron G. Sugarman	Partner	Francis R. Wheeler	Partner
Christopher J. Sundermeier	Partner	Brett D. White	Partner
Ronald R. Sussman	Partner	Peter J. Willsey	Partner
C. Scott Talbot	Partner	Mark (nmi) Winfield-Hansen	Partner
Mark P. Tanoury	Partner	Nancy H. Wojtas	Partner
Philip C. Tencer	Partner	Jessica R. Wolff	Partner
Gregory C. Tenhoff	Partner	Nan (nmi) Wu	Partner
Michael E. Tenta	Partner	Babak "Bo" (nmi) Yaghmaie	Partner
Timothy S. Teter	Partner	Mavis L. Yee	Partner
		Kevin J. Zimmer	Partner
Ian B. Blumenstein	Partner		
Ronald S. Lemieux	Partner		

Check if applicable:

Additional information for Item C-3 is included on an additional copy of page C-3.

**4. ADDITIONAL INFORMATION**

- a. One of the following options **must** be checked:

In addition to the names listed in paragraphs C. 1, 2, and 3 above, the following is a listing of any and all other individuals who own in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Other than the names listed in C. 1, 2 and 3 above, no individual owns in the aggregate (directly as a shareholder, partner, or beneficiary of a trust) 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, or LESSEE of the land:

Check if applicable:

Additional information attached. *See Attachment to Paragraph C-4(a).*

- b. That no member of the Loudoun County Board of Supervisors, Planning Commission, Board of Zoning Appeals or any member of his or her immediate household owns or has any financial interest in the subject land either individually, by ownership of stock in a corporation owning such land, or though an interest in a partnership owning such land, or as beneficiary of a trust owning such land.

**EXCEPT AS FOLLOWS: (If none, so state).**

**NONE.**

Check if applicable:

Additional information attached. *See Attachment to Paragraph C-4(b).*

- c. That within the twelve-month period prior to the public hearing for this application, no member of the Loudoun County Board of Supervisors, Board of Zoning Appeals, or Planning Commission or any member of his immediate household, either individually, or by way of partnership in which any of them is a partner, employee, agent or attorney, or through a partner of any of them, or through a corporation (as defined in the Instructions at Paragraph B.3) in which any of them is an officer, director, employee, agent or attorney or holds 10% or more of the outstanding bonds or shares of stock of a particular class, has or has had any business or financial relationship (other than any ordinary customer or depositor relationship with a retail establishment, public utility, or bank), including receipt of any gift or donation having a value of \$100 or more, singularly or in the aggregate, with or from any of those persons or entities listed above.

**EXCEPT AS FOLLOWS: (If none, so state).**

**NONE.**

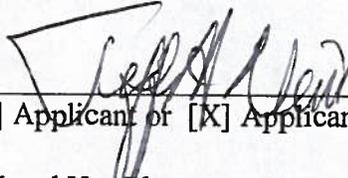
Check if applicable:

Additional information attached. *See Attachment to Paragraph C-4(c).*

**D. COMPLETENESS**

That the information contained in this affidavit is complete, that all partnerships, corporations (as defined in Instructions, Paragraph B.3), and trusts owning 10% or more of the APPLICANT, TITLE OWNER, CONTRACT PURCHASER, OR LESSEE of the land have been listed and broken down, and that prior to each hearing on this matter, I will reexamine this affidavit and provide any changed or supplemental information, including any gifts or business or financial relationships of the type described in Section C above, that arise or occur on or after the date of this Application.

WITNESS the following signature:

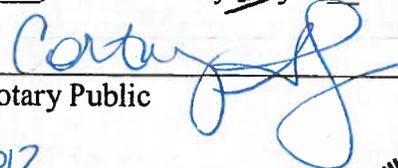


check one: [ ] Applicant or [X] Applicant's Authorized Agent

Jeffrey A. Nein, Senior Land Use Planner

(Type or print first name, middle initial and last name and title of signee)

Subscribed and sworn before me this 11th day of August, 2010, in the ~~State~~/Commonwealth of Virginia, in the County/City of Fairfax.

  
Notary Public

My Commission Expires: June 30, 2012



Jeffrey A. Nein, AICP  
(703) 456-8103  
jnein@cooley.com

BY HAND DELIVERY

March 2, 2010

Stephen Gardner  
Project Manager  
Loudoun County Department of Planning  
1 Harrison Street, SE, 3rd Floor  
Leesburg, VA 20177



**RE: ZMOD 2008-0010, Ashburn Village Shopping Center Comprehensive Sign Plan**

Dear Stephen:

This letter includes our response to the staff review comments we have received regarding the third submission of the sign plan application. Enclosed please find 5 copies of the revised sign plan, which includes a revised Statement of Justification. Please schedule this application for hearing before the Planning Commission.

The staff review comments are addressed below. Each agency's comments are set forth (noted in *italics*) and followed by our response.

**Zoning Administration, Department of Building and Development: Response to Two Comments dated January 4, 2010.**

1. *Exhibit 7B, Directional Signs, On-Site – Please provide a maximum number of Directional Signs proposed for the site. In addition, Section 5-1202 (D)(7)(h) of the Ordinance states that these signs shall be located only where there is a change in direction and shall contain no advertising. Please add this requirement to the sign matrix in the 1993 Loudoun County Zoning Ordinance column.*

Response: The maximum allowable number of directional signs (Type 7B) will be based upon the number of freestanding single-occupant buildings existing on the site at any particular time. The Comprehensive Sign Location Plan on page 19 illustrates eight such buildings; however, this number is subject to change over time, in the event the overall layout is revised. Each of these buildings would be allowed up to four Type 7B signs. The matrix has been revised to incorporate the requirements of Section 5-1202 (D)(7)(h), as requested.

2. *Section 5-1202 (E)(3) requires that a request for sign modifications shall include the submission of a Comprehensive Sign Package that clearly addresses how the proposed requirements satisfy the public purpose to an equivalent degree. This package as*

Stephen Gardner  
March 2, 2010  
Page Two

*submitted is not comprehensive in that it does not include all of the parcels within the PD-CC(CC) District.*

Response: As noted in our previous response to this comment, the owner of that parcel has declined to participate in this application. Applicant believes that owner's absence is not required for implementation of the proposed comprehensive sign plan. In any event, the single building on the absent parcel constitutes less than two percent of the overall existing building square footage in the shopping center, so its absence from the comprehensive sign plan would have no visual impact on the overall signage in the center. The signage on the absent parcel will remain subject entirely to the provisions of the 1993 ordinance.

**Community Planning, Department of Planning: Response to Seven Comments dated January 4, 2010.**

1. *Eliminating the freestanding sign and reducing the number of directional signs for the individual pad sites would be more consistent with the Retail Plan policies.*

*The application has been revised to clarify that a total of three building signs and one freestanding sign would be allowed for each pad site along with a total of four directional signs per site. Staff continues to recommend that one of the identification signs (building or freestanding) be eliminated. This issue has not been adequately resolved.*

Response: The proposed plan for Types 3A, 4A and 5A has been further revised to allow each of these pad site types no more than three identification signs, only one of which can be a freestanding sign.

2. *The Giant grocery store proposes a total of eight signs, three for Giant and five for subtenants. Five subtenant signs is excessive.*

*The application has been revised to clarify the number of sub-tenant signs, however the total number of signs for the Giant store has increased by one. Adding an additional sign does not reduce the visual clutter on the building façade. This issue has not been resolved.*

Response: Following the meeting with staff on January 27, 2010, the proposed Plan has been further revised to reduce the allowable number of sub-tenant signs to two and the allowable number of all signs to six. The revised building elevation on page 28 illustrates the spacing of these six signs.

Stephen Gardner  
March 2, 2010  
Page Three

3. *Staff questions the need for end cap units to have three buildings-mounted signs. The sign shown on the rear of the building could be eliminated.*

*The applicant continues to request three building-mounted signs for end cap units. When looking at the sign package as a whole (which includes a total of two per tenant building-mounted signs, one per tenant canopy sign, two second floor building signs, one per second floor tenant sign, and nine signs for the Giant store) adding additional signage to the building is excessive. This issue has not been resolved.*

Response: Applicant believes that it is not proposing to add additional endcap signage to the building. Typical endcap tenants are currently allowed up to three signs under the 1993 Ordinance. These tenants were allowed three signs under the 1972 Ordinance. Furthermore, this staff comment raises a very practical issue. Applicant has signed leases with numerous existing endcap tenants. Applicant would not have the authority under those leases to unilaterally agree with the County to reduce these tenants' sign rights.

4. *It is noted that some of the directional signs propose advertising which may not be allowed in the Zoning Ordinance even through modification. Staff defers to the Zoning Department on this issue. Further, the amount of directional signage proposed is unnecessary as a site visit by staff revealed that all buildings in the shopping center were adequately visible to both pedestrian and vehicular traffic.*

*The application has been revised to eliminate some of the proposed directional signs, limiting them to four per freestanding tenant. Staff continues to note that all of the buildings are highly visible throughout the site and four directional signs per individual pad sites would be unnecessary. Staff continues to recommend that the number of signs be reduced. This issue has not been adequately resolved.*

Response: The parking area associated with each freestanding single-occupant building abuts drive aisles and other parking areas in the center. These Type 7B signs are intended (and needed) to direct vehicles to the appropriate parking areas and drive aisles. They are not intended to enhance the visibility of buildings. Applicant believes that four is a reasonable maximum for the allowable number of Type 7B directional signs per pad site, and notes that the 1993 Ordinance does not place any restriction on the number of these signs.

5. *Clarification is needed as to the type of Real Estate signs being proposed. It appears that each in-line building would be allowed two monument style signs and each pad site allowed one monument style sign (fourteen signs). This is an excessive number of freestanding monument signs.*

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March 2, 2010  
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*The applicant clarified that six Real Estate freestanding monument signs are proposed. However, adding this to the amount of proposed freestanding monument signs for the entrances, (five are currently proposed) a total of eleven monument signs could encumber the perimeter of this retail center at any given time. Staff continues to recommend that the number of monument signs be reduced to avoid visual clutter. This issue has not been adequately addressed.*

Response: Applicant continues to believe that the appropriate and necessary number of real estate signs is six, to allow Applicant the opportunity to properly market its business. In fact, Applicant believes six signs might be the minimum number needed to effectively market the site, depending upon the market circumstances. Applicant has clarified its intended use of these signs, by adding a note to the proposed Plan stating that no more than three real estate signs could be erected along any public right-of-way frontage at any one time (please see pages 17 and 57).

- 6. The application is proposing that each tenant will have two flush-mounted building signs and one under the canopy sign. The application does not provide adequate justification as to the need for each tenant to have three signs.*

*The applicant continues to propose three signs per subtenant. When looking at the proposed building signage collectively (including first and second floor tenant signs, second floor building signs, end cap tenant signs, and under the canopy signs), the number and square footage of the signs per building is excessive. Staff recommends that only one flush-mounted tenant sign be permitted. This issue has not been adequately addressed.*

Response: Applicant continues to believe that it is proposing a reasonable number of allowable signs for in-line tenants.

- 7. An increase in signage for second floor tenants has also been requested. A general building identification sign is proposed along with a sign for each tenant on the second floor. Staff has concerns with the amount of signage proposed for the office portion of the building as it is unclear how many tenants could be located on the second floor. Signage should identify the building not each individual tenant.*

*The application has been revised to limit the number of tenant signs to four, and the number of building signs to two, which is three times the amount of signage allowed in the Zoning Ordinance. Staff continues to recommend that the number of signs be reduced. This issue has not been resolved.*

Response: To address this comment, Applicant has revised its proposed Plan to set a maximum total of six Type 2E and Type 2F signs on a building. Applicant believes that



Stephen Gardner  
March 2, 2010  
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the proposed allowable numbers of Type 2E and Type 2F signs is reasonable, and would not create visual clutter.

In summary, we believe this response letter and the revised sign plan fully address staff's review comments, and we request that the sign plan be scheduled for the next available Planning Commission public hearing.

Please do not hesitate to contact me if you have any questions or if you require any additional information.

Very truly yours,

Cooley Godward Kronish LLP

A handwritten signature in black ink, appearing to read "Jeffrey A. Nein". The signature is written over the printed name and title of the signatory.

Jeffrey A. Nein, AICP  
Senior Land Use Planner

cc: Brian Downie, Vice President, Saul Centers, Inc.

433000 v1/RE

Jeffrey A. Nein  
(703) 456-8103  
jnein@cooley.com

BY HAND DELIVERY

December 10, 2009

Stephen Gardner  
Project Manager  
Loudoun County Department of Planning  
1 Harrison Street, SE, 3rd Floor  
Leesburg, VA 20177



**RE: ZMOD 2008-0010, Ashburn Village Shopping Center Comprehensive Sign Plan**

Dear Stephen:

This letter includes our response to the staff review comments we have received regarding the second submission of the sign plan application. Enclosed please find 5 copies of the revised sign plan, which includes a revised Statement of Justification.

The staff review comments are addressed below. Each agency's comments are summarized (noted in *Italics*) and followed by our response.

**Zoning Administration, Department of Building and Development: Response to 20 comments dated 9/23/09.**

*1-9. After additional review Zoning staff has determined that the subject properties are zoned PD-H4 and are administered as PD-CC-CC (Planned Development – Commercial Center – Community Center) under the Revised 1993 Loudoun County Zoning Ordinance ("Ordinance"), pursuant to Section 4-106 (A). This change does not impact the ability of the applicant to request any of the proposed Zoning Modifications, but will need to be reflected in the Comprehensive Sign Plan. The matrix needs to be revised to change the PD-CC (RC) designation to PD-CC(CC), and the Zoning Ordinance citations revised as follows:*

- 1. Exhibit 1A: Will now be requesting modification of Section 5-1204(D)(3)(c).*
- 2. Exhibit 1B: Will now be requesting modification of Section 5-1204(D)(3)(c).*
- 3. Exhibit 2A: Will now be requesting modification of Section 5-1204(D)(3)(d).*
- 4. Exhibit 2B: Will now be requesting modification of Section 5-1204(D)(3)(d).*
- 5. Exhibit 2C: Will now be requesting modification of Section 5-1204(D)(3)(d).*
- 6. Exhibit 2D: Will now be requesting modification of Section 5-1204(D)(3)(d).*
- 7. Exhibit 2E: Will now be requesting modification of Section 5-1204(D)(3)(d).*
- 8. Exhibit 2F: Will now be requesting modification of Section 5-1204(D)(3)(d).*
- 9. Exhibit 4A: Will now be requesting modification of Section 5-1204(D)(3)(d).*

Response: The matrix has been revised to change the PD-CC(RC) designation to PD-CC(CC), and to revise the Zoning Ordinance citations accordingly.

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December 10, 2009  
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10. *Exhibit 1A and 1B are both for PD-CC(CC) Entrance Signs. The Ordinance does not differentiate between primary and secondary Entrance Signs. Exhibit 1A and 1B need to be combined to reflect the proposed maximum of 5 Entrance Signs.*

Response: The matrix and exhibits have been revised accordingly. The proposed primary and secondary entrance signs are now all set forth in one category and shown in Exhibit 1A.

11. *The applicant is requesting multiple Tenant Sign modifications (Exhibits 2A, 2B, 2C, 2D, 2E, and 2F). Provide a total maximum number of Tenant Signs for the site.*

Response: The total number of tenant signs of each type will depend upon the number of tenants in each category. The number of tenants in each category will vary from time to time, depending upon factors such as building locations and configurations, number of tenants and types of uses. Note number 11 has been added on page 22 of the plan to address this issue.

12. *Exhibit 3A proposes modifications to two different sign types. The matrix only states the Ordinance requirements for one sign type. Revise the matrix to correctly show the Ordinance requirements.*

Response: The matrix has been revised accordingly.

13. *Exhibit 3C proposes a sign type that is not listed in the Ordinance ("Restaurant Directional Signs"). Signs not listed or otherwise provided for in Section 5-1204(D) are not permitted. Remove these signs from the plan.*

Response: The plan has been revised to remove proposed sign type 3C.

14. *3A, 3B, 3C, 4A, 5A, 6A, and 6B all propose different sign types for the same locations. Only one sign type is permitted for each building pad – multiple signs cannot be approved for all locations. The applicant is requesting Restaurant, Child Care Center, Auto Service Station, and Tenant Signs for the same building pads. This needs to be revised.*

Response: Applicant intends that the signage at each one of these locations at any one time would depend upon the use in occupancy at that time. The comprehensive sign location plan on page 19 has been revised to clarify this intent.

15. *7A, Community Directional Signs: Community Directional Signs may not contain specific business names because it is considered to be advertising, which is prohibited. Revise the proposed signs to delete specific business names.*

Response: Sign type 7A has been deleted from the plan.

Stephen Gardner  
December 10, 2009  
Page Three

16. 7B proposes up to four Directional Signs for multiple building pads, which could potentially result in an excessive number of Directional Signs on the site. Provide a maximum number of Directional Signs proposed.

Response: In contrast to the proposed plan, the current ordinance places no limit on the number of permitted directional signs. Applicant believes that four directional signs per pad is not excessive.

17. Revise Exhibit 8A to show the locations of proposed signs. Real Estate Signs may only be located on the actual land or structure which is for sale or lease. Provide a maximum number of Real Estate Signs proposed.

Response: The plan has been revised to limit the number of 8A signs to six throughout the site at any one time.

18. Temporary Signs are not permitted for commercial use. Balloons, banners, pennants, or inflated devices with the intent to draw attention to a place of business are not permitted, pursuant to Section 5-1202(A)(5) of the Ordinance. This requirement may not be modified. Remove the Temporary Signs proposed in Exhibit 9A.

Response: Sign type 9A has been removed from the plan.

19. Section 51202(E), Modification to Sign Regulations, states that a request for sign modifications shall include the submission of a Comprehensive Sign Package that clearly addresses how the proposed requirements satisfy the public purpose to an equivalent degree. The package as submitted is not comprehensive in that it does not include all of the parcels within the PD-CC(CC) District.

Response: Applicant acknowledges that the owner of one small parcel within the shopping center has elected not to participate in this plan, but Applicant maintains that owner's absence does not alter the comprehensive nature of the proposed plan.

20. Section 5-1202(4) prohibits illuminated signs which reflect or cast glare, directly or indirectly, on any public roadway or adjacent property. The proposed Entrance Signs are proposed to be "internally or externally illuminated". Please provide lighting details to demonstrate how these proposed signs will not reflect or cast glare onto the adjacent roadway/properties.

Response: The requirements in Section 5-1202(4) are acknowledged. A sentence incorporating these requirements has been added to the sign specifications on page 23 of the plan. In each individual case, details illustrating compliance with these requirements would be submitted with the sign permit application.

Stephen Gardner  
December 10, 2009  
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**Community Planning Department of Planning: Response to Nine Comments dated July 15, 2009**

1. *According to the application, individual pad sites would be allowed to have up to three building-mounted signs, one freestanding signs, two drive-thru signs, and eight directional signs (total number not specified in the matrix, number based on aggregate square footage) for a total of fourteen signs. Eliminating the freestanding sign and reducing the number of directional signs would be more consistent with the Retail Plan policies.*

Response: Applicant intended to propose four directional signs per individual pad site, not eight. The plan has been revised to clarify that intent. By comparison, the 1993 Sign Ordinance does not limit the number of directional signs. Also, the two drive-thru menu signs are only proposed for restaurants. This is the same number as permitted under the 1993 Sign Ordinance. Applicant proposes up to three building-mounted signs and one freestanding sign. By comparison, the 1993 Sign Ordinance allows a total of three building-mounted and freestanding signs in any combination, so, while applicant is proposing to raise this total to four, applicant is also proposing to limit the number of freestanding signs to one. In summary, Applicant believes that its proposed plan properly addresses this staff concern, in part by proposing to reduce the number of allowable ground-mounted signs, as compared to the 1993 Sign Ordinance

2. *The drive-thru signs being proposed are five times larger that what is permitted in the Zoning Ordinance and they are not in scale with the buildings. Staff also questions the need for two drive-thru signs for each restaurant.*

Response: The proposed maximum sign size has been reset at 75 square feet, to be more consistent with existing drive-thru menu signage on the site. A second drive-thru menu sign promotes more efficient customer flow in the drive-thru lane. Many restaurants prefer using a second drive-thru menu sign precisely for this reason. Applicant notes that the 1993 Sign Ordinance permits two drive-thru menu signs per use.

3. *The Giant grocery store proposes a total of eight signs, three for Giant and five for subtenants. Five subtenant signs is excessive.*

Response: This tenant's prototypical sign criteria have been revised since this application was initially filed in 2008. Accordingly, the proposed signage in type 2A has now been revised to incorporate the tenant's current criteria. As revised, type 2A would only allow two subtenant signs. In addition, the revised criteria significantly reduce the total allowable aggregate square footage of all signs.

4. *Staff questions the need for end cap units to have three building-mounted signs. The sign shown on the rear of the building could be eliminated.*

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Page Five

Response: Applicant believes it is very important to retain the flexibility and ability to install a sign on any of three sides of an endcap space. As illustrated on the overall sign location plan, several of the existing endcaps face street frontages, site entrances and parking lots on three sides.

5. *It is noted that some of the directional signs propose advertising which may not be allowed in the Zoning Ordinance even through modification. Staff defers to the Zoning Department on this issue. Further, the amount of directional signage proposed is unnecessary as a site visit by staff revealed that all buildings in the shopping center were adequately visible to both pedestrian and vehicular traffic.*

Response: Sign types 3C and 7A have been removed from the plan.

6. *Clarification is needed as to the type of Real Estate signs being proposed. It appears that each in-line building would be allowed two monument style signs and each pad site allowed one monument style sign (fourteen signs). This is an excessive number of freestanding monument signs.*

Response: The plan has been revised to limit the number of type 8A signs to six anywhere on the site at any one time.

7. *The application proposes temporary signage in the form of balloons, banners, pennants and inflated devices which is prohibited in the Zoning Ordinance. Staff defers to the Zoning Department on this issue.*

Response: Sign type 9A has been removed from the plan.

8. *The application is proposing that each tenant will have two flush-mounted building signs and one under the canopy sign. The application does not provide adequate justification as to the need for each tenant to have three signs.*

Response: The 1993 Sign Ordinance allows three signs for each of these tenants. Applicant is not proposing to reduce that number.

9. *An increase in signage for second floor tenants has also been requested. A general building identification sign is proposed along with a sign for each tenant on the second floor. Staff has concerns with the amount of signage proposed for the office portion of the building as it is unclear how many tenants could be located on the second floor. Signage should identify the building not each individual tenant.*

Response: The plan has been revised to clarify that there would be a limit on the total number of signs allowed. Applicant believes that this clarification should address staff's concern.

At our meeting on October 21, 2009, we discussed a comparison between the number of signs of each type that would be allowed under Applicant's proposed plan, and the corresponding

Stephen Gardner  
December 10, 2009  
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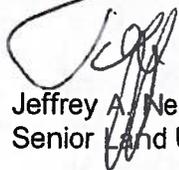
number of each type that would be allowed under the 1972 Zoning Ordinance (the 1972 Zoning Ordinance governed signs in this shopping center through June 2008). Under the 1972 Zoning Ordinance, each tenant in the center was allowed up to three individual signs. Under the proposed plan, the large majority of tenants would not be allowed more than three signs. Each endcap tenant, however, would be allowed one additional building-mounted sign (an under-canopy blade sign). Each pad building tenant would be allowed one additional sign, but, in return, would each pad building tenant would be limited to one freestanding sign. The anchor tenant, Giant, would be allowed signs consistent with its prototype criteria. Also, under the 1972 Zoning Ordinance, the center was allowed one freestanding project identification sign; under the 1993 Zoning Ordinance, it is allowed three such signs. Under the proposed plan, the center would be allowed two primary identification signs and three secondary identification signs, with one sign located at each of the five entrances to the center.

In summary, we believe this response letter and the revised sign plan fully address staff's review comments.

Please do not hesitate to contact me if you have any questions or if you require any additional information.

Very truly yours,

Cooley Godward Kronish LLP



Jeffrey A. Nein, AICP  
Senior Land Use Planner

cc: Brian Downie, Vice President, Saul Centers, Inc.

411108 v3/RE

Jeffrey A. Nein  
(703) 456-8103  
jnein@cooley.com

BY HAND DELIVERY

June 2, 2009

Stephen Gardner  
Project Manager  
Loudoun County Department of Planning  
1 Harrison Street, SE, 3rd Floor  
Leesburg, VA 20177



**RE: ZMOD 2008-0010, Ashburn Village Shopping Center Comprehensive Sign Plan**

Dear Stephen:

This letter includes our response to the staff review comments we have received regarding the initial submission of the sign plan application. Enclosed please find 5 copies of the revised sign plan, which includes a revised Statement of Justification.

The staff review comments are addressed below in chronological order. Each agency's comments are summarized (noted in *Italics*) and followed by our response.

**Zoning Administration, Department of Building and Development (comments dated 1/15/09)**

1. *Exhibit 1: General Specification for Signs states that shielded lighting will be allowed on temporary signs. Lighting is not permitted on temporary signs; please revise accordingly.*

The "Illumination" paragraph of Exhibit 1 on page 23 has been revised to omit the reference to temporary signs.

2. *Exhibit 5A, Child Care Center, only the freestanding Child Care Center sign may be illuminated; building mounted Child Care Center signs may not be illuminated. Please revise both the Matrix and Exhibit 5A to reflect this.*

We respectfully point out that the prohibition of illuminated building-mounted signs applies only within residential zoning districts. The Ashburn Village Shopping Center is administered as a commercial zoning district, as noted by Zoning staff, within the encompassing Ashburn Village PD-H4 district.

3. *Page 22, Note #3 states that all signs may be illuminated. Real Estate and Temporary signs may not be illuminated. Please revise Note #3 to reflect this.*

Note 3 on page 22 has been revised as requested.

Stephen Gardner  
June 2, 2009  
Page Two

4. *Exhibit 7B, Community Directional signs on page 64 depicts a McDonalds drive-through sign as an example of a Community Directional sign. Community Directional signs may not contain advertising; the McDonalds sign shown on page 64 is considered a Restaurant sign. Please revise Exhibit 7B accordingly.*

The restaurant drive-through sign example has been removed from former page 64 (now page 65) and has been added as an additional restaurant free-standing sign type, Exhibit 3C, on page 49 and in the sign matrix on page 15.

5. *On Pages 17 and 68, Exhibit 8A – Real Estate – Commercial For-Sale Signs, Section 5-1204(D)(6)(c) is proposed to be modified to allow “1 sign per building face fronting on a public roadway a public roadway or internal drive per office/retail building”. This is excessive, as it could result in over 40 signs being permitted.*

Former pages 17 and 68 (now pages 18 and 69, respectively) have been revised to limit the number of Exhibit 8A Real Estate Signs to no more than 2 for each in-line tenant building and to no more than 1 for each free-standing building.

6. *Section 5-1202(E), Modification to Sign Regulations, states that a request for sign modifications shall include the submission of a Comprehensive Sign package that clearly addresses how the proposed requirements satisfy the public purpose to an equivalent degree. The package as submitted is not comprehensive in that it does not include all of the parcels in the PD-CC-SC district. Staff recommends the plan be revised to include all parcels within the PD-CC-SC district.*

The owner of PIN 085-10-1282 has not responded to a request to be included in this sign plan application. It is noted that this parcel contains an existing restaurant that has its own signage.

7. *Section 5-1202(4) prohibits illuminated signs which reflect or cast glare, directly or indirectly, on any public roadway or adjacent property. The entrance signs (Exhibit 1A and Exhibit 1B) are proposed to be “internally or externally illuminated”. Please provide lighting details to show how these signs as proposed will not reflect or cast glare onto the adjacent roadway/property.*

An example of the external lighting fixture for ground-mounted signs is provided on page 74. The Applicant will work with staff on an appropriate condition of approval regarding the prevention of light trespass.

#### **Community Planning, Department of Planning (comments dated 1/20/09)**

##### ***Analysis***

*Signs. The shopping center is existing and is surrounded by the existing residential community of Ashburn Village. While an update of sign designs and materials may be appropriate, given the nature of this community serving retail center and its visible location in the neighborhood, increasing the number of signs would be excessive. Additionally, several of the proposed signs are much larger than the zoning ordinance permits and are not in scale with the overall*

Stephen Gardner  
June 2, 2009  
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*development. Therefore, staff does not support an increase in the number of signs or sign size as proposed for the buildings or for the pad sites.*

It is noted that the entrance signs, Exhibit 1A, proposed at the Gloucester Parkway and Ashburn Village Boulevard entrances are not as tall as the 15-foot height allowed by the Zoning Ordinance. Furthermore, the proposed area of these double-sided signs, 150 square feet, is consistent with the Zoning Ordinance restriction of 75 square feet per sign face (please see the Zoning Ordinance definition of "Sign, Area of" which states, in pertinent part "In the case of a sign where lettering appears back to back, that is, on opposite sides of a sign, the area of the sign will be considered that of only one side."). Only the proposed background structure of this sign type exceeds the Zoning Ordinance regulations and is justified because of the location of these signs along two four-lane divided roadways. The smaller entrance sign type, Exhibit 1B, proposed for the entrances on Christiana Drive fully complies with the Zoning Ordinance regulations.

Staff has noted that the existing buildings in the Ashburn Village Shopping Center have signage. Most, if not all, of this signage was approved under the 1972 Zoning Ordinance, which generally allowed each tenant to have 3 signs, the largest of which could be 60 square feet, and a total signage area of 100 square feet. Commercial signage under the Revised 1993 Zoning Ordinance has similar restrictions, although different standards apply to specific uses. In consideration to the 1972 signage standards and the extent of the existing signage on the Property, the Application has been revised to maintain a maximum of 100 square feet of sign area for Endcap tenants (Exhibit 2C), exclusive of the Under Canopy signs (Exhibit 2D). The sign plan clearly depicts the allowed location of all signs.

Similarly, the total amount of building mounted signage for restaurants, freestanding buildings, child care centers and gas stations (Exhibits 3A, 4A, 5A and 6A) has been scaled back to 100 square feet with the maximum area of any one sign reduced to 60 square feet, while continuing to allow the back-ground structures of monument signs for these free-standing uses to be up to 200 square feet.

*Staff recognizes the applicant's attempt to retain some design flexibility by not providing details except "for illustrative purposes only", but without such commitments and assurances, staff is not able to fully address the entire sign plan in relation to the guidelines found in the Revised General Plan and the Retail Plan for unified graphic design.*

Note 6 on page 22 has been revised to delete the "for illustrative purposes only" text. Also, the label "Graphics are interpretive and are subject to change" has been removed from all of the location maps.

Circulation, Parking and Loading. *Staff recommends that the applicant revise the application to reduce the number of signs to only those necessary to provide safe passage of vehicles and pedestrians to and from uses.*

The application has been revised to eliminate the three Exhibit 7A Community Directional Signs proposed on Christiana Drive. Please see the sign location map on page 64.

Stephen Gardner  
June 2, 2009  
Page Four

Lighting. Staff recommends that the applicant commit to the proposed language pertaining to lighting included within the submitted sign plan.

The Applicant will work with staff on an appropriate condition of approval regarding the prevention of light trespass.

We believe this response letter, the revised sign plan and the revised Statement of Justification address the remaining review comments.

Please do not hesitate to contact me if you have any questions or if you require any additional information.

Very truly yours,

Cooley Godward Kronish LLP



Jeffrey A. Nein, AICP  
Senior Land Use Planner

cc: Brian Downie, Vice President, Saul Centers, Inc.  
Shane M. Murphy, Esq., Cooley Godward Kronish LLP

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**ASHBURN VILLAGE SHOPPING CENTER COMPREHENSIVE SIGN PLAN**  
**Zoning Ordinance Modification Application, ZMOD 2008-0010**

**STATEMENT OF JUSTIFICATION**

**(Revised February 26, 2010)**

**INTRODUCTION**

Saul Holdings Limited Partnership (the "Applicant") is requesting zoning modifications ("ZMOD") of the sign standards of the Revised 1993 Zoning Ordinance (the "Zoning Ordinance") with respect to the planned development zoning district for the Ashburn Village Shopping Center. Specifically, this ZMOD application applies to the three parcels owned by Saul Holdings Limited Partnership (PIN: 085-29-7520, 085-29-9611 and 085-20-4208) and the parcel owned by Chevy Chase Bank FSB (PIN: 085-10-4384). The parcel currently occupied by the Burger King restaurant and owned by Tower Group LLC (PIN: 085-10-1282) is not included in this application.

This ZMOD addresses desired signage for project and tenant identification at the Ashburn Village Shopping Center. The proposed sign plan modifies the provisions of the Zoning Ordinance in terms of size, type and number of signs in order to achieve a coordinated signage program. By providing a comprehensive, coordinated and professionally designed sign program, the public purposes of the sign ordinance can be achieved without creating a sense of visual clutter.

**PROJECT LOCATION AND OVERVIEW**

Ashburn Village is a planned residential/mixed use community of approximately 1,507 acres located South of Harry Byrd Highway (Route 7), East of Claiborne Parkway (Route 659), North of Farmwell Road and West of Loudoun County Parkway. Ashburn Village is zoned PD-H3 and PD-H4 under the Revised 1993 Zoning Ordinance, but had been administered as PD-H24 under the 1972 Zoning Ordinance until June 16, 2008. As a result, the existing signage within Ashburn Village Shopping Center is consistent with the requirements of the 1972 Zoning Ordinance. This Application primarily requests modifications of the Zoning Ordinance that will allow future tenant signage to be consistent with the standards of the existing signage.

The Applicant desires to implement a Comprehensive Sign Plan as a means of coordinating needed signage for the marketing, development and operation of Ashburn Village Shopping Center. Approval by Loudoun County of this ZMOD is needed for the Applicant to achieve the desired coordination and consistency of signage.

The Applicant requests modifications to Section 5-1204(D) of the Zoning Ordinance with respect to: (a) maximum sign area, (b) maximum number of signs, (c) maximum area of any one sign,

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(d) permitted illumination, (e) height, (f) type of background or mounting and (g) type of sign. The specific portions of the sign requirements matrix that are proposed for modification are as follows:

Commercial/Office Signs

- Section 5-1204(D)(3)(c): Entrance Signs
- Section 5-1204(D)(3)(d): Tenant Signs
- Section 5-1204(D)(3)(r): Auto Service Station
- Section 5-1204(D)(3)(v): Child Care Center
- Section 5-1204(D)(3)(bb): Restaurant (freestanding building up to 4,000 sq.ft.)
- Section 5-1204(D)(3)(cc): Restaurant (freestanding building over 4,000 sq.ft.)
- Section 5-1204(D)(3)(ee): Restaurant Drive-Through Menu
- Section 5-1204(D)(3)(ii): Business Signs

Real Estate Signs

- Section 5-1204(D)(6)(c): Commercial For Sale Signs

Miscellaneous Signs

- Section 5-1204(D)(7)(h): Directional Signs, On-Site

The above referenced modification requests are summarized in a table, which is included as part of the Applicant's plans. The plan also includes a chart summarizing the proposed locations, sizes and numbers of signs proposed as part of this ZMOD, as well as examples of each proposed sign.

**JUSTIFICATION**

The Applicant desires to implement the proposed Comprehensive Sign Plan to allow for a unified theme and coordinated style of signage within the Ashburn Village Shopping Center. As noted above, the public purposes of the sign ordinance are to regulate the number of signs and their sizes in order to minimize visual clutter, reduce sign pollution and prevent signs from being the dominant feature of the landscape. Signs in a planned mixed-use community serve the public purpose by efficiently directing residents and visitors to the amenities and commercial areas of the development, while providing identification for the community and communicating a sense of place. To serve this purpose, signs must be visible to the driving public, properly located to enable them to make turns in a timely fashion and not impede through-traffic as a result of difficulties in reading signs or locating their destination.

The Zoning Ordinance does not offer sufficient flexibility to establish the type of signage needed for the operation and identification of uses and facilities in a large center like Ashburn Village Shopping Center. Accordingly, the Applicant has developed a specific sign package that offers such flexibility of signage. The proposed ZMOD also provides for both permanent and temporary signage. Permanent signage is comprised of community identification and amenities signs (informational signs) and business signs. Temporary signage is primarily limited to construction and real estate signs;

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however some informational signs are also temporary. With few exceptions, all of the proposed signs meet the current standards for individual sign area and height, and all signs will comply with the current setback requirements.

The proposed Comprehensive Sign Plan would put in place a unified plan to control the style, color, materials and locations of all signs for the ZMOD application properties in the Ashburn Village Shopping Center - an important design and aesthetics consideration that is not addressed by the sign regulations of the Zoning Ordinance.

**CONCLUSION**

For the reasons stated herein, the proposed Comprehensive Sign Plan improves upon and exceeds the public purpose of the existing sign regulations.

**PLANNING COMMISSION ISSUES REGARDING  
COMPREHENSIVE SIGN PLANS**

The following discussion is based on the guidelines adopted by the Planning Commission in March 1999 to assist in the evaluation of Comprehensive Sign Plans

**Criterion 1:** *Will the number, location and size of signs proposed adequately help people find what they need without difficulty and confusion: (Are the signs visible to the driving public and located and sized to enable the public to make turns in a timely manner? Identify the criteria used to make this assessment, such as sign industry standards, etc. Is the modification the least amount needed to meet these criteria?)*

The proposed sign plan will accomplish this objective. The signs are and will be located to adequately help people find the commercial centers and its occupants without difficulty or confusion. Varying letter sizes and styles on the signs are designed to be noticed and read from vehicles to enable the public make turns in a timely manner.

**Criterion 2:** *Will the proposed signage have an adverse impact on the visual character of an area or provide an overload of graphic messages or displays in the environment of Loudoun County?*

The proposed signs are internal to the Ashburn Village Shopping Center and the unified style will be an attractive addition to the area.

**Criterion 3:** *Does the proposed signage treat similar types of signs consistently?*

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The proposed sign plan is a unified and coordinated program that employs a common theme and treats similar types of signs consistently.

Criterion 4: *Are the proposed signs subordinate to the structures and land use functions they reference and are they accessory components of an overall composition of architectural elements?*

The proposed signs are subordinate to the structures and land use functions and reflect the architectural theme of the community elements.

Criterion 5: *Does the proposed signage encourage the general attractiveness, historic quality, and unique character of Loudoun County, and protect property values?*

The proposed signage emphasizes natural elements indicative of Loudoun County's history and will protect property values.

Criterion 6: *Does the proposed signage represent a comprehensive sign plan that is coordinated/unified, in terms of design, lighting, materials, colors, landscaping, etc., which reflects unique character of the planned development?*

The proposed sign plan is coordinated and complements the architectural theme of the Ashburn Village community.

Criterion 7: *Does the site have unusual characteristics such as topography, size, configuration and the like which would warrant a modification?*

Ashburn Village is a large mixed-use community with a variety of commercial employment, residential and public areas that warrant the requested modifications. The proposed sign plan will ensure that all signage subject to the plan will be coordinated and will provide desirable continuity throughout the community.

Criterion 8: *Is the proposed sign plan in conformance with the policies of the County's Comprehensive Plan?*

The proposed sign plan supports the goals and policies of the County's Comprehensive Plan by: (i) providing attractive, coordinated and unified signage that enhances the community; and (ii) promoting safe and efficient movement and direction of vehicular and pedestrian traffic.

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**MATTERS FOR CONSIDERATION**

**1993 ZONING ORDINANCE SECTION 6-1211(E)**

Matter 1. *Whether the proposed zoning district classification is consistent with Comprehensive Plan.*

The Property is subject to the Revised General Plan's Suburban Policy Area land use recommendations. In particular, the Property is designated as Residential.

Matter 2. *Whether there are any changed or changing conditions in the area affected that make the proposed rezoning appropriate.*

It is important for Ashburn Village Shopping Center to implement a unified signage system to identify the commercial uses and to direct visitors to the uses.

Matter 3. *Whether the range of uses in the proposed zoning district classification are compatible with the uses permitted on other property in the immediate area.*

The proposed signs will be unique to the Ashburn Village Shopping Center and will not adversely impact adjacent uses.

Matter 4. *Whether adequate utility, sewer and water, transportation, school and other facilities exist or can be provided to serve the uses that would be permitted on the property if it were rezoned.*

Not applicable to this application.

Matter 5. *The effect of the proposed rezoning on the County's ground water supply.*

Not applicable to this application.

Matter 6. *The effect of uses allowed by the proposed rezoning on the structural capacity of the soils.*

Not applicable to this application.

Matter 7. *The impact that the uses that would be permitted if the property were rezoned will have upon the volume of vehicular and pedestrian traffic safety in the vicinity and whether the proposed rezoning uses sufficient measures to mitigate the impact of through construction traffic on existing neighborhoods and school areas.*

The proposed signs will be designed to located to effectively and efficiently guide vehicular traffic and pedestrians to their intended destinations. The directional signage will facilitate the safe movement of all traffic.

Matter 8. *Whether a reasonably viable economic use of the subject property exists under the current zoning.*

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Not applicable to this application.

Matter 9. *The effect of the proposed rezoning on the environment or natural features, wildlife habitat, vegetation, water quality and air quality.*

Not applicable to this application.

Matter 10. *Whether the proposed rezoning encourages economic development activities in areas designated by the Comprehensive Plan and provides desirable employment and enlarges the tax base.*

The proposed signs will add to the attractiveness of the Ashburn Village Shopping Center and will enhance its economic activities and viability.

Matter 11. *Whether the proposed rezoning considers the needs of agriculture, industry and businesses in future growth.*

Not applicable to this application.

Matter 12. *Whether the proposed rezoning considers the current and future requirements of the community as to land for various purposes as determined by population and economic studies.*

Not applicable to this application.

Matter 13. *Whether the proposed rezoning encourages the conservation of properties and their values and the encouragement of the most appropriate use of land throughout the County.*

Not applicable to this application.

Matter 14. *Whether the proposed rezoning considers trends of growth or changes, employment, and economic factors, the need for housing, probable future economic and population growth of the County, and the capacity of existing and/or planned public facilities and infrastructure.*

Not applicable to this application.

Matter 15. *The effect of the proposed rezoning to provide moderate housing by enhancing opportunities for all qualified residents of Loudoun County.*

Not applicable to this application.

Matter 16. *The effect of the rezoning on natural, scenic, archaeological, or historic features of significant importance.*

Not applicable to this application