SILVER DISTRICT WEST

REZONING, SPECIAL EXCEPTION AND
MINOR SPECIAL EXCEPTION APPLICATION

STATEMENT OF JUSTIFICATION

ZMAP-2013-0006, SPEX-2016-0027, SPEX-2016-0028, SPEX-2016-0029, SPEX-2016-0030, SPEX-2016-0031 and SPMI-2016-0008

July 13, 2016

I. INTRODUCTION

The extension of the Silver Line into Loudoun County is scheduled to be complete in 2020, providing a direct connection from Loudoun County to Reston, Tysons Corner, Arlington and Washington DC. Completion of the Silver Line, and the opening of the Ashburn and Loudoun Gateway Metro stations, provides a once-in-a-lifetime opportunity to create walkable, sustainable centers, where people can live work, play and be engaged with their surroundings.

S A Associates South, LLC (the "Applicant") intends to develop Silver District West across 161 acres. Silver District West is envisioned as a vibrant, transit-oriented community located between the Ashburn and Loudoun Gateway stations. The Applicant has reviewed the ULI Tap Panel recommendations and scenarios prepared by the County's consultants to create a synergistic masterplan for Silver District West. In implementing the masterplan the Applicant will draw on experiences gained through the development of the multi-award winning Brambleton community and will create a unique identity for Silver District West and a community, like Brambleton, that it is served by a variety of high-quality and attractive community facilities, amenities and gathering places, all of which are connected by a comprehensive pedestrian system.

The Applicant has closely monitored the progress of the Dulles Corridor Metrorail Project as it extends the Silver Line into Loudoun County and the steps taken by the County to update its Comprehensive Plan to recommend development patterns, land uses and densities appropriate for areas surrounding the Ashburn and Loudoun Gateway stations. It hopes that the submission of this rezoning application prior to the completion of the County's Silver Line Comprehensive Plan Amendment ("CPAM") process will inform and facilitate its preparation and help to ensure the County can meet its financial responsibilities toward the funding of the Silver Line project.

The application property is located on the west side of the Dulles Greenway, south of Ashburn station and west of the Loudoun Gateway station. It is more particularly identified as PINs 089-17-9862, 089-27-5311, 089-26-7927 and 090-38-7633 (the "Property").

This application was initially submitted in 2013 and included 122 acres located south of Loudoun County Parkway. The Applicant seeks to amend the proposal, and include additional land north of Loudoun County Parkway. As discussed below, the application now also proposes the rezoning of land currently zoned PD-TRC, pursuant to proffers approved with ZMAP 2005-

0041, to PD-TRC district. In doing so, the Applicant can propose a coordinated concept plan and proffered commitments for the Property as a whole.

II. BACKGROUND

A. Zoning History

The Property is subject to two rezoning approvals: ZMAP 1990-0015 (Loudoun Parkway Center); and ZMAP 2005-0041 (Dulles Parkway Center II). Loudoun Parkway Center was approved in 1993 and rezoned 409 acres surrounding the Dulles Greenway and Loudoun County Parkway interchange to the PD-IP (Planned Development–Industrial Park) and PD-OP (Planned Development–Office Park) and PD-H30 zoning districts. The portion of the Property to the south of Loudoun County Parkway was included in this application and was rezoned to the PD-IP and PD-OP zoning districts, generally consistent with the Keynote Employment recommend uses under the County's Comprehensive Plan. Unfortunately, despite the Property's prominent location, the market has not supported its development with the uses approved.

In 2007 the Board of Supervisors approved the Dulles Parkway Center rezoning, which included the portion of the Property to the north of Loudoun County Parkway. With the anticipation of Metrorail's arrival to Loudoun, the application rezoned approximately 40 acres from PD-OP and PD-IP to the PD-TRC (Planned Development–Transit Related Center) zoning district in order to develop a mixed-use community. The rezoning permitted up to 600,000 square feet of office and retail uses at an overall average FAR of up to 0.34 and 624 multi-family dwellings at an overall density of 15.5 dwelling units per acre.

The Applicant now seeks to unify the approvals and develop the Property as one coordinated and integrated community. This vision will allow important coordination between grid streets, pedestrian and bicycle connections, building design, community amenities and open spaces.

B. Extension of Metrorail to Loudoun County

In July 2012, the Board of Supervisors voted in favor of the Silver Line extension to Loudoun County. In making this decision, the Board committed the County to contributing over $270 Million toward the funding of the second phase of the Silver Line project, which is anticipated to have a total cost of around $2.7 Billion. To generate the additional tax revenues needed to meet the County's funding commitment, the Board of Supervisors adopted Dulles Metrorail Service Districts around the planned Metro stations. The districts provide for an additional real property tax of up to $0.20 per $100 assessed property value.

III. COMPREHENSIVE PLAN

A. Existing Comprehensive Plan Recommendations

The Property is located within the Ashburn community in the Suburban Policy Area under the Revised General Plan. It is planned for Keynote Employment uses and is within a Special Activities overlay due to its proximity to the Ashburn station. The Comprehensive Plan, as currently adopted, envisions Transit-Oriented Development (TOD) around the Ashburn station, which will be comprised of an Inner Core (which extends for

approximately ¼ mile from the station) and an Outer Core (which extends between ¼ and ½ mile from the station. Further out, a Transit Supportive Area (TSA) extends up to 1 mile from the station. The Moorefield Station and Loudoun Station TODs have been approved for the area immediately surrounding the Ashburn station.

B. Silver Line CPAM Background

As discussed above, the County has adopted Service Districts around the planned stations to help generate funds needed to pay Loudoun's commitment to the Silver Line project. To ensure that appropriate and marketable uses can be developed in the Service Districts, the County initiated a Silver Line/Metrorail Tax District CPAM with the aim of evaluating the development potential of land within the Service Districts. More specifically, the intent of CPAM was to ensure achievement of the desired balance between 1) prompt realization of tax revenues to support future Metrorail operations, 2) maximizing future employment generation, 3) achieving the desired land use pattern, and 4) minimizing demands on the County's transportation infrastructure.

As part of the CPAM process the County has commissioned several studies and reports by independent consultants, including a Market Analysis and Best Practices Study, and a Scenario Planning Study. Together with input from stakeholders, the findings from these studies were used to inform a 'Consultant Recommended Development Scenario' for the CPAM process, which was published in December 2015. This document sets out a wide-range of findings and suggested policies important for the creation of a Comprehensive Plan amendment for the station areas, including the following:

- Market conditions through 2040 do not support significant or widespread development activity for the study area if Loudoun County continues supporting low density, single-use keynote employment. Provide for new opportunities to encourage future development and increase taxable values.

- Over 9,700 new residential units are required in the CPAM study area, beyond those already constructed or with current zoning approval.

- Ensure that preferred development types, location, patterns and intensities maximize tax revenues in the Dulles Metrorail Service Districts.

- Places should be created that attract seniors, young families and single professionals looking to live work and play in a 24/7 community.

- Incorporate public schools and other County facilities will be needed to accommodate new residential development.

- Allow flexibility for development proposals to take advantage of near-term market opportunities and interim uses.

- Gathering places in major activity centers should promote a variety of social events and activities; including summer concerts, children's events, talking, playing, people-watching or simply enjoying time alone in the company of others.

- Focus development into compact, high-density and mixed-use activity centers.

- Locate the highest densities and mix of uses near Metrorail stations.

- Offer new urban multifamily housing options where buildings are oriented toward a vibrant street.

- Prohibit single-family detached housing.

- Keep a significant portion of the study area green, including natural areas, large tree stands, floodplains, community parks, etc. and link green areas using pedestrian and bicycle connections.

- Bring community members together with a series of public spaces.

- Provide several transit mode choices to move people around.

- Design a street system that follows grid patterns.

The Consultant Recommended Development Scenario includes a growth concept map for the station areas. It shows the northern portion of the Property, identified as Land Bays A and B on the Concept Development Plan ("CDP") submitted with this application, as a high-priority growth area for uses supporting walkable, mixed-use urban development principles. The portion of the Property south of Loudoun County Parkway, identified on the CDP as Land Bays C through H, is shown as a mixed-use community.

C. Silver Line Small Area Plan

In March 2016, the Board of Supervisors initiated a CPAM for the creation of a Silver Line Small Area Plan ("SAP"). The Silver Line SAP will create a stand-alone document with specific land use policies for the area surrounding the Loudoun Gateway and Ashburn stations. The Applicant believes that the SAP is unlikely to include the ¼ mile and ½ mile distances from the Metro stations that are the basis of current Comprehensive Plan recommendations for the station areas. Staff anticipates Board adoption of the SAP in November 2016. As discussed above, the Applicant believes that the submission of this rezoning application prior to the adoption of the SAP can facilitate and inform the SAP process.

IV. DEVELOPMENT PROPOSAL

Using information included in the Consultant Recommended Development Scenario the Applicant has spent several months considering and refining design concepts for the Property. To ensure a high-quality in site planning befitting the Property's important location, the Applicant commissioned the international architecture and planning firm, Lessard Design, to create a masterplan. The proposed masterplan vision is shown on Sheets 17 and 18 of the CDP.

Consistent with other development projects surrounding the Ashburn station, the Applicant envisions the Property being developed under the PD-TRC zoning district. The PD-TRC district regulations were established to provide for developments with a compatible mixture of commercial uses and high density housing and supporting uses in compact, pedestrian-oriented centers. Consistent with the PD-TRC district regulations, the application proposes an Inner Core, an Outer Core and a Transit-Designed Supportive Area (TD-SA).

A. Inner Core

The Inner Core is shown on Sheet 17 of the CDP and is also referred to as Land Bay A. It is bound to the east by the Greenway and to the south by the edge of the Moorefield Station project, creating a narrow land area.

The Inner Core has been designed to be generally consistent with the boundary of the Inner Core approved for Moorefield Station and with the Inner Core approved for the Property under ZMAP 2005-0041. It will include up to 660 multi-family dwelling units, open space, recreation areas and approximately 25,000 square feet of community serving retail floor space. The Applicant acknowledges an expectation for residential buildings in the Inner Core to include a mix of uses, such as residential units above ground floor retail space. However, due to the configuration of the Inner Core and its limited public street frontage, it would not be possible to commit to a retail or other commercial element within these buildings. Instead, the Applicant proposes retail space in the Inner Core around an existing SWM facility/lake. This provides the opportunity to create a unique focal point for the Inner Core (see Sheet 17). In addition to retail space, plaza and lawn areas will be developed around the lake, together providing an important feature where residents and employees can recreate, meet and socialize.

B. Outer Core

As shown on Sheet 17, the Outer Core will include the balance of the Property located north of Loudoun County Parkway and is identified on the CDP as Land Bay B.

The Applicant's concept for the Outer Core will provide an important mix of residential unit types. Consistent with the recommendations from the Consultant Recommended Development Scenario, these units will meet the needs and requirements of seniors, young families and single professionals. The Inner Core will include a range of multi-family homes, including two over two units of varying sizes, and more typical multi-family units in buildings proposed to adjacent to existing hotels to the south.

C. Transit-Designed Supportive Area

The portion of the Property to the south of Loudoun County Parkway is proposed as a TD-SA. It is bound to the north by Loudoun County Parkway, to the east by the Dulles Greenway and Broad Run, to south by the Broad Run and to the west by existing residential uses within the Westwind Farms community. Barrister Street has been partly constructed through the Property and is planned to continue across the eastern Property boundary before crossing the Dulles Greenway and providing an important connection to Shellhorn Road and the Loudoun Gateway station.

Consistent with the Consultant Recommended Development Scenario, the southern portion of the Property has been designed as a mixed-use community. It has been planned to include a core area or town center in Land Bay C, which will contain the highest densities and provide ground floor retail space, a hotel and up to 1,453 multi-family units. These uses will be served by a grid of streets.

Densities are proposed to reduce around the edges of the TD-SA in Land Bays D, E, F, G and H. Land Bay D, on the eastern edge of the TD-SA will include up to 350 two

over two multi-family units. Land Bays G and H, located on the western edge of the TD-SA and adjacent to existing Westwind Farms community will contain up to 390 single family attached units of ranging sizes. To the south of Barrister Street, in Land Bay F, the Applicant proposes two public use sites. From experiences gained in the development of Brambleton, the Applicant is aware of the need to provide attractive and accessible public facilities within a community. The proposed sites are anticipated to accommodate a public elementary school and a public library. This school location is consistent with a site generally identified for a public school by the Consultant Recommended Development Scenario. The Applicant looks forward to discussing these sites with Loudoun County Public Schools and County Staff.

The masterplan proposes additional commercial floor space on the eastern edge of the TD-SA, in Land Bays D and E. As depicted on Sheet 18, an automobile service station or convenience store with accessory gas pumps, is proposed on the north side of Barrister Street in Land Bay D. In light of the amount of vehicle trips that will be generated from throughout the County to the Ashburn and Loudoun Gateway stations, the Applicant believes an automobile service station will be an important component of the Property's development. An office building is proposed in Land Bay E on the south side of Barrister Street. In its proposed location, the office building will be accessible from both the Ashburn and Loudoun Gateway Stations and will have important visibility from the Dulles Greenway. The remainder of Land Bay E will include attractive and natural open space.

V. CONFORMANCE WITH PD-TRC DISTRICT OBJECTIVES

In proposing a PD-TRC zoning district for the Property, it is important to consider the proposal against the following specific objectives of the PD-TRC district.

1. Provide a pedestrian-scale development containing residential, commercial, public, and employment uses;

Silver District West will include a range of residential and commercial uses. However, the Applicant believes that a limited amount of commercial office and employment floor space can be absorbed by the Property in light of the commercial floor space currently available and planned at other existing centers at Silver Line stations (including Arlington, Tysons Corner, Reston and Herndon) and the amount of commercial floor space approved at Moorefield Station and Loudoun Station. Over 9 million square feet of commercial floor space is approved for Moorefield Station and over 1 million square feet of office space is approved for Loudoun Station. The Applicant, therefore, believes the Property can focus on accommodating some of the over 9,700 new homes identified as being required in the station areas by the Consultant Recommended Development Scenario. Furthermore, by providing the mix of uses and mix of unit types proposed, the Applicant believes it will ensure the project will allow important tax revenues to be generated, thus helping the County meet its financial commitments to the Silver Line project.

Silver District West will boast attractive and integrated public spaces, amenities, community facilities, including two public use sites, and sufficient retail space to serve the proposed residential units.

2. Provide the opportunity for a town center at an intensity of development that can be supported by multi-modal transportation and other services.

Silver District West's town center area will be within the TD-SA and within Land Bay C. The Applicant envisions attractive retail and amenity spaces on a grid of streets. Residential uses will be developed above the retails spaces, providing an active area during daytime and evening periods.

Importantly, the town center will be located between the Ashburn and Loudoun Gateway stations and will be accessible to both by public transportation options, such as a circulator service.

3. Provide for pedestrian and bicycle facilities and for pedestrian and bicycle connections among land uses in the district and for connections with land uses in adjacent areas through links with bicycle and pedestrian systems in those other areas.

A particular focus of the masterplan design and the CDP preparation has been pedestrian connectivity and the need to provide multiple attractive options for connecting parts of this large development proposal. Proposed pedestrian connections are depicted on Sheets 14 and 15 of the CDP. Each block will include pedestrian facilities on all four sides and pedestrian/bicycle trails will connect to off-site trails and sidewalks to connect each Land Bay with the Ashburn station.

4. Provide for the use of mass transit to reduce the number of peak hour vehicle trips.

Silver District West proposes highest densities in the Inner Core and closest to the Ashburn station. The Metro station will be accessible from the Outer Core and TD-SA by attractive pedestrian connections.

In addition to its focus toward the Ashburn station, Silver District West has also been designed to accommodate a bus connection to the Ashburn and Loudoun Gateway stations or other circulator service. Centergate Drive, Barrister Street and State Street are planned through the Property, providing important opportunities for direct transit connections from all parts of the project to the two Metro stations.

5. Encourage high-quality design.

As discussed above, the Applicant is part of the Soave organization, which has developed the multi award winning Brambleton community. The Applicant anticipates building on experiences gained at Brambleton to develop Silver District West as an attractive and coordinated community. The Applicant anticipates preparing detailed de sign guidelines for the Property.

6. Encourage the development of well-configured plazas, squares, greens, landscaped streets, and parks woven into the pattern of the transit oriented development and dedicated to collective social activity, recreation, and visual enjoyment.

Silver District West will be developed around a framework of public spaces and amenities. These facilities are identified on Sheets 14 and 15 of the CDP.

VI. REQUESTED APPLICATIONS

The specific components of the application are discussed below.

A. Rezoning

The Applicant anticipates developing the Property as a coordinated and integrated PD-TRC zoning district. This will require the rezoning of the Property from the PD-IP, PD-OP and PD-TRC zoning districts to the PD-TRC district.

The portion of the Property to the south of Loudoun County Parkway is currently subject to a range of proffer commitments pursuant to ZMAP 2005-0041. Despite limited uses being developed under that rezoning, significant improvements and contributions have been made in fulfillment of proffer commitments. These improvements and contributions will need to be taken into account when considering what additional proffer commitments are appropriate for the proposed development of the Property.

B. Special Exceptions Uses

The Applicant respectfully requests approval of the following special exception uses as part of this application:

1. Automobile Service Station or Convenience Retail Establishment with Accessory Gas Pumps (Zoning Ordinance Sections 4-1105(C)(2) and 401105(C)(5)). The Applicant proposes an commercial use on the north side of Barrister Street in Land Bay D, which it anticipates being developed as a gas station of a convenience store with accessory gas pumps. In light of the additional vehicle trips that will be generated around the Metro stations as residents throughout Loudoun County access the Ashburn and Loudoun Gateway stations, such as use has been identified as a requirement. The use is proposed on the edge of the TD-SA.

2. Any One Retail Use in Excess of 10,000 Square Feet (Section 4-1105(C)(7)). The PD-TRC regulations seek to restrict large, standalone retail stores, which are not considered to conform to TOD policies. The Applicant requests flexibility to allow retail uses to exceed 10,000 square feet. This request applies to Land Bay A and Land Bay C. In Land Bay C, the Applicant proposes retail and restaurant uses surrounding an existing lake. Such uses would typically not exceed 10,000 square feet. However, the Applicant seeks the ability to combine one or more retail/restaurant spaces into one structure or allow a two story retail or restaurant use.

The Applicant also seeks the ability to provide retail uses exceeding 10,000 square feet in Land Bay C. This special exception would permit the incorporation of a small, urban-style grocery store into Land Bay C, occupying ground floor space within a mixed-use building.

3. Pharmacy with Drive-Through Facilities (Section 4-1105(C)(6)). An Inova Health Plex has been constructed on the south side of Loudoun County Parkway, immediately west of Land Bay C. This facility will provide important services to residents of the Silver District West. However, the area is not currently served by a pharmacy. The Applicant seeks to provide for a pharmacy with drive through facility within Land Bay C in the event that such a facility can be accommodated within the proposed town center environment.

4. Dog Park (Section 4-1105(B)(3)). The Applicant seeks the ability to provide dog parks in appropriate locations throughout the Silver District West. In light of the number of residential units proposed and the lack of yard space associated with the types of residential units envisioned, the Applicant is aware of the need to provide dog parks.

C. Minor Special Exception

The Applicant proposes a public use site in Land Bay F, which is anticipated to be developed as an elementary school (Zoning Ordinance Section 4-1105(A)(7)). Public school uses in the TD-SA require approval of a minor special exception. The Applicant looks forward to discussing the proposed public uses site with the County and Loudoun County Public Schools.

VII. SUMMARY

The Applicant's proposed development of the Property is in conformance with the Loudoun County Comprehensive Plan. It will achieve a vibrant and integrated mixed-use community proximate to the Ashburn and Loudoun Gateway Metro stations. The proposed mix of uses will help generate taxes necessary to fund the County's financial commitments to the Silver Line project. The Applicant believes that the timing of the submission of this rezoning application can help inform and facilitate the preparation of a Small Area Plan as part of the Silver Line CPAM process.

ZONING MAP AMENDMENT MATTERS FOR CONSIDERATION: Revised 1993 Zoning Ordinance Section 6-1210 (E)

Matter 1. *Is the proposed ZMAP consistent with the Comprehensive Plan, trends in growth and development, the current and future requirements of the community as to land for various purposes as determined by population and economic studies and other studies and the encouragement of the most appropriate use of land throughout the locality?*

An amendment of the Comprehensive Plan has been initiated to encourage the most appropriate use of the Property and its surroundings. The Applicant hopes the proposed application can inform the Comprehensive Plan amendment process.

Matter 2. *Does the application consider the existing character and use of the subject property and suitability for various uses, compatibility with uses permitted and existing on other property in the immediate vicinity, and conservation of land values?*

The Property is currently undeveloped. The Applicant is proposing uses consistent with what is currently approved and what has been developed on adjoining parcels.

Matter 3. *Is the site served by adequate water, sewer, transportation and other infrastructure?*

Public water and sewer are available at the Property. The Property is accessed by existing public streets.

Matter 4. *Does the application address the requirements for airports, housing, schools, parks, playgrounds, recreational areas and other public services?*

The Applicant proposes an increase in housing from what is currently permitted. The application also proposes two public use sites, open space and community amenities where people can gather, socialize and recreate.

Matter 5. *Does the application address potential impacts on the environment or natural features including but not limited to wildlife habitat, wetlands, vegetation, water quality (including groundwater), topographic features, air quality, scenic, archaeological, and historic features, and agricultural and forestal lands and any proposed mitigation of those impacts.*

Environmental studies have been prepared and submitted with this application and the existing zoning approval covering the Property (ZMAP 2005-0041). The proposal will not impact environmental and natural features.

Matter 6. *Does the application impact the protection of life and property from impounding structure failures?*

Not applicable.

SPECIAL EXCEPTION APPLICATION MATTERS FOR CONSIDERATION: Revised 1993 Zoning Ordinance Section 6-1309.

Matter 1. *Whether the proposed special exception is consistent with the Comprehensive Plan.*

The application proposes a minor special exception for a public school and seeks several special exceptions for commercial uses. A process has been commenced to amend the Comprehensive Plan. This amendment is to help create appropriate patterns of development around the Metro station areas and studies undertaken on behalf of the County have suggested residential and commercial uses for the property. The Applicant seeks to provide commercial uses needed to serve the residents and employees on the property. The County's study has also suggested that a public school site should be provided on the Property.

Matter 2. *Whether the level and impact of any noise, light, glare, odor or other emissions generated by the proposed use will negatively impact surrounding uses.*

The proposed special exception uses are not anticipated to impact surrounding uses. The proposed automobile service station will be appropriately set back from proximate residential uses. The school site will also be separated from residential uses.

Matter 3. *Whether the proposed use is compatible with other existing or proposed uses in the neighborhood, and on adjacent parcels.*

The proposed uses are compatible with existing and proposed uses.

Matter 4. Whether the proposed special exception adequately protects and mitigates impacts on the environmental or natural features including, but not limited to, wildlife habitat, vegetation, wetlands, water quality including groundwater), air quality, topographic, scenic, archaeological or historic features, and agricultural and forestal lands.

The Applicant proposes development conditions to address features and standards required to prevent environmental impacts from the operation of the automobile service station.

Matter 5. Whether the proposed special exception at the specified location will contribute to or promote the welfare or convenience of the public.

The proposed commercial uses will help supplement the commercial uses anticipated on the Property and in the area surrounding the Property.

An elementary school site is needed to help relieve programmed capacities at existing elementary schools surrounding the Property.

Matter 6. *Whether the proposed special exception can be served adequately by public utilities and services, roads, pedestrian connections and other transportation services and, in rural areas, by adequate on-site utilities.*

Necessary on and offsite infrastructure to serve the proposed uses is already available at the Property.

ZONING ORDINANCE MODIFICATIONS

1. Zoning Ordinance Requirements to be modified:

Section 4-1106 Lot Requirements. (A) Size. No minimum, except 1,600 square feet for single family attached dwellings.

Proposed Modification. To permit minimum lot areas for single-family attached units in Land Bays B, D, G and H of 1,400 square feet.

Justification

- Innovative Design. The Consultant Recommended Development Scenario commissioned by the County as part of the Silver Line CPAM sets out a need to provide places attractive to a range of residents, including seniors, young families, and single professionals. In addition to providing a range of unit types, it is also essential to provide a range of unit sizes. The proposed zoning modification would allow a more urban design of single-family attached dwelling than currently provided for.

2. Zoning Ordinance Requirements to be modified:

Section 4-1107 Building Requirements. Building Height. (1) Maximum Height. Unless a lower height restriction is recommended by the Washington/Dulles International Airport Authorities: Inner Core: 175 feet; Outer Core: 125 feet; Transit-Designed Supportive Area: 100 feet. Unoccupied space such as rooftop mechanical structures, penthouses and architectural features shall not be measured in determining maximum height.

Proposed Modification. To permit a maximum building height of 140 feet for residential uses in Land Bay C and a maximum height of 110 feet for an office building in Land Bay E.

Justification

Innovative Design: Consistent with the Consultant Recommended development Scenario, the Applicant proposes to develop the TD-SA as a mixed-use community. It lies in a unique position with excellent access opportunities from the Ashburn and Loudoun Gateway stations, from Loudoun County Parkway and the Dulles Greenway and in a location where important residential options, retail space and community amenities can be integrated on a grid street system. In developing a mixed-use center, the Applicant seeks to provide residential uses above ground floor retail space. The buildings proposed will exceed the limited building height permitted in the TD-SA by the Zoning Ordinance.

The Applicant proposes an office building in Land Bay E which will modestly exceed the 100 foot height limit by approximately 10 feet. The Applicant anticipates these being a marquee office building, again, located between the Ashburn and Loudoun Gateway stations and visible from the Silver Line and Dulles Greenway. The Applicant believes that such an office building has the potential to be developed in the short to medium term, providing additional tax revenues necessary to fund the County's commitment to the Silver Line project.

3. Zoning Ordinance Requirements to be modified:

Section 4-1107 Building Requirements. Building Height. (2) Minimum Height. Inner Core: 35 feet of occupied space.

Proposed Modification. To permit minimum building heights of 15 feet for retail uses in Land Bay A.

Justification

Innovative Design. The Applicant proposes to construct retail space in the Inner Core around an existing SWM facility/lake (see Sheet 17). These retail spaces may be a minimum of 15 feet in height. The Applicant appreciates that the Ordinance would prefer that commercial uses are instead located on the ground floor levels of the multi-family buildings proposed in the Inner Core. However, due to the configuration of the portion of the Property proposed as Inner Core and its limited public street frontage, it is not possible to commit to a retail or other commercial element within these buildings. The proposed retail buildings provide the opportunity to create a unique focal point for the Inner Core and Outer Core development.

4. Zoning Ordinance Requirements to be modified:

Section 4-1109 Mix of Uses. (A) Inner and Outer Core Subareas. The land use mix to be achieved within the combined Inner and Outer Core subareas shall meet the minimum as found in the table below.

…

Land-Use Category	*Minimum*
Office	*20%*
Commercial and Retail Services	*10%*

Proposed Modification. To eliminate the minimum 20% requirement for office uses and 10% requirement for commercial retail and services within the Inner and Outer Cores.

Justification

Innovative Design. The Applicant has carefully considered and determined what uses would be appropriate for the Property. In light of the identified need for over 9,700 new homes in the Silver Line CPAM area, the significant amount of commercial spaces planned and approved for other destinations on the Silver Line and the amount of commercial space approved for Moorefield and Loudoun Stations, the Applicant has determined that a limited amount of commercial floor space could be absorbed on the Property.

The application proposes an appropriate mix of uses for the Property. Furthermore, it proposes uses have the ability to be absorbed into the market, providing important tax revenues to assist the County in meeting its financial commitments toward the funding of the Silver Line project.

5. Zoning Ordinance Requirements to be modified:

Section 4-1110. Land Use Arrangement and Use Limitation. (D) Average block length (measured at the right-of-way) within the total development area that is the subject of a Final Development Plan shall not exceed 400 feet.

Proposed Modification: To permit block lengths of up to 600 feet in length.

Justification:

- Innovative Design. The Applicant proposes block lengths of up to 600 feet in the following locations:

  Inner Core. Sheet 17 depicts block lengths in the Inner Core exceeding 400 feet. Importantly, the proposed block lengths reflect those approved on Moorefield Station to the west. Furthermore, given the shape of the Inner Core on the Property and the limited ability for further streets to be designed through it, the proposed block lengths are appropriate.

  Land Bay C. As set out on Sheet 18, the Applicant proposes an urban center in Land Bay C, including mixed-use buildings served by structured parking. The northern most block in Land Bay C will exceed 400 feet in length. However, this block is located on the edge of the Land Bay with limited options for additional grid streets.

  Land Bay H. Sheet 18 anticipates a block at the southeast corner of the Land Bay that would exceed 400 feet in length. While the block does include alleys serving the rear of the proposed single-family attached units, there are no opportunities for additional grid streets through the block. The Applicant believes the proposed block provides and urban design and is appropriate to the TDSA.

6. Zoning Ordinance Requirements to be modified:

Section 4-1111. (C) Off-street parking facility freestanding. If the parking structure is not effectively shielded from the street by a building, the first floor of the parking structure shall be enclosed.

Proposed Modification: To eliminate the requirement for the first floor of freestanding, off-street parking structure to be enclosed in Land Bays A and C.

Justification:

Innovative Design. The Applicant anticipates structured parking in Land Bays A and C. It is considering options for the treatment of the first floor levels of the structures in lieu of the structure being enclosed. In locations where the structure cannot be shielded by a building, the enclosure of the first floor of the structures may not provide the most attractive option.

7. Zoning Ordinance Requirements to be modified:

Section 4-1113. Pedestrian-Oriented Building Placement & Uses. (A) (1) Within the Inner Core subarea, a minimum of 70% of any lot width, and within the Outer Core subarea a minimum of

50% of any lot width that is adjacent to a public right-of-way or a plaza, shall be occupied by a building wall built to the setback line.

Proposed Modification: The Applicant requests that these minimum requirements are reduced for both the Inner and Outer Cores.

Justification:

Innovative Design. The Applicant requests this modification in the following locations and believes that the proposed project design constitutes innovative design.

Inner Core. Given the unique shape of the Inner Core, alignment of Centergate Drive and the existing storm water management pond, the Applicant is unable to meet the minimum building wall requirements along Centergate Drive. However, the Applicant has sought to maximize building frontages on internal streets and a proposed plaza, encouraging pedestrian activity.

Outer Core. As depicted on Sheet 17, the Applicant proposes two multi-family buildings at the southern end of the Out Core. These buildings have been designed setback from Centergate Drive. There are several reasons for this setback. The setback is important in providing circulation around the lot and to access parking spaces proposed on the south side of the buildings where they can provide a buffer to the existing hotel uses to the south. Such parking spaces could otherwise be accessed using an additional entrance to the Property, but that would add another curb cut to Centergate Drive, which is counter to the proposed pedestrian-oriented focus of this street. The proposed building setback from Centergate Drive will also allow for better distribution of parking spaces around the buildings.

8. Zoning Ordinance Requirements to be modified:

Section 4-1113. Pedestrian-Oriented Building Placement & Uses. (B) Within the Inner core subarea, at least 70% of the first floor building frontage, and within the Outer Core subarea at least 30% of the first floor building frontage, as required in subsection 4-1113 (A)(1) above, shall contain pedestrian-oriented development, preferably commercial retail and service uses, on the first floor. In multi-family buildings, these percentages may be accomplished with residential accessory uses, lobbies, mailboxes, meeting rooms, and indoor recreation uses. This section shall not apply to single-family dwellings.

Proposed Modification: To eliminate the building placement and use requirements in favor of the project design set out on the CDP.

Justification:

- Innovative Design. This requested zoning modification applies to the Inner and Outer Core areas.

  Inner Core. The Applicant anticipates two multi-family buildings being constructed in the Inner Core. Due to the configuration of the Inner Core and its limited public street frontage, it would not be possible to commit to a retail or other commercial element within these buildings. Instead, the Applicant proposes retail space in the Inner Core

around an existing SWM facility/lake. This provides the opportunity to create a unique focal point for the Inner Core (see Sheet 17).

Outer Core. The Applicant does not propose any commercial floor space in the Outer Core. In light of the size and orientation of the Outer Core, the Applicant believes that it provides limited opportunities for commercial floor space to be absorbed into the market.

Much of the street frontage in the Outer Core will be occupied by multi-family walk-up units that function more as single-family homes than traditional multi-family structures. The units will be four stories of living space, a two story unit on the bottom and a two story unit on the top, with one entry point at street level. The requirement that 30% of the first floor contain pedestrian-oriented development decreases the amount of living space on the entry-level floor creating an awkwardly constructed multi-family unit structure. In order to provide the most efficient residential units it is necessary to eliminate the 30% requirement and to treat such units as single-family units under the Zoning Ordinance.

9. Zoning Ordinance Requirements to be modified:

Section 4-1117. Parking Requirements. (I) After rail service is available, structured parking shall be required to meet 70% of the parking requirements for the construction of new buildings in the Inner and Outer Core Subareas.

Proposed Modification: To eliminate the Zoning Ordinance requirement.

Justification:

- Innovative Design. The Applicant anticipates the phased construction of multifamily buildings within the Inner Core. Under such a scenario, the flexibility may be required to permit buildings to be served by surface parking spaces on an interim bases.

  The Applicant anticipates two multi-family buildings being constructed at the southern end of the Outer Core. The size and shape of the Land Bay restricts opportunities for structured parking to serve these two buildings and prevents opportunities for the buildings to share a parking structure with an adjoining use. However, the Applicant has designed the proposed multi-family buildings with limited access visible from Centergate Drive and between the buildings and the right-of-way.

10. Zoning Ordinance Requirements to be modified:

Section 4-1121. Development Setback and Access from Major Roads. (B) Private Streets. Roads, serving single family attached, townhouse, and multifamily uses only, may be constructed to private street standards set forth in the Facilities Standards Manual

Proposed Modification: To permit commercial uses in Land Bay A and Land Bay C to be accessed by private streets.

Justification:

- Innovative Design. Private streets will provide the Applicant with the ability to create an environment that increases the pedestrian orientation of the community. Private streets are

typically narrower than public streets and often result in more traffic calming than public streets. It will allow both sides of streets to relate to one another and to encourage pedestrians to cross and utilize both sides of the street.

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