



STAFF REPORT

PC Meeting Date:	July 21, 2021
Agenda Title:	Rezoning & Proffer Amendment #REZ2021-00001, I-66 and Route 29 Technology Park and Special Use Permit #SUP2021-00002, I-66 and Route 29 Technology Park
District Impact:	Gainesville Magisterial District
Requested Action:	Recommend Approval of Rezoning & Proffer Amendment #REZ2021-00001, I-66 and Route 29 Technology Park, subject to proffers dated May 21, 2021, and Special Use Permit #SUP2021-00002, I-66 and Route 29 Technology Park, subject to conditions dated July 9, 2021
Department:	Planning Office
Case Planner:	Bryce Barrett, Senior Planner

EXECUTIVE SUMMARY

This is a request to rezone ±5.01 acres from A-1, Agricultural, to B-1, General Business, and amend the proffers associated with Rezoning #REZ1997-0004 to include the entire site and permit up to 2,898,800 square feet, in the event the subject site is developed with a data center use; and a special use permit to allow data center uses in the B-1 zoning district with a waiver request to allow for a maximum height of 75 feet and a maximum FAR of 0.65 for data center uses.

It is the recommendation of staff that the Planning Commission recommend approval of Rezoning & Proffer Amendment #REZ2021-00001, I-66 and Route 29 Technology Park, subject to proffers dated May 21, 2021, and Special Use Permit #SUP2021-00002, I-66 and Route 29 Technology Park, subject to conditions dated July 9, 2021.

BACKGROUND

- A. Request: This is a request to rezone ±5.01 acres from A-1, Agricultural, to B-1, General Business, and amend the proffers associated with Rezoning #REZ1997-0004 to include the entire site and permit up to 2,898,800 square feet, in the event the subject site is developed with a data center use; and a special use permit to allow data center uses in the B-1 zoning district with a waiver request to allow for a maximum height of 75 feet and a maximum FAR of 0.65 for data center uses.

Use/Feature	Prior Approval	Proposed
Zoning	B-1	B-1
Use(s)	Up to 1,132,560 Square feet of permitted uses allowed in B-1	Additional alternative to allow up to 2,898,800 square feet if developed with data center uses. 2,957,680 square feet if Alternative Entrance Exhibit is approved
Use/Feature	Allowed in B-1	Proposed
Minimum Open Space	15 %	15%
Maximum Floor Area Ratio	0.40	0.65 (Waiver request for Data Center Developments Only)
Maximum Building Height	45 feet	75 feet* (Waiver request for Data Center Developments only)

**The maximum building height does not include parapets and mechanical areas that are allowed by the Zoning Ordinance to extend above 75 feet.*

- B. Site Location: The subject ±102.38-acre site is located on the east side of John Marshall Hwy, at the southeastern corner of the intersection of Catharpin Road and John Marshall Hwy; and is identified on County maps as GPINs 7397-65-0198 and 7397-55-1465.
- C. Comprehensive Plan: The subject site is designated RCC, Regional Commercial Center, and is also within the I-66/Route 29 Sector Plan. A portion of the I-66/Route 29 Sector Plan is being amended with the pending Route 29 Small Area Plan. The subject site is outside of the study area of the Route 29 Small Area Plan.
- D. Zoning: The site is zoned B-1, General Business, and A-1, Agricultural. The B-1 zoned portions contain proffers approved as part of #REZ1997-0004, Southview at Prince

William which rezoned approximately 64.7 acres of the property from M-2, light industrial to B-1, General Business.

- E. Surrounding Land Uses: The site is adjacent to a mix of residential, industrial, and office land uses. Directly to the north/ of the subject site are commercial and industrial zoned land which is currently vacant land. To the south are existing industrial, office and hotel uses. To the east is a single residential use and industrial use with a planned dominion substation. To the west is warehousing, industrial, vacant land and the recently approved data center campus approved as part of #REZ2020-00024, Village Place Technology Park.
- F. Background and Context: Additional context for the subject application is as follows:
- Original BOCS Approvals: On June 4, 1997, the Board of County Supervisors approved Rezoning #REZ1997-0004, Southview at Price William, to rezone ±64.7 acres from M-2, Light Industrial, to B-1, General Business, and applied proffers to the remaining portion of the property already zoned B-1. The existing proffers permit the development of up to 1,132,560 square feet of gross floor area (GFA) of retail and commercial space. If the proffer amendment is approved, the site would be permitted to develop under the previous approval with an additional allowance to increase to the permitted GFA up to 2,898,800 square feet in the event the property is developed with a data center use. In addition, the Applicant is requesting a building height modification to permit a maximum of 75 feet and a 0.65 FAR for data center development.

STAFF RECOMMENDATION

Staff recommends approval of Proffer Amendment and Rezoning #REZ2021-00001, I-66 and Route 29 Technology Park, subject to proffers dated May 21, 2021, and Special Use Permit #SUP2021-00002, I-66 and Route 29 Technology Park, subject to conditions dated July 9, 2021, for the following reasons:

- The proposed data centers further the employment goals central to the RCC, Regional Commercial Center, designation.
- The rezoning and special use permit proposals enable the delivery of a data center campus, which is a targeted industry use.
- The Applicant proffers to abandon the project if electrical service to the data center triggers the need for construction of new transmission towers carrying overhead bulk electric transmission lines from west of the property in the direction of the Town of Haymarket and residential areas.

- As conditioned, the project construction will include sustainability features such as a green screen, permeable parking areas, and the use of recycled materials.

The Planning Office is also currently in the process of evaluating the current Data Center Opportunity Overlay District, as directed by the Board of County Supervisors (the Board) on March 2, 2021. This evaluation includes an assessment of the current overlay standards. The Board directed that further revisions to the overlay incorporate methods to embrace green technology and encourage the conservation of green and open spaces. While staff believes the current proposal incorporates these concepts, it is possible that the Planning Office may develop further recommendations for data centers prior to a public hearing with the Board on the subject applications. If this occurs, staff may have additional recommendations on the subject applications to better align them with the most current guidance for data centers.

Comprehensive Plan Consistency Analysis

Long-Range Land Use: The site is designated RCC, Regional Commercial Center. It is also within the I-66/Route 29 Sector Plan. The purpose of the Regional Commercial Center is to provide for areas, located close to and/or with good access to/ from an interstate highway, where large-scale retail projects that serve a regional rather than local market are to be located. RCC projects should be planned and developed in a comprehensive, coordinated manner. When implemented in accordance with its intent to provide large scaled commercial projects, the B-1 district is an implementation tool for the RCC designation. Data centers are allowed in B-1 subject to SUP approval.

Level of Service (LOS): If the application is approved, the LOS impacts for this proposed rezoning would be mitigated by the proffered monetary contributions, as follows:

Water Quality	\$75 per acre	±102.38 acres	\$7,678.50
Fire & Rescue	\$0.61 per sq. ft.	Maximum 0.65 FAR 2,898,800 sq. ft.*	\$1,768,268.00
TOTAL \$			\$1,775,946.50

**If Alternative entrance exhibit is approved up to 2,957,680 sq. ft. would be permitted*

Strategic Plan

Robust Economy: Data centers on the property would directly implement key elements of the 2017-2020 Strategic Plan by increasing the commercial and industrial tax base, at-place employment, and delivering targeted industry uses.

Materially Relevant Data Center Considerations

Data Center Opportunity Zone Overlay District: The subject site is not located within the Data Center Opportunity Overlay District, where data center uses are allowed by-right. The Data Center Opportunity Zone Overlay District was established by the Board of County Supervisors on lands in proximity to high voltage transmission lines of 115kv or more and planned or zoned for office or industrial uses. Data centers are permitted by right in the Data Center Opportunity Zone Overlay District in the O(L), O(H), O(M), O(F), M-1, M-2, and M/T zoning districts and in designated office or industrial land bays in the PBD and PMD district. A special use permit has been filed to support the proposed data center use outside of the overlay in the B-1 district.

Board of County Supervisor Directive: On March 2, 2021, staff was directed to bring the Board recommendations to expand and change the Data Center Opportunity Overlay District. Staff was asked to analyze the existing Data Center Opportunity Overlay District and maps, and return to the Board with possible Zoning Text Amendment (ZTA) language to amend the map and expand the overlay district in appropriate areas. Any process undertaken to amend the overlay is requested to 1) engage existing and new stakeholders, 2) incorporate methods to embrace green technology, and 3) encourage the conservation of green and open spaces.

Potential Power Needs and Impacts to the Haymarket Transmission Line: In Dominion Energy's communications with the County and the public, Dominion has expressed a preference not to address the impacts of new load growth on the area's electric grid with new electric transmission infrastructure connecting into the Haymarket substation. Dominion has identified alternatives to provide necessary service, including growth in service, that limits impact to the Haymarket substation. Correspondence from Dominion Energy is attached to this report.

The application does not include a statement of power availability. An end user for the proposed data center is not known at this time. The Applicant commits, by condition, that no data center use building permit may be issued for development on the Property if, in connection with the execution of a power purchase agreement for the provision of electrical power to such proposed data center building, it is determined by the provider that service thereto triggers the need for construction of new transmission towers carrying overhead bulk electric transmission lines from west of the property.

Community Input

Notice of the rezoning application has been transmitted to property owners within 1,320 feet of the site, due to the requested building height increase. As of the date of this staff report, the Planning

Office received three emails in opposition to the project with concerns about impacts of future data centers on the area and impacts to power infrastructure in the area

Other Jurisdiction Comments

The site is located approximately 0.8 miles southeast of the Town of Haymarket. Each submission has been forwarded to the Town of Haymarket for review and comment.

Town Comments:

1. Significant concern for the visual impact of additional power lines to support the data center complex (complexes) along the Route 55 corridor leading into the Town of Haymarket.
2. Property value concern for the residential properties that may be affected by additional power lines.
3. Significant concern for the health and safety of the Town residents, schools and surrounding communities and the long-term impact the larger power substations, above ground and below ground lines will cause.
4. Significant concern regarding the route of the additional power lines, specifically through the historic overlay.

Legal Issues

If the requests are approved, the site could be developed as proffered, to include data center uses. Legal issues resulting from the Planning Commission's action are appropriately addressed by the County Attorney's Office.

Timing

The Planning Commission has until October 19, 2021, which is 90 days from the first public hearing date, to take action on the rezoning and special use permit proposal. A recommendation to approve or deny the requests would meet the 90-day requirement.

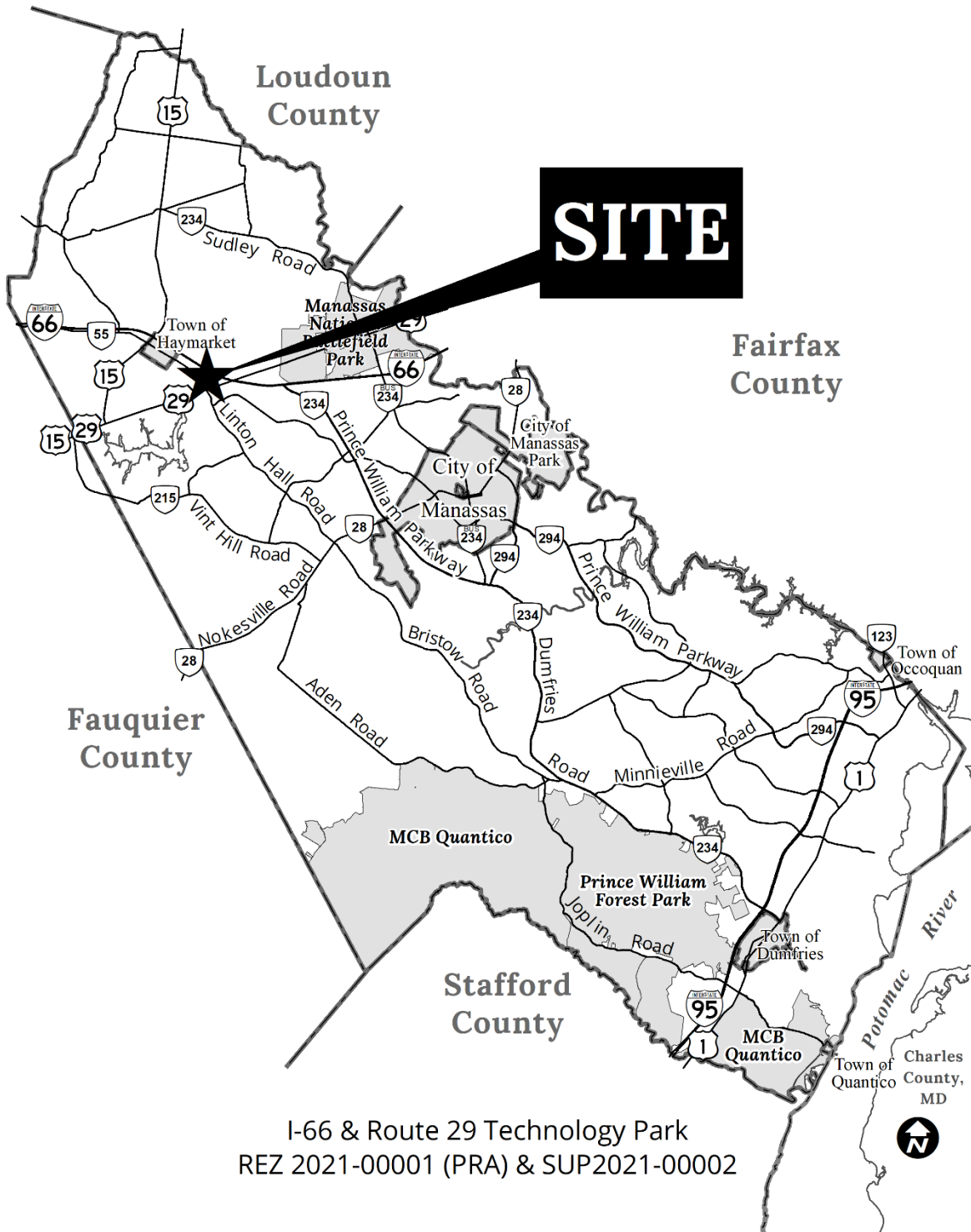
STAFF CONTACT INFORMATION

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ATTACHMENTS

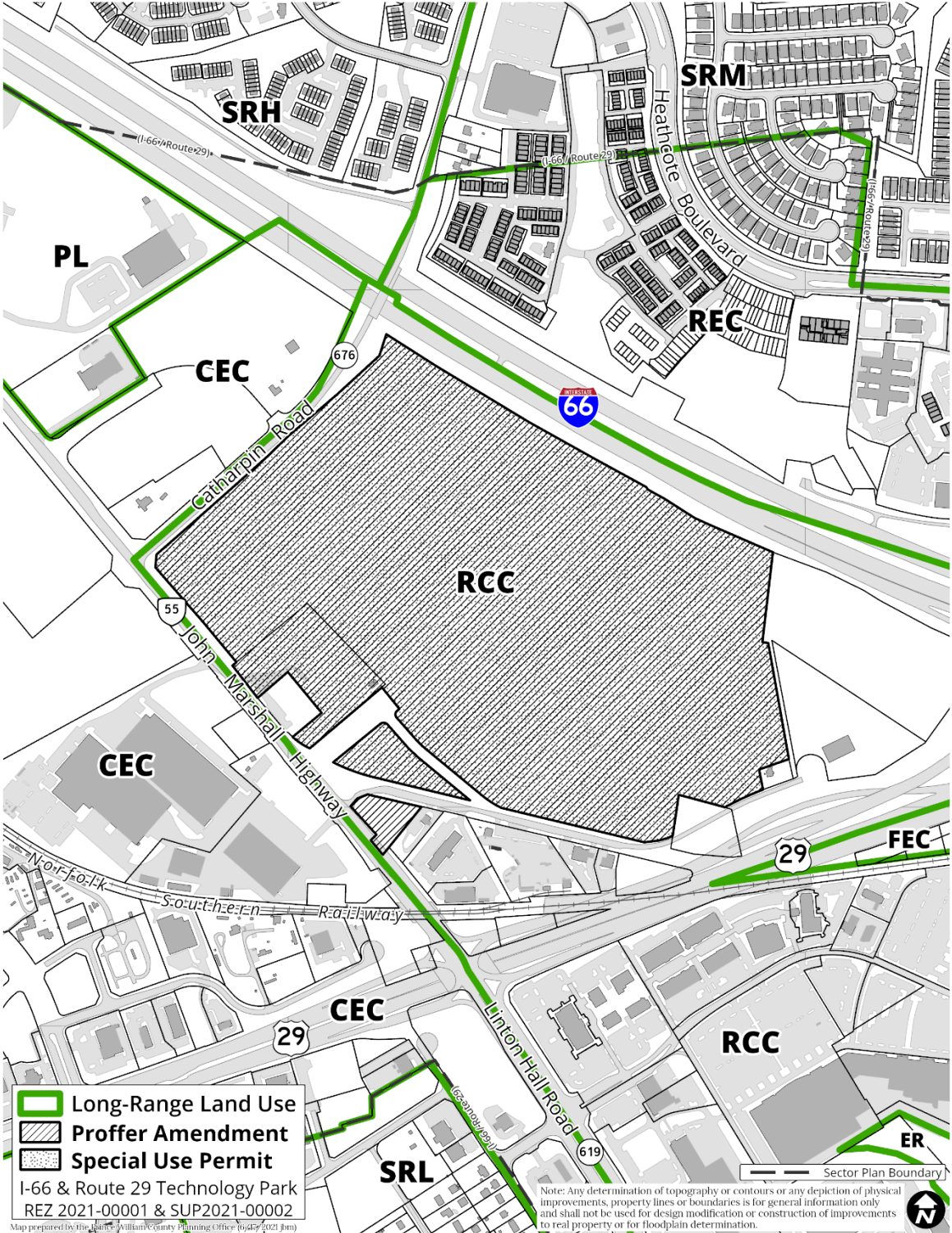
Area Maps
Staff Analysis
Proffer Statement
Proposed Conditions
Special Use Permit Plan

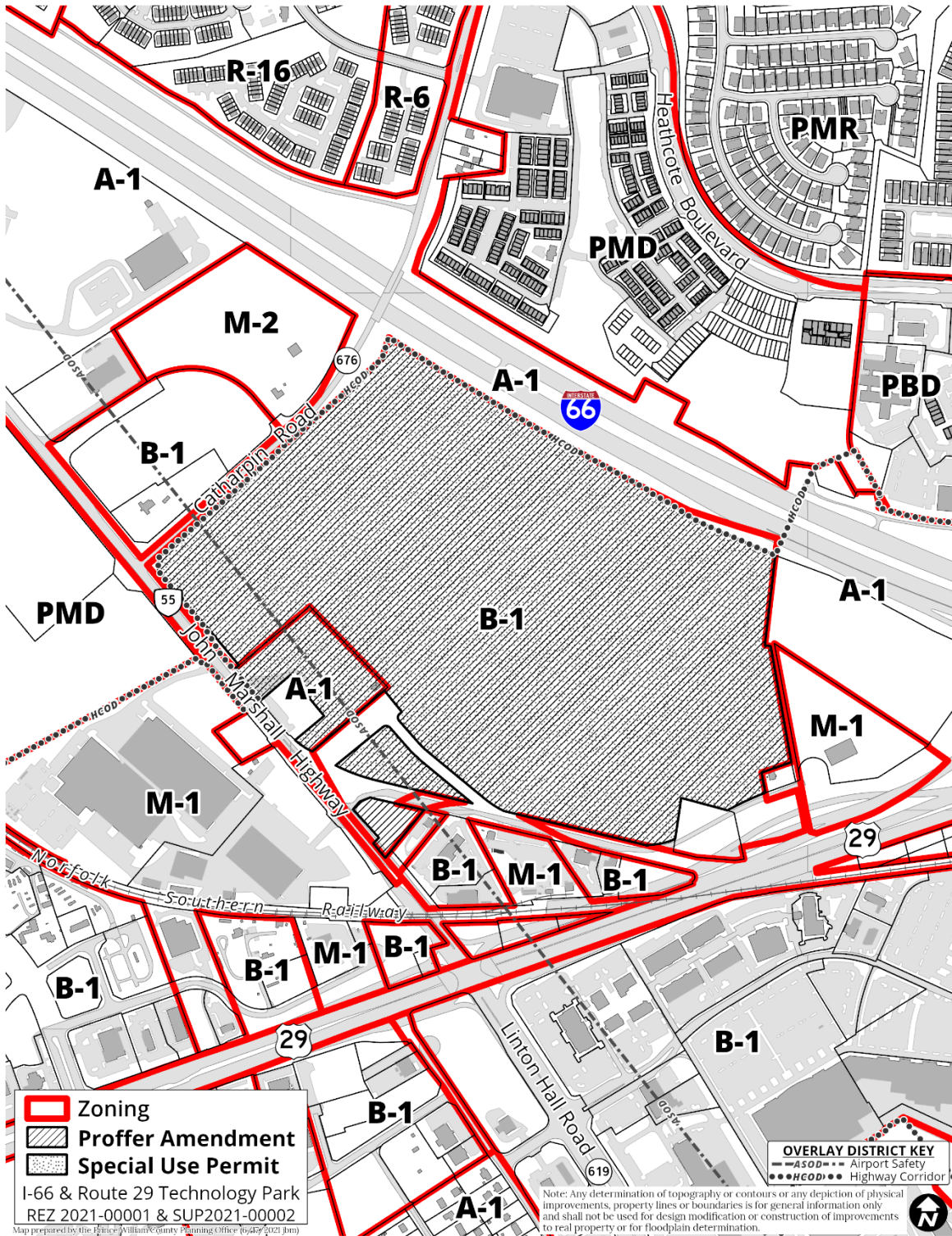
Environmental Constraints Analysis
Project Illustrations
Fiscal Impact Analysis
Correspondence from Dominion Energy
Historical Commission Resolutions



I-66 & Route 29 Technology Park
REZ 2021-00001 (PRA) & SUP2021-00002







Part I. Summary of Comprehensive Plan Consistency

Staff Recommendation: APPROVAL

This summary analysis is based on the relevant Comprehensive Plan action strategies, goals, and policies. A complete analysis is provided in Part II of this report.

Comprehensive Plan Sections	Plan Consistency
Long-Range Land Use	Yes
Community Design	Yes
Cultural Resources	Yes
Economic Development	Yes
Environment	Yes
Fire and Rescue	Yes
Police	Yes
Potable Water	Yes
Sanitary Sewer	Yes
Transportation	Yes

Part II. Comprehensive Plan Consistency Analysis

The following table summarizes the area characteristics:

Direction	Land Use	Long-Range Land Use Map Designation	Zoning
North	Catharpin Road, Vacant Land	RCC, REC, CEC	B-1, M-2, PMD
South	Industrial, Office, Hotel, US 29 Lee Highway	FEC & RCC	B-1 & M-1
East	Interstate 66, Industrial, Residential	RCC & REC	A-1 & M-1
West	John Marshall Highway, Warehousing, Industrial, Vacant Land	RCC & CEC	A-1, M-1. PMD

Long-Range Land Use Plan Analysis

Through wise land use planning, the County ensures that landowners are provided a reasonable use of their land while the County is able to judiciously use its resources to provide the services for residents and employers’ needs. The Long-Range Land Use Plan sets out policies and action strategies that further the County’s goal of concentrating on population, jobs, and infrastructure within vibrant, walkable, mixed-use centers serviced by transit. In addition to delineating land uses on the Long Range Land Use Map, the Plan includes smart growth principles that promote a countywide pattern of land use that encourages fiscally sound development and achieves a high-quality living environment; promotes distinct centers of commerce and centers of community; complements and respects our cultural and natural resources, and preserves historic landscapes and site-specific cultural resources; provides adequate recreational, park, open space and trail amenities that contribute to a high quality of life for county residents; and revitalizes, protects, and preserves existing neighborhoods.

This is a request to rezone ±5.01 acres from A-1, Agricultural, to B-1, General Business and amend the proffers associated with Rezoning #REZ1997-0004 to include the entire site and permit up to 2,898,800 square feet, in the event the subject site is developed with a data center use; and a special use permit to allow data center uses in the B-1 zoning district with a waiver request to allow for a maximum height of 75 feet and a maximum FAR of 0.65 for data center uses.

The subject property is located within the Development Area of the County and is classified RCC, Regional Commercial Center, in the Comprehensive Plan. Additionally, it is in the I-66/Route 29 Sector Plan. The following table summarizes the uses and densities intended within the RCC designation:

Long Range Land Use Map Designation	Intended Uses and Densities
<p>Regional Commercial Center (RCC)</p>	<p>The purpose of the Regional Commercial Center classification is to provide for areas, located close to and/or with good access to/ from an interstate highway, where large-scale retail projects that serve a regional rather than local market are to be located. RCC projects should be planned and developed in a comprehensive, coordinated manner. Primary uses include regional retail malls, mixed-use projects, and large single-user retail buildings. Residential uses shall be considered secondary uses and shall represent no greater than 25 percent of the total RCC gross floor area of the project. Drive-in/drive-through uses are discouraged. Residential uses shall, with the exception of Residential Elderly, be part of a mixed-use building. Shared/structured parking is encouraged. The acceptable housing type within any mixed-use RCC project is multifamily, at a density of 16-30 dwelling units per gross acre, less the ER designated portion of a property. Development in RCC projects shall occur according to an infrastructure implementation plan submitted at the time of rezoning. The intent of this plan is to ensure that critical infrastructure for office, employment, and lodging uses is developed adequately for each</p>

	phase of the project. Development shall also occur according to a phasing plan that must ensure that office, employment, retail, and lodging uses are always the primary uses within the area rezoned.
I-66/Route 29 Sector Plan	Long-Range Land Use Action Strategies
	Develop the intersection of I-66 and Route 29 with high-density regional employment, regional retail, mixed-use, and industrial employment uses.

Proposal's Strengths

- Zoning and Long-Range Land Use Compatibility: The property is currently zoned B-1, General Business, which allows for retail, office, and institutional uses. Data Centers are permitted in B-1 subject to SUP approval. B-1 is an implementing zoning district of the RCC designation in the Comprehensive Plan. The proposed proffer amendment allows for an increase in gross floor area and building height only in the event of data centers development and the concurrent SUP allows for data centers development in the B-1 zoning district. Development of retail, office, and institutional use are still permitted under the existing proffers associated with #REZ1997-0004 which are amended as part of this proposal. Development of the site could occur as a mix of uses permitted under the existing proffers allowing for B-1 uses and data center development, entirely B-1 uses or entirely data center uses.
- Targeted Industry: The subject application allow for data center uses. Data centers are identified as targeted industry status by the Board of County Supervisors. Staff notes that the site is not located within the Data Center Opportunity Overlay District, which identifies areas where there is existing infrastructure that could adequately support data center uses. At its closest point, the Data Center Opportunity Overlay is approximately .5 miles southeast of the site, on the south side of I-66. Data centers are permitted in B-1 zoning district, subject to SUP approval.
- Retention of Non-Residential/Employment Uses: The RCC land use designation recommends that office, employment, retail, and lodging uses are always the primary uses. The entirety of the rezoning area is proposed allow nonresidential uses (data center, retail, office, or institutional uses permitted in B-1), which are a type of employment use that will contribute to enhancing the tax base of Prince William County.
- Consistency with the I-66/Route 29 Sector Plan: The Sector Plan encourages development of the intersection of I-66 and Route 29 with high density regional employment, regional retail, mixed-use, and industrial employment uses. B-1 permitted uses and data centers provide retail and/or industrial employment uses which contribute to enhancing the tax base of Prince William County.

Proposal's Weaknesses

- **Potential Reduction in Primary Uses and Employment Identified in RCC:** As proffered the site can be developed for 1,132,560 square feet of primary uses identified in the RCC designation such as regional retail malls, mixed-use projects, and large single user retail buildings. If the proffer amendment and special use permit were approved the site could be developed to the maximum of 2,675,803 square feet data center uses. Such a scenario would reduce or entirely supersede the potential 1,132,560 square feet of primary RCC uses. The Applicant indicates large scale regional retail uses have not been viable on the site for the 24 years since the original rezoning due to the reduced demand and lack of sustainability of commercial retail at this location. Staff does not dispute market realities and only notes that the employment generation potential associated with 1,132,560 square feet of retail uses exceeds that associated with 2,675,803 square feet of data center uses.

On balance, this application is found to be generally consistent with the relevant components of the Long-Range Land Use Plan, as amended by the I-66/Route 29 Sector Plan.

Community Design Plan Analysis

An attractive, well-designed County will attract quality development, instill civic pride, improve the visual character of the community and create a strong, positive image of Prince William County. The Community Design Plan sets out policies and action strategies that further the County's goals of providing quality development and a quality living environment for residents, businesses and visitors, and creating livable and attractive communities. The Plan includes recommendations relating to building design, site layout, circulation, signage, access to transit, landscaping and streetscaping, community open spaces, natural and cultural amenities, stormwater management, and the preservation of environmental features.

Height Modification Request

The subject SUP proposal also contains a height modification request to exceed the established height of 45 feet for data center uses to be up to a maximum of 75 feet for data center uses.

- **Summary of Applicant Justification:** According to the Applicant, the data center market is rapidly expanding and the demand for data center square footage remains high. As a result, many data centers are looking to increase available square footage for data by developing with two-story buildings, which corresponds to building heights of approximately 75 feet. The increase in height allows for additional FAR for data center uses which is consistent with the Board's policy of allowing an increased FAR for data centers.

In accordance with Section 32-400.03.2 of the Zoning Ordinance, the Board of County Supervisors may, by approval of a special use permit, approve a structure with a height greater than any specific limitation, subject to the following standards:

Staff Analysis

- a) For a rezoning application, the maximum height shall be specifically proffered by the applicant and accepted by the Board of County Supervisors; and
 - a. Applicant Response: Special Use Permit Condition 7.a states the maximum building height of 75 feet.
- b) The Board of County Supervisors shall be satisfied that approval of a proffer is a more appropriate course than a rezoning to a classification permitting the height requested; and
 - a. Applicant Summarized Response: Many data centers are looking to increase available square footage to meet market demands by developing two-story buildings which corresponds to building heights of approximately 75 feet. The Applicant believes the SUP is the most appropriate land use entitlement to permit the use of the Property for data center uses, rather than rezone the Property.
- c) The Board of County Supervisors shall be satisfied that the proposed height shall not have a substantial adverse impact on the light and air of adjacent and nearby properties; and
 - a. Applicant Response: The proposed height should not have a substantial adverse impact on the light and air of adjacent and nearby properties. The Property is surrounded by I-66 to the north, Catharpin Road to the west and Route 55 to the South. The proposed height should not impact the properties located across these travelways. In addition, the properties south of Route 55 and west of Catharpin are subject to pending land use applications seeking similar uses with similar building heights. Lastly, the Applicant proposes significant landscaping and buffers to screen the Property and future buildings from the surrounding area and mitigate any potential impact to light and air of nearby properties. Please see the landscape plan and line of sight exhibit submitted with this application that demonstrate the effective screening of future buildings.
- d) The County Fire Marshal has certified in writing that the proposed building or other structure can be properly protected, and will not endanger improvements on adjacent properties, in case of fire; and
 - a. Applicant Response: Prior to site plan approval, the Applicant will obtain written certification from the County Fire Marshal that the proposed building or other structure can be property protected and will not endanger improvements on adjacent properties in case of fire.
- e) All other requirements of this chapter for a conditional rezoning have been met; and
 - a. Applicant Response: The Applicant has met, and will continue to meet, the requirements necessary for a Special Use Permit application.
- f) The proposal shall not constitute a hazard to aerial navigation. Where the Board of County Supervisors believes a proposal may be such a hazard, the proposal shall not be approved

unless the Federal Aviation Administration certifies in writing that the proposal does not constitute a hazard to aerial navigation.

- a. Applicant Response: It is not anticipated that the proposal will create a hazard to aerial navigation.

Staff Position: Staff supports the building height modification. While a site layout is not provided, buffers at the perimeter of the site, Tree preservation, and increased building setbacks provide for additional mitigation. The Applicant has provided a line of sight exhibit the anticipated visual impact from all adjacent roads. Approval of the requested height modification should, therefore, not have any significant adverse impact on the light and air of adjacent and nearby properties. For building height modifications, the Zoning Ordinance recommends that the County Fire Marshal certify in writing that the proposed building or other structure can be properly protected, and will not endanger improvements on adjacent properties, in case of fire. Fire Marshal's Office has indicated that they do not anticipate issues with the height increase, as long as there is sufficient Fire Department access. Such site layout and emergency response access details are not known at this time, but will need to be reviewed and assessed during site plan review. In addition, adequate fire suppression and safety measures will need to be addressed at the time of site plan and building permit review, when information is made available regarding site layout and building design.

FAR Modification Request

The subject SUP proposal also contains a FAR modification request to exceed the established FAR of 0.40 for data center uses to be up to a maximum of 0.65 feet.

In accordance with Section 32-400.04.3 of the Zoning Ordinance, The Board of County Supervisors may, by approval of a special use permit, approve a FAR higher than that permitted by right. When approved by Special Use Permit, the maximum FAR shall be made a condition of the permit. Matters to be considered by the Board of County Supervisors in evaluating such application shall include, but not be limited to, increased buffering and landscaping, unique design features that improve visual impact or minimize shadow); general compatibility with surrounding uses; compatibility with surrounding structures (architecturally, materials used, etc); environmental protection or enhancement on-site; public amenities on-site; off-site transportation improvements; fire and health safety design features (beyond those required by law), or any other design improvement which promotes the health, safety, and general welfare of the workers at the site and the citizens of the County.

- Summary of Applicant Justification: According to the Applicant, Aligning with the BOCS' policy of allowing increased FAR for data centers, the Applicant seeks this special use permit to increase the permitted maximum FAR to 0.65 to allow for that maximum GFA to be 2,898,800 sq. ft. this increase in square footage will only apply for data center uses on the Property. All other uses would be limited to the proffered GFA of 1,132,560 square feet.
 - Increased buffering and landscaping: The Applicant proposes landscaping and buffering that exceeds code requirements along Daves Store Lane, I-66, and Catharpin Road. Code requires 10-foot landscape strips along public rights-of-way,

but the Applicant proposes a 50-foot undisturbed landscape area along Daves Store Lane, and 50-foot buffer along Catharpin road and I-66.

- Unique design features that improve visual impact or minimize shadow (such as stepped building design): The Applicant proposes special use permit conditions that mirror the data center design standards adopted by the County and set forth in Zoning Ordinance Sec. 532-503.00.4. These standards include change in building height, building step-backs or recesses, fenestration, change in building materials, pattern, texture, color, and use of accent materials.

Staff Position: Staff supports the FAR modification. While site layout and building elevations are not provided, the Applicant has, by condition, agreed to building desirable architecture features for facades within 150 feet and facing Route 55, I-66, or Catharpin and agreed to submit building elevations to the Planning Director prior to release of building permit letter. Additionally, the requested FAR modification is in line with current data center development in the County.

Proposal's Strengths

- Data Center Guidelines: As conditioned, the Applicant has agreed to provide architectural design guidelines for data center development, including commitment to desirable building materials. In addition, the Applicant has, by condition, agreed to incorporate at least three of the following design elements: change in building height; building step-backs or recesses; fenestration; change in building material; change in building pattern; change in building texture; change in building color; or use of accent materials.
- Screening of Mechanical Equipment: As conditioned, the Applicant has agreed to screen from public right-of-way all roof top mechanical equipment. Additionally, any ground level mechanical equipment not screened by the principal building or existing vegetation shall be screened by visually solid fence, screen wall or panel, or other visually solid screen that is compatible with the exterior of the principal building.
- Conceptual Building Illustratives/Layout and Line-of-Sight Exhibits: Due to the lack of an end user for the site the Applicant is unable to provide building layout and/or elevations for data center development of the site. However, staff has worked with the Applicant to condition data center architecture and design guidelines as provided above. The Applicant as also provided additional exhibits intended to provide context to the conditioned designed guidelines. This includes as site layout illustrating the conditioned landscape and building setbacks and Illustrative Building Elevations showing design elements the Applicant has conditioned to incorporate at least three of, and finally, a line-of-sight exhibit showing the visual impact of data center development scenario. These exhibits are not intended to be used as conditioned site layout and/or building elevations.
- Proffered Setbacks and Buffers: The Applicant proffers wider-than-minimum setbacks and buffers along I-66, Route 55 and Catharpin Road As conditioned, the principal building setbacks and buffers will be as follows:

Staff Analysis

- Interstate 66 (I-66): A 125-foot building setback is proposed with a 50-foot-wide Type C landscape buffer.
- John Marshal Highway (Route 55): A 100-foot building setback is proposed with a 50-foot-wide Type C Landscape Buffer. Surrounding the Cemetery, the Applicant has proposed a 25 to 36-foot-wide undisturbed cemetery buffer, as recommended, and an additional 25-foot-wide landscape buffer surround to ensure continued landscaping along the frontage of Route 55.
- Catharpin: A 100-foot building setback is proposed with a 50-foot-wide landscape buffer above the minimum requirements.
- Daves Store Lane: A 50-foot building setback is proposed with a 50-foot-wide undisturbed landscape buffer.
- Adjacent to A-1 Zoned Property: A 100-foot-wide building setback is proposed with a 50-foot-wide tree preservation area.

Proposal's Weaknesses

- Lack of Conditioned Site Layout: The Comprehensive Plan recommends that generalized development plans submitted with rezoning and special use permit applications include architectural, sign, lighting, and landscape concepts for all developments. In addition, proposed layouts and architectural elevations for all non-residential projects should be provided. Furthermore, a building height increase is requested without this information, which created difficulty for staff and the Fire Marshal's Office to fully evaluate this request. Fire Marshal review will be required prior to approval of a final site plan and building permits.
- Lack of Architectural Elevations: Staff recommended that the Applicant provide architectural elevations for the proposed data centers, which are located outside of the Data Center Opportunity Zone Overlay District. Architectural elevations have not been provided. Additionally, the application includes a building height increase for the data centers, which will make the buildings more visible from surrounding properties. While architectural elevations can be provided prior to the issuance of building permits, this will not give the public or adjacent jurisdictions an opportunity to review the final building designs prior to construction.

On balance, while there are noted Community Design weaknesses, this application is found to be generally consistent with the relevant components of the Community Design Chapter in the Comprehensive Plan.

Cultural Resources Plan Analysis

Prince William County promotes the identification, evaluation, and protection of cultural resource sites throughout the County, as well as the tourism opportunities these sites present. The Cultural

Resources Plan recommends identifying, preserving, and protecting Prince William County's significant historical, archaeological, architectural, and other cultural resources – including those significant to the County's minority communities – for the benefit of all of the County's citizens and visitors. To facilitate the identification and protection of known significant properties that have cultural resource values worthy of preservation, the land use classification County Registered Historic Site (CRHS) is used in the Comprehensive Plan. The Plan includes areas of potentially significant known but ill-defined or suspected pre-historic sites, Civil War sites, historic viewsheds, landscapes or areas of potential impact to important historic sites, and encourages the identification, preservation, protection, and maintenance of all cemeteries and/or gravesites located within the County.

The site surrounds a cemetery associated with the former Gainesville United Methodist Church. The cemetery is separately parceled and an access easement to the site has been proffered. During their regularly scheduled meeting on September 8, 2021, the Prince William County Historical Commission reviewed Gainesville Technology Park Proffer Amendment, as it was formally known, and recommended no further work. Following this meeting the application was expanded to include the rezoning and the rezoning and special use permits were renamed I-66 & Route 29 Technology Park. During their regularly scheduled meeting on January 12, 2021, the Prince William County Historical Commission recommended a barrier or fence be installed around GPIN 7397-55-0446 by the Applicant in consultation with the owner.

Proposal's Strengths

- Phase I Cultural Resource Survey: With the incorporation of the ±5.01 acre site a Phase I Cultural Resource Survey of the additional parcel was conducted with a recommendation of no further archaeological work.
- Cemetery and Landscape Buffer: During their regularly scheduled meeting on January 12, 2021, the Prince William County Historical Commission recommended a barrier or fence be installed around GPIN 7397-55-0446 by the Applicant in consultation with the owner. Staff worked with Applicant to determine an appropriate separation between the cemetery and future development of the site. Typical data center development, due to the nature of the use, utilize security features such as fences and barriers. Because a fence would likely be included as part of data center development of the site, the Applicant has proposed to provide an additional 25-foot-wide landscape buffer surrounding the proposed 25-foot-wide cemetery buffer to act as a barrier and separate the uses.

Proposal's Weaknesses

- None identified.

On balance, this application is found to be consistent with the relevant components of the Cultural Resources Plan.

Economic Development

The Comprehensive Plan states the intent, goals, policies, and action strategies supporting the Economic Development Plan for the County. The I-66/Route 29 Sector Plan incorporates the Economic Development Plan's intent, goals, policies, and action strategies and states additional action strategies which apply specifically to the I-66/ Route 29 Sector Plan area.

The sector plan area has the benefit of being strategically located with direct Interstate and regional highway routes and rail lines connecting Gainesville and Prince William County to the north, south, east, and west. There are direct connections available to Washington, DC and the northeast corridor, as well as to southeast metropolises via I-81. Economic growth should be promoted based on this accessibility. It should, however, also encourage desirable commercial investment that is compatible with and supportive of a quality residential environment within the sector plan area and nearby portions of the County and the region.

Proposal's Strengths

- **Nonresidential Development:** The application proposes nonresidential development that will increase the County's nonresidential tax base.
- **Targeted Industry:** The applications would allow for the implementation of data center uses, which are a target industry, on the subject site.
- **Economic and Fiscal Impact Analysis:** The Applicant has submitted an economic and fiscal impact analysis prepared by Mangum Economics entitled "I-66 & Route 29 Technology Park Data Center Campus." The analysis found benefits including increase jobs for construction, increased local employment, and increased tax revenue.

Proposal's Weaknesses

- None identified.

On balance, this application is found to be consistent with the relevant components of the Economic Development Plan.

Environment Plan Analysis

Prince William County has a diverse natural environment, extending from sea level to mountain crest. Sound environmental protection strategies will allow the natural environment to co-exist with a vibrant, growing economy. The Environment Plan sets out policies and action strategies that further the County's goal of preserving, protecting and enhancing significant environmental resources and features. The Plan includes recommendations relating to the incorporation of environmentally sensitive development techniques, improvement of air quality, identification of problematic soil issues, preservation of native vegetation, enhancement of surface and groundwater quality, limitations on impervious surfaces, and the protection of significant viewsheds.

The site includes a mixture of early to mid-successional forest and open fields. There are 4.61 acres of wetlands and 3,487 ft. of intermittent stream channels.

Proposal's Strengths

- **Tree Preservation/Undisturbed Landscape areas:** The Applicant has committed, by condition, to provide a 50-foot-wide tree preservation area adjacent to the residential use to the southeast. Additionally, the Applicant has committed, by condition, to provide a 50-foot-wide undisturbed landscape area along Daves Store Lane and the industrial zoned property to the east.
- **Sustainability Initiatives:** The Applicant indicates that the data center campus will be designed to include many of the following sustainability features which will be demonstrated at the time of final site plan:
 - Permeable paving,
 - Recycled aggregate material.
 - Aeration of ponds utilizing solar power.
 - Recycling of construction material waste.
 - Use of high recycled content construction materials.
 - LED site and interior lighting.
 - Heat reflective roof.

Proposal's Weaknesses

- **Comprehensive Landscape Plan:** The subject proffer amendment is intended to amend the proffers associated with Rezoning #REZ1997-0004 to allow for the development of data centers. Rezoning #REZ1997-0004 includes a comprehensive landscape plan (CLP) which outlines the landscaping and buffer requirements of the original approval. This CLP which was adopted 24 years ago is now substandard to current DCSM requirements. The Applicant has stated that the proffer amendment is only intended to allow for the addition of Data center development and has retained the existing CLP as previously approved should non data center development occur. In the event the site is developed for data center uses the associated SUP landscaping and buffering shall apply.

On balance, this application is found to be generally consistent with the relevant components of the Environment Plan.

Fire and Rescue Plan Analysis

Quality fire and rescue services provide a measure of security and safety that both residents and businesses have come to expect from the County. The Fire and Rescue Plan sets out policies and action strategies that further the County's goal of protecting lives, property, and the environment through timely, professional, humanitarian services essential to the health, safety, and well-being of the community. The Plan includes recommendations relating to siting criteria, appropriate levels of

service, and land use compatibility for fire and rescue facilities. The Plan also includes recommendations to supplement response time and reduce risk of injury or death to County residents, establishment of educational programs, such as cardio-pulmonary resuscitation (CPR) training, automatic external defibrillators (AED), and encourage installation of additional fire protection systems – such as sprinklers, smoke detectors, and other architectural modifications.

Fire/Rescue Station #4 (Gainesville) is the first due fire/rescue resource. The first due fire station is location directly across John Marshall Highway from the subject site. In FY 2019, Fire/Rescue Station #4 responded to 4,138 incidents. The workload capacity for Fire/Rescue Station #4 is 4,000 incidents per year.

The Capital Improvement Program (CIP) includes Station 22 (Groveton Station), which is recently opened. This new facility location will affect the total response for Station #4, but the full effect has yet to be determined.

FY2021-2026 Capital Improvement Program (CIP) – Planned Public Facilities

Groveton Station (#22) is a new Fire and Rescue station located at 7500 Century Park Drive in the west end of the County. The 21,000 square foot station houses a pumper, rescue unit, collapse unit, and an Advanced Life Support (ALS) ambulance. Career staffing will be provided for a 24- hour pumper unit, 24-hour rescue unit, and a 24-hour medic unit. The building includes sleeping quarters, a kitchen and dayroom, physical fitness room, training room, storage for heavy tactical rescue equipment, and offices. The station includes four apparatus bays, an area for personal protective equipment, and an exterior training tower.

The station opened in 2021. Systemwide response times are expected to improve and ease the burden on existing nearby stations.

Proposal's Strengths

- Monetary Contribution: As proffered, the Applicant shall make a monetary contribution of \$0.61 per square foot of building area for any new building(s) or addition to the existing building constructed on the property.
- Inside of 4.0-Minute Travel Time: The site is located within the recommended 4.0-minute travel time for fire suppression and basic life support.
- Inside of 8.0-Minute Travel Time: The site is located within the 8.0-minute travel time for advanced life support services.

Proposal's Weaknesses

- Station Workload: FY19 figures indicate that Fire and Rescue Station #4 is currently operating over capacity. Staff notes that there is a new station, Station 22 (Groveton Station), which is recently opened. This new facility location will affect the total response for Station #4, but the full effect has yet to be determined.

On balance, this application is found to be consistent with the relevant components of the Fire and Rescue Plan.

Police Plan Analysis

Residents and businesses expect a high level of police service for their community. This service increases the sense of safety and protects community investments. The Police Plan is designed to promote Prince William County's public safety strategic goal to continue to be a safe community, reduce criminal activity, and prevent personal injury and loss of life and property, as well as to ensure effective and timely responses throughout the County. This Plan encourages funding and locating future police facilities to maximize public accessibility and police visibility as well as to permit effective, timely response to citizen needs and concerns. The Plan recommends educational initiatives, such as Neighborhood and Business Watch, and Crime Prevention through Environmental Design (CPTED), which encourages new development to be designed in a way that enhances crime prevention. The Plan also encourages effective and reliable public safety communications linking emergency responders in the field with the Public Safety Communications Center.

Proposal's Strengths

- Secured Campus: As proposed by the Applicant, a future data facility would be designed as a secure campus with security measures.
- Graffiti Removal: As conditioned, the Applicant agrees to remove any graffiti from the Property

Proposal's Weaknesses

- None identified.

On balance, this application is found to be consistent with the relevant components of the Police Plan.

Potable Water Plan Analysis

A safe, dependable drinking water source is a reasonable expectation of County residents and businesses. The Potable Water Plan sets out policies and action strategies that further the County's goal of providing an economically and environmentally sound drinking water system. The Plan

includes recommendations relating to system expansion, required connections to public water in the development area, and the use of private wells or public water in the Rural Area.

The subject property is within the Development Area of the County and is thereby required to utilize public water to develop. Public water is available from an existing 18-inch water main and 12-inch water mains routed along the southern and western portions of the property. The developer will be required to provide onsite looping for increased redundancy and water quality.

Depending on the final configuration of any proposed onsite water mains, additional water main extensions may be required by the Service Authority to provide adequate fire protection or satisfy water quality requirements. The Applicant shall plan, design and construct all on-site and off-site water utility improvements necessary to develop the subject property and the above-listed requirements in accordance with all applicable Service Authority, and County and State requirements, standards, and regulations.

Proposal's Strengths

- **Water Connection & Service:** As previously proffered, the Applicant shall connect to public sewer and water in connection with development of the property.

Proposal's Weaknesses

- None identified.

On balance, this application is found to be consistent with the relevant components of the Potable Water Plan.

Sanitary Sewer Plan Analysis

Appropriate wastewater and sanitary facilities provide needed public health and environmental protections. The Sanitary Sewer Plan sets out policies and action strategies that further the County's goal of providing an economically and environmentally sound sanitary and stormwater sewer system. The Plan includes recommendations relating to system expansion, required connections to public sewer in the development area, and the use of either private or public sewer systems in locations classified as Semi-Rural Residential (SRR), as well as the Rural Area.

The subject property is within the Development Area of the County and is thereby required to utilize public sewer to develop. Public sewer is available onsite from an existing 12-inch gravity sewer main located near the northwestern corner of the property.

The Applicant shall plan, design, and construct all on-site and off-site sanitary sewer utility improvements necessary to develop the property and satisfy all requirements in accordance with all applicable Service Authority, County, and State requirements, standards, and regulations.

Proposal's Strengths

- Sewer Connection & Service: As previously proffered, the Applicant shall connect to public sewer and water in connection with development of the property.

Proposal's Weaknesses

- None identified.

On balance, this application is found to be consistent with the relevant components of the Sanitary Sewer Plan.

Transportation Plan Analysis

Prince William County promotes the safe and efficient movement of goods and people throughout the County and surrounding jurisdictions by providing a multi-modal approach to traffic circulation. The Transportation Plan establishes policies and action strategies that further the County's goal of creating and sustaining an environmentally friendly, multi-modal transportation system that meets the demands for intra- and inter-county trips, is integrated with existing and planned development, and provides a network of safe, efficient, and accessible modes of travel. The Plan includes recommendations addressing safety, minimizing conflicts with environmental and cultural resources, maximizing cost effectiveness, increasing accessibility of all travel modes, minimizing projected trip demand, and providing sufficient network capacity. Projects should include strategies that result in a level of service (LOS) of "D" or better on all roadway corridors and intersections, reduce traffic demand through transportation demand management strategies, dedicate planned rights-of-way, provide and/or fund transit infrastructure, pedestrian and bicycle pathways, and improved and coordinated access to transit facilities.

The following table provides current VDOT annual average daily traffic and Prince William County transportation model levels of service (LOS) relevant to this development:

The following table provides current VDOT annual average daily traffic and Prince William County travel demand model levels of service (LOS) relevant to this development:

Roadway Name	Number of Lanes	2019 VDOT Count	Travel Demand Model 2015 Daily LOS
John Marshall Highway (Route 55)	2	11,000 VPD	D
Catharpin Road (Route 676)	2	5,200 VPD	D

Access to the site is planned at three (3) access points:

1. A full-movement access on Catharpin Road.
2. A right in/right out entrance on John Marshall Highway approximately 550' east of Catharpin Road.

3. A partial movement entrance on John Marshall Highway at Grove Hill Boulevard with prohibited inbound left turns.

The Comprehensive Plan calls for John Marshall Highway to be a 4-lane Minor Arterial (MA-1) standard facility with a 10-foot asphalt shared use path on the north side of the road. The application includes proffers for John Marshall Highway that provide right-of way in keeping with the MA-1 road standard, an additional westbound through lane () and a sidewalk along the John Marshall Highway site frontage with turn lanes at both proposed entrances. The Comprehensive Plan calls for the segment of Catharpin Road adjacent to the site to be a 4-lane Major Collector (MC-1) standard facility with a 10-foot asphalt shared use path on the eastside of the road along the site frontage. The application includes proffers which provide right-of way in keeping with the MC-1 road standard, an additional northbound through lane, a 10-foot asphalt shared use path) along the site frontage on Catharpin Road and turn lanes at the proposed entrance. Signalization is also proffered at all site entrances if warranted and approved by VDOT.

A Traffic Impact Analysis (TIA) was not required as the proposed data center uses generate significantly less traffic than the approved retail uses for the site. Note that the 2015 daily LOS from the Prince William County traffic demand model did not assume the second westbound through lane on John Marshall Highway or northbound lane on Catharpin Road now proffered by the Applicant. This will further improve the traffic LOS in the vicinity of the site.

Proposal's Strengths

- Site Access: Access to the property will be provided onto John Marshall Highway and Catharpin Road as shown on the GDP.
- Right of Way Reservation and Frontage Improvements: The Applicant is proffering right of way and frontage improvements on John Marshall Highway and Catharpin Road as shown on the GDP. This includes an additional through lane on both roads and turn lanes at the proposed site entrances. Signalization is also proffered at all site entrances if warranted and approved by VDOT
- Pedestrian Connections: This development furthers pedestrian connectivity in the area. The Applicant proffers sidewalk and shared use path extensions which connect to existing and planned facilities.
- Bicycle Racks: The Applicant will provide one bike rack for each building to be constructed.

Proposal's Weaknesses

- None identified.

On balance, this application is found to be consistent with the relevant components of the Transportation Plan.

Strategic Plan

This section of the report is intended to address the project's alignment with the outcomes provided within the County's Strategic Plan. The 2017-2020 Strategic Plan posits that individuals, families and businesses prefer communities with a robust economy; easy access to jobs, services and activities; that support even the most vulnerable in the community; are safe and secure; and provide a quality education that assures lifelong learning and steady employment. From this analysis, the Strategic Plan Team developed five strategic goal areas to guide Board actions: "Robust Economy," "Mobility," "Wellbeing," "Safe and Secure Community," and "Quality Education and Workforce Development." It is important to note that no single area is viewed as more critical than another. Rather, each are interrelated and have direct impact on each other. Collectively, these goal areas impact the quality of life in all facets of the community issues raised during the review of the proposal, which are not directly related to the policies, goals, or action strategies of the Comprehensive Plan, but which are materially relevant to the County's responsibilities in considering land use issues.

The Applicant provided an Economic and Fiscal Impact Analysis which provided the following information:

The proposed data center campus at full build out and operation would employ from 500 to 630 people, support an additional 1, 350 to 2,300 local jobs. Accounting for all the additional pay and benefits supported by the data center campus would amount to about \$90 to \$150 million and generate between \$34 to \$65 million annually in Prince William County Tax revenue.

The Applicant submitted economic and fiscal analysis is attached to this report.

Robust Economy Strategy

- The application supports the revised list of Target Industries and several goals of the Robust Economy Strategy, including increasing new investment by Targeted Industries; increasing new jobs in Targeted Industries; and increasing at-place employment opportunities.

Materially Relevant Data Center Considerations

This section of the report is intended to identify issues raised during the review of the proposal, which are not directly related to the policies, goals, or action strategies of the Comprehensive Plan, but which are materially relevant to the County's responsibilities in considering land use issues. The materially relevant issues in this case are as follows:

- Dominion Energy Virginia (Dominion): In Dominion Energy's communications with the County and the public, Dominion has expressed a preference not to address the impacts of new load growth on the area's electric grid with new electric transmission infrastructure connecting into the Haymarket substation. Dominion has identified alternatives to provide necessary service, including growth in service, that limits impact to the Haymarket substation. This correspondence is attached to this report. The Applicant has not secured a statement of power availability from Dominion.

Staff Analysis

- Board of County Supervisor Directive: On March 2, 2021, staff was directed to bring the Board recommendations to expand and change the Data Center Opportunity Overlay District. Staff was asked to analyze the existing Data Center Opportunity Overlay District and maps and return to the Board with possible Zoning Text Amendment (ZTA) language to amend the map and expand the overlay district in appropriate areas. This evaluation is in progress. Any process undertaken to amend the overlay is requested to 1) engage existing and new stakeholders, 2) incorporate methods to embrace green technology, and 3) encourage the conservation of green and open spaces.
- Substation: The Applicant has identified the adjacent Dominion Energy owned parcel as the location for the future substation which is anticipated to serve the facility.
- Power Supply: The Applicant conditions that no data center use building permit may be issued for development on the Property if, in connection with the execution of a power purchase agreement for the provision of electrical power to such proposed data center building, it is determined by the provider that service thereto triggers the need for construction of new transmission towers carrying overhead bulk electric transmission lines from west of the property.

Proffer Analysis

This section of the report is intended to identify relevant issues within the proffer statement, as drafted:

- None identified.

Modifications / Waivers

Pursuant to Section 32-400.03.2 of the Zoning Ordinance, the Applicant is requesting a waiver/modification of Section 32-401.14.5 to permit a maximum height of seventy-five feet (75') should any portion of the Property be developed with data centers uses.

Pursuant to Section 32-400.04.3 of the Zoning Ordinance, the Applicant is requesting a waiver/modification of Section 32-401.14.4 of the Zoning Ordinance to permit a maximum FAR to 0.65 should any portion of the Property be developed with data centers uses.

Agency Comments

The following agencies have reviewed the proposal and their comments have been summarized in relevant comprehensive plan chapters of this report. Individual comments are in the case file in the Planning Office:

- Dominion Energy
- PWC Archaeologist

Staff Analysis

- PWC Economic Development
- PWC Fire Marshal Office
- PWC Historical Commission
- PWC Planning Office
- PWC Police / Crime Prevention
- PWC Public Works – Watershed / Environmental / Arborist
- PWC Service Authority
- PWC Transportation
- Town of Haymarket
- Virginia Department of Transportation (VDOT)

DRAFT PROFFER STATEMENT

REZ2021-00001, I-66 & Route 29 Technology Park Proffer Amendment

Owners: Southview 66, LLC & Gainesville JM LC
Applicant: Southview 66, LLC
Property: 7397-65-0198, 7397-54-4690, & 7397-55-1465 (collectively, the "Property")
Existing Zoning: B-1, General Business and A-1, Agricultural
Proposed Zoning: B-1, General Business
Magisterial District: Gainesville

Date: May 21, 2021

The undersigned hereby proffers that the use and development of the Property shall be in strict conformance with the following proffers, which shall supersede all other proffers made prior hereto, including proffers approved with REZ #1997-004, Southview at Prince William. In the event the above-referenced rezoning is not granted as applied for by the Applicant, these proffers shall be withdrawn and are null and void and the proffers approved with REZ #1997-0004 will remain in full force and effect.

The headings of the proffers set forth below have been prepared for convenience or reference only and shall not control or affect the meaning or be taken as an interpretation of any provision of the proffers. Any improvements proffered herein shall be provided at the time of development of the portion of the site served by the improvement, unless a different phasing of said improvements is otherwise specified below in these proffers. The terms "Applicant" and "Developer" shall include all future owners and successors in interest.

1. TRANSPORTATION

1.1. **Proffered Transportation Plans.** The transportation improvements proffered herein shall be provided in substantial conformance as shown on those affirmatively proffered road improvement plans prepared by Urban, Ltd., entitled "I-66 & Route 29 Technology Park Transportation Plan," dated July 17, 2020, last revised December 4, 2020 (the "Transportation Plan").¹ The transportation improvements proffered below shall be provided in accordance with the phasing schedule proffered below, and these proffers may not be properly interpreted without reference to both the text hereof and said plans. All references to Intersections contained herein are to those Intersections as identified on the Transportation Plan.

¹ References to intersections are as depicted on the Transportation Plan.

1.2. Improvements to Catharpin Road.

1.2.1. The Applicant agrees to make a right-of-way dedication along the entire Property frontage of Catharpin Road (Route 676) equal to fifty-three (53') feet from existing centerline, and to construct therein a half section of a four-lane divided roadway to include construction of a half section of a raised median as shown on the Transportation Plan. The Applicant shall construct a Class 1 trail within the VDOT right-of-way along the Property's Catharpin Road frontage. All improvements are at no cost to Prince William County (the "County") or the Virginia Department of Transportation ("VDOT").

1.2.2. The Applicant shall construct an entrance on Catharpin Road (Intersection 9) and shall construct a continuous deceleration lane from Route 55 to Intersection 9. The Applicant shall construct Intersection 9 in such a manner as to align with the Catharpin Road entrance to the project known as John Marshall Commons. All improvements are at no cost to the County or VDOT.

1.2.3. As a part of these improvements, a dedicated left turn lane will be included for southbound Catharpin Road to eastbound John Marshall Highway within the existing right-of-way at Intersection 7. All improvements are at no cost to the County or VDOT.

1.3. Improvements to John Marshall Highway, Route 55 west of Gainesville United Methodist Church. Between Intersections 6 and 7, subject to such changes as may be approved by the Prince William County Department of Transportation ("PWCDOT") or VDOT, the following shall apply:

1.3.1. The Applicant agrees that it may construct an entrance on the frontage on Route 55 west of that property owned by the Gainesville United Methodist Church (Intersection 6). All improvements are at no cost to the County or VDOT.

1.3.2. The Applicant agrees that in connection with the construction of Intersection 6, a right turn deceleration lane will be provided on the north side of Route 55 to Intersection 7, and a free flow right turn lane will be constructed from westbound Route 55 to northbound Catharpin Road. All improvements are at no cost to the County or VDOT.

1.3.3. Along the Property's frontage on Route 55, the Applicant agrees to dedicate right of way sufficient to make the road improvements shown on the Transportation Plan which shall be not less than seventy-three (73') feet from existing centerline, and to construct the improvements provided for elsewhere in these proffers, provided that it shall not be required to construct curb, gutter, or sidewalk on the south side of Route 55. The Applicant shall provide a 5' sidewalk along the Property's frontage on Route 55. All improvements are at no cost to the County or VDOT.

1.4. Phasing of transportation improvement proffers. Subject to changes approved by PWCDOT or VDOT, the Applicant agrees to provide the various transportation proffers in accordance with the following schedule:

1.4.1. The Applicant may build up to 150,000 square feet of gross floor area ("GFA") within Land Bays A and B, by providing a standard commercial entrance together with left and right turn lanes as would normally be required to service the development in the Land Bay; provided further that no access to existing Route 55 at Intersection 6 may be obtained unless a raised median is constructed on Route 55 to insure that such Intersection functions solely as right-in, right-out movements.

1.4.2. The Applicant may construct up to 25,000 square feet of GFA within Land Bays C and D by providing a standard commercial entrance together with left and right turn lanes as would normally be required to service the development in the Land Bay.

1.4.3. For Phase 1 as described in the Traffic Impact Analysis submitted to the County in connection with REZ #1997-0004 (the "Southview TIA"), with the final site plan that reflects more than 150,000 square feet to 450,000 square feet of GFA in Land Bays A and/or B, the Applicant shall include as a part of said site plan and shall appropriately bond the following improvements:

- (i) Route 55 improvements from Intersection 6 to 7; and
- (ii) The Catharpin Road improvements, as detailed in Proffer 1.2.

1.4.4. For Phase 1 as described in the Southview TIA, with the final site plan that reflects more than 150,000 square feet and fewer than 450,000 square feet of GFA in Land Bays C and/or D, the Applicant shall include as a part of said final site plan and shall appropriately bond the following improvements:

- (i) The Route 55 improvements, as shown on the Transportation Plan.

1.4.5. With the final site plan that reflects in excess of 450,000 square feet of GFA anywhere on the Property, the Applicant shall include as part of said final site plan and shall appropriately bond each of the improvements identified in Proffers 1.4.3 and 1.4.4.

1.5. **Monetary contributions to Gallerher Road and Route 55, Applicant's participation in a Community Development Authority or similar entity.** In addition to the improvements otherwise specifically proffered herein, and to assist in assuring the completion of planned road improvements, the Applicant further agrees to contribute to the Board of County Supervisors funds for application toward the construction of further improvements to Route 55 from Catharpin Road to Gallerher Road. Such contributions shall be made on the basis of \$1.00 per square foot of gross leasable space, payable at the time of final site plan approval for each square foot of development after approval of the 500,000th gross floor area.

Notwithstanding the above, should the Property be developed with data center uses, Proffer 1.5 shall not apply.

1.6. **Design of ultimate improvements for Route 55.** The Applicant agrees that at such time as it designs the improvements proffered herein for existing Route 55 from Intersections 5 to 7, it shall also cause designs to be prepared for a four-lane divided section of a PA-1 standard for such road.

1.7. **Intersection signalization.** The Applicant shall provide traffic signalization or signal modification at Intersections 5, 7, and 9, at no cost to the County or VDOT, if and when if warranted. The Applicant shall submit a traffic signal justification report (SJR) to VDOT and PWCDOT prior to the construction of the improvements noted in Proffer 1.2 for Intersection 9 and Proffer 1.3 for Intersection 5. The Applicant shall submit a subsequent SJR to VDOT and PWCDOT prior to the last final site plan approval for the Property. If traffic signals are not warranted or VDOT and PWCDOT does not approve such signals in connection with the last site plan for the Property, then the Applicant shall have no further obligation with respect to a traffic signal for the Intersections in which a traffic signal is not warranted or not approved by VDOT and PWCDOT.

1.8. **Data Center Transportation Improvements.** In the event that the Property (or a portion thereof) is developed with data center(s), the Applicant reserves the right to submit a technical memorandum (or other analysis as required by PWCDOT and VDOT) to determine the appropriate transportation improvements necessary, in lieu of the transportation improvements referenced in 1.1 through 1.7 above. Subject to approval by VDOT and/or PWCDOT, the Applicant shall construct, at its cost, those transportation improvements: (i) identified in the technical memorandum/analysis approved by PWCDOT and VDOT to accommodate the traffic generated by the data center use(s); (ii) approved in connection with SUP#2021-00002; and (iii) required in accordance with the DCSM, as determined during site plan review. Alternative transportation improvements for data center uses on the Property (or portion thereof) may include a reconfiguration of the entrance on Daves Store Lane, as generally shown on Sheet 04 of 04 of the Special Use Permit Plan approved in connection with SUP#2021-00002.

1.9. **Bicycle Parking.** The Applicant shall provide a minimum of one (1) inverted-U bicycle parking for each new building constructed on-site.

2. **SITE DEVELOPMENT**

2.1. **Maximum intensity of development permitted.**

2.1.1. The Applicant shall be permitted to construct not more than 1,132,560 square feet of GFA for permitted uses allowed in B-1, subject to these proffers, and as may be permitted by an approved special use permit.

2.1.2. The Property may alternatively be developed all or in part with data center uses pursuant to SUP#2021-00002 and, if the Property is developed with data center uses, the GFA shall not exceed 2,898,800 square feet of data center uses.²

2.1.3. If the Property is developed with a mix of uses including data center uses, permitted pursuant to SUP#2021-00002, and those uses permitted by this proffer statement, then the following shall apply: (i) any portion of the Property developed with data center uses shall have a maximum FAR of .65 (not to exceed 2,898,800 gross square feet); and (ii) any portion of the Property developed with all other permitted uses shall have a maximum FAR of .4 (not to exceed 1,132,560 gross square feet).

2.2. **Parking lot lighting.** Notwithstanding any other provision of these proffers regarding lighting along Route 55 and Catharpin Road, interior parking lot lighting, to the extent installed on the Property, shall be designed to not produce glare onto adjacent properties or public roadways. Such parking lot light fixtures shall be of a design which directs light downward and inward so as to reduce glare from adjacent streets but allow sufficient lighting for security and safety purposes.

2.3. **Pedestrian connections.** Applicant shall incorporate safe pedestrian connections into the design of the development in order to facilitate pedestrian movement within the various areas of the Property where pedestrian movement is expected. This proffer shall not apply if the Property is developed with data center uses.

2.4. **Internal travel between Route 55 and Catharpin Road.** The Applicant shall not be required to construct an internal "spine road" directly linking Route 55 and Catharpin Road. This proffer shall not apply if the Property is developed with data center uses.

2.5. **Development of "pad" sites.** The Applicant agrees that in the event retail is developed on the Property, there shall be no more than ten pad sites. For purposes of this proffer, "pad" site shall mean a freestanding use of 5,000 gross square feet or less, consisting of restaurants,

² In the event the Applicant pursues the reconfiguration of the entrance on Daves Store Lane, as shown generally on Sheet 04 of 04 of the Special Use Permit Plan approved in connection with SUP#2021-00002, the GFA shall not exceed 2,957,680 square feet.

banks, and other similar retail and service-oriented uses. The Applicant agrees that it shall develop no more than one motor vehicle fuel station and quick service food store, either separately or in combination, on (i) the Catharpin Road frontage, and (ii) between Intersections 5 and 7.

2.6. **Regional serving retail uses.** Any regional serving retail uses constructed on the Property shall be clustered, upon completion of all phases, to achieve a pattern of coordinated and complementary retail areas offering a wide range of retail services. They may include a variety of building configurations including multi-tenant shopping centers, enclosed malls, freestanding large superstores, and "big box" retail uses as well as small retail service establishments which are consistent with the regional retail purposes of the RCC designation of the Subject Property as set forth in the adopted Prince William County Comprehensive Plan.

At occupancy of 500,000 square feet of retail area, the Applicant shall report to the County the percentages of local and regional-serving retail, and the remaining developable acreage. In the event that the percentage of developed square footage of regional-serving retail is then less than 50% of the developed square footage at the time of this report, the Applicant shall be required to construct 100,000 square feet of regional-serving retail before it may construct any additional local-serving retail.

Notwithstanding the above, should the Property be developed with any data center uses, Proffer 2.6 shall not apply.

2.7. **Limitation on uses otherwise permitted.** The Applicant agrees that the Property shall not be developed for commercial kennels, boat sales, mobile home or office sales, motor vehicle impoundment yard, travel trailers and camper park, or truck stops.

2.8. **Development of the property in relation to Cemetery Property.** All references in these proffers to the Cemetery Property shall be construed to refer to the property known among the land records of Prince William County bearing GPIN Number 7397-55-0446, owned by the Gainesville United Methodist Church (the "Church"), or by its successors or assigns (the "Cemetery Property").

2.8.1. The Applicant shall provide the Church with such easements as may be reasonably necessary to access to the Cemetery Property. The location and design of such easements shall be determined during final site plan.

2.8.2. The aforesaid easements, as set forth in this section 2.8, shall be contingent upon the grant to the Applicant by the owners of the Cemetery Property of any necessary construction, grading, or utility easements as may be required for the development of the Property adjacent to the Cemetery Property such easements to be located as may be mutually agreeable to the Applicant and the Church.

2.9. **Buffers along Route 55 and Catharpin Road.** The Applicant agrees to maintain a buffer area of 15 feet in depth from the boundary of the Property along its Route 55 frontage, and a similar buffer area of 25 feet along its Catharpin Road frontage. If the Property is developed with data center uses, this proffer shall not apply, and buffers and landscaping shall be provided in accordance with SUP#2021-00002.

2.10. **Town of Haymarket Streetscape Plan lighting.** The Applicant agrees to use acorn style street lamps along Route 55 and Catharpin Road consistent with the Town of Haymarket Streetscape Plan and/or those street lights used in the Town of Haymarket. This proffer shall not apply if the Property is developed with data center uses.

2.11. **Public Interpretation.** The Applicant shall install one (1) interpretive sign on the Property which provides a description of the history of archaeology site 44PW1662. The interpretive sign shall follow the "National Park Service's Wayside Guide: A Guide to Developing Outdoor Interpretive Exhibits (2009)," and shall be low profile 36 inches wide by 24 inches tall. The Applicant shall also prepare a public history of the excavation and the results of the excavation. The content on the interpretive sign and public history shall be prepared in consultation with the Planning Office and/or the Historical Commission and the location of the interpretive sign shall be shown on the approved final site plan containing the location of proposed interpretive sign. The interpretive sign shall be installed prior to issuance of the occupancy permit for the building on the Property, subject to obtaining a sign permit from the Zoning Office and shall not count towards the number of signs permitted by-right on the Property.

3. SIGN PLAN

3.1. **Coordinated sign plan.** Applicant shall implement a comprehensive and coordinated sign plan for the Property. For purposes of this proffer, the Comprehensive Sign Plan shall control the general locations of project identification signs and the overall parameters for signs in terms of maximum height and size. The exact location of freestanding signs shall be determined at the time of site plan based on final design and engineering considerations. This proffer shall not apply if the Property (or a portion thereof) is developed with data center uses.

3.2. **Shopping Center Sign.** The Applicant may have only one shopping center sign located along I-66, which may be no taller than forty feet in height and shall contain no more than one hundred square feet per each face, on each of two permitted faces. No tenant names may be included on the said shopping center sign. Other shopping center signs shall be located as shown on the Comprehensive Sign Plan.

3.3. **Freestanding signs.** The applicant shall construct no more than ten freestanding signs other than permitted project identification signs. This proffer shall not apply if the Property (or a portion thereof) is developed with data center uses.

4. ARCHITECTURE AND AESTHETICS

4.1. **Comprehensive Landscape Plan.** Applicant shall develop the Property in accordance with a coordinated and integrated landscape master plan for the Property which shall be implemented in phases as development occurs on the Property, in substantial conformance with the Comprehensive Landscape Plan dated December 2, 1996, revised December 10, 1996, and May 16, 1997, attached hereto and incorporated herein by reference.

4.2. **Interior Parking Lot Landscaping.** Not less than one-third of the trees required to meet applicable interior parking lot landscaping standards shall be shade trees.

4.3. **Screening of Exterior Rooftop Mechanical Equipment.** All exterior rooftop mechanical equipment which is visible from the surrounding ground area shall to the extent possible be screened, generally by the incorporation into the roof form through the use of materials similar to those employed in the construction of the principal structure.

4.4. **Screening of dumpster pads.** All dumpster pads shall be located on the Property as unobtrusively as is practical and shall be effectively screened from any adjacent street.

4.5. **Screening of certain storage areas.** For outside storage areas located adjacent to Catharpin Road and John Marshall Highway, Applicant shall provide, in addition to screening required by adopted ordinances and regulations, supplemental landscaping between said required screening fence and the right-of-way.

4.6. **Fencing.** No chain link fences shall be located within thirty (30') feet of the Catharpin Road or John Marshall Highway frontages on the Property. In the event a chain link fence is constructed on the Property along the Interstate 66 frontage of the Property for security or safety purposes, said fence shall be reasonably landscaped, said landscaping to be located between the fence and Interstate 66 right-of-way.

4.7. **Covenants, conditions and restrictions regarding the coordinated development of the site.** Applicant shall prepare such covenants, conditions and restrictions as may be reasonably necessary to coordinate development of the Property including, by way of example, such items as architectural controls (including specifically controls relating to principal color schemes), coordinated landscaping, etc. Further, Applicant shall at all times contract with an organization charged with responsibility to oversee the on-going management and maintenance of the Property, including landscaping maintenance of common areas.

4.8. **Building setback from Interstate 66 and landscaping of such buffers.** Applicant agrees that no building shall be constructed closer than one hundred and twenty-five (125') feet from the existing VDOT right-of-way of Interstate Route 66, with landscaping to be provided as shown on the Comprehensive Landscape Plan.

4.9. **Commitment to quality of development and architectural treatments to enhance aesthetic appeal.** The Applicant agrees to develop the Property in such a manner so as to project a quality development and shall make every reasonable effort to accomplish this objective with the use of such design techniques as follows:

4.9.1. The Applicant agrees that the elevation of any structures to be constructed that face Interstate Route 66, Catharpin Road or Route 55 shall consist of such materials as wood, brick veneer, split-faced block, precast stone or concrete, sitecast concrete, or such other comparable materials. The predominant colors of all structures shall be so selected as to be harmonious with the overall color scheme of the project and shall be of earth tones. All color schemes shall be subject to review and approval by an architectural review board under the architectural review process established in the covenants, conditions and restrictions required to be imposed on the Property. Notwithstanding any other provision hereof, in the event that the Applicant proposes any color other than earth tone, it may submit color samples and conceptual renderings to the Zoning Administrator who shall approve such alternative colors if he or she finds that the proposal is harmonious with the overall earth tone color scheme of the project, consistently with the purpose and intent of this proffer. The Zoning Administrator's approval shall not be unreasonably withheld.

4.9.2. The Applicant shall design and articulate the surface of the side and rear elevations of buildings having an orientation toward, and substantial visibility from, Interstate 66 to break up expanses of uninterrupted building facades visible from Interstate 66, Route 55 and Route 29. Design shall incorporate the use of recesses, offsets, and/or other architectural details and/or building materials to avoid blank and uninterrupted walls toward the Interstate, to implement the purpose of this proffer. Front, side and rear elevations may use different but compatible materials in their designs.

Notwithstanding the above, should the Property (or a portion thereof) be developed with data center uses the requirements set forth in Proffers 4.1 through 4.9, shall not apply and it shall conform with SUP#2021-00002 (as may be amended).

5. ENVIRONMENT

5.1. **Connection to public sewer and water.** The Applicant agrees to connect to public sewer and water in connection with the development of this Property.

5.2. **Spill contingency plan.** Any user or tenant on the Property who handles or produces hazardous chemical wastes or petroleum products shall be responsible for preparing a Spill Contingency Plan and notifying the Fire Marshall's office in a timely manner in the event of a spill, resulting from or relating to the respective operation, of any such hazardous chemical waste or petroleum product on the Property. Said user or tenant shall assume full responsibility for all public

expenses incurred in the clean-up of such a spill, whether on the respective site or elsewhere on the Property.

5.3. **Emergency response.** All industrial users on the Property who may be required under OSHA regulations to fill out Material Safety Data Sheets on chemicals or materials stored or used on the Property shall provide a copy to the County and to the local fire department, the local Emergency Planning Committee and the State Emergency Response Commission prior to occupancy, and the Material Data Sheets shall be periodically updated, and revised copies shall also be provided to the local Emergency Planning Committee.

5.4. **Spill and emergency response notification requirements.** The Applicant shall advise all tenants and users on the Property using the materials above of the obligations as set forth herein; however, Applicant shall have no responsibility or liability for compliance with said obligations except as a tenant or user. In the event Applicant sells ground and/or improvements thereon, Applicant shall provide notice in the sales contract of the obligations set forth herein..

5.5. **Contribution of funds for water quality monitoring.** The Applicant agrees to pay to the County the sum of \$75.00 per acre for each acre included within a final site plan application, at the time of final site plan approval for any portion of the Property, for the purpose of monitoring water quality.

5.6. **Wetlands Preservation.** The Applicant shall preserve onsite wetlands in accordance with the buildable area shown on Sheet 02 of 03 of the Special Use Permit Plan entitled "I-66 & Route 29 Technology Park Special Use Permit Plan," prepared by Urban, Ltd., dated July 17, 2020, last revised May 21, 2021, in connection with SUP#2021-00002.

6. FIRE AND RESCUE

Applicant shall make a monetary contribution in the amount of \$10,000 to the Prince William Board of County Supervisors for fire and rescue services in the area at the time an occupancy permit is issued for the 150,000th square foot of GFA on the Property. Applicant shall make an additional monetary contribution in the amount of \$20,000 for the same purpose at the time an occupancy permit is issued for the 450,000th square foot of GFA on the Property. Notwithstanding the above, should the Property (or a portion thereof) be developed for data center uses, the Applicant shall make a monetary contribution to the Prince William Board of County Supervisors in the amount of \$0.61 per square foot of gross floor area for any new principal building(s) constructed on the Property to be used for fire and rescue services.

7. CONTRIBUTION TO JAMES LONG PARK.

Proffer Statement

The Applicant shall make a monetary contribution to the Prince William Board of Supervisors in the amount of \$10,000.00 to be applied to development of James Long Park. Said contribution shall be paid at the time of final site plan approval for the first development on the Property.

8. CONTRIBUTION TO THE MASTER GARDENER'S PROGRAM.

The Applicant shall contribute the sum of \$5,000.00 to the Prince William County Board of County Supervisors at the time of final site plan approval for the first development on the Property, for use in the Master Gardener's Program operated by the VPI Cooperative Extension Service, and shall, during development of the Property, identify a mutually acceptable Intersection in the vicinity of the property or other suitable site to be landscaped by or under the direction of that Program.

9. PROVISION OF FACILITIES FOR POLICE PRESENCE WITHIN SOUTHVIEW.

In order to assist in providing enhanced security for the Gainesville-Haymarket area, the Applicant shall make available space for police use within the development, as is mutually agreeable to the Applicant and the Prince William County Chief of Police. If the Property is developed with data center uses this proffer shall not apply.

10. WAIVERS & MODIFICATION

10.1. Pursuant to Section 32-400.03.2 of the Zoning Ordinance, approval of this Proffer Amendment shall constitute a waiver/modification of Section 32-401.14.5 to permit a maximum height of seventy-five feet (75') should the Property (or a portion thereof) be developed with data centers uses.

10.2. Pursuant to Section 32-400.04.3 of the Zoning Ordinance, approval of this Proffer Amendment shall constitute a waiver/modification of Section 32-401.14.4 of the Zoning Ordinance to permit a maximum FAR to .65 should the Property (or a portion thereof) be developed with data centers uses.

10.3. Pursuant to Section 32-250.23.6 of the Zoning Ordinance, approval of this Proffer Amendment shall constitute a waiver/modification of Section 32-250.28 of the Zoning Ordinance to permit the signage set forth above in Proffer 3.

11. ESCALATOR PROVISION FOR MONETARY PROFFERS.

All monetary contributions provided for in this Proffer Amendment shall be adjusted to account for inflationary effects during the period of time following the approval of the rezoning by the Prince William County Board of County Supervisors. All contribution amounts will be adjusted by the percentage change in the Consumer Price Index for all Urban Consumers (CPI-U), as calculated from

Proffer Statement

the date of zoning approval by the Board of County Supervisors to the date of payment, or six per cent (6%) per year, whichever is less.

P109447.DOCX

Proposed Conditions

PROPOSED CONDITIONS

Owners: Southview 66, LLC & Gainesville JM, LC

Applicant: Southview 66, LLC

Special Use Permit: #SUP2021-00002, I-66 & Route 29 Technology Park

Prince William County GPINs: 7397-65-0198 & 7397-55-1465

Special Use Permit Area: +/- 102.38 acres (the "Property")

Existing Zoning: B-1, General Business & A-1, Agricultural

Proposed Zoning: B-1, General Business

Magisterial District: Gainesville

Date: July 9, 2021

The following conditions are intended to offset the impacts of the proposal and to render the application consistent with the applicable chapters of the Comprehensive Plan and the surrounding areas. If the conditions of this Special Use Permit ("SUP") or the Special Use Permit Plan conflict with the approved Proffers, Zoning Ordinance and/or the Design and Construction Standards Manual (the "DCSM") at the time of final site plan review or approval, the more restrictive standards shall apply, except as specifically authorized by this SUP.

The Applicant shall file a site plan within three (3) years of approval of this SUP by the Board of County Supervisors and shall have up to five (5) years from the date of final site plan approval to commence the proposed use. Issuance of an occupancy permit for the new use on the Property constitutes commencement of the use. Issuance of an occupancy permit for any data center structure shall vest the Applicant's right to thereafter construct the remaining structures/uses beyond the three (3) and five (5) year time requirements, as referenced in this paragraph.

1. Site Development: The Property shall be developed in substantial conformance with the special use permit plan entitled "I-66 & Route 29 Technology Park Special Use Permit Plan," prepared by Urban, Ltd., dated July 17, 2020, last revised May 21, 2021 (the "SUP Plan").
2. Use Limitations:
 - a. Permitted Uses: The use approved with this SUP shall be limited to data centers, as defined by the Prince William County Zoning Ordinance, and ancillary uses usually and customarily associated therewith. Approval of this SUP does not prohibit any other permitted uses on the Property by the zoning approved therefor or preclude the Applicant from developing the Property (or a portion thereof) together with other uses permitted on the Property in combination with data center uses.
 - b. Phasing: Buildings may be constructed, and uses commenced, in one or multiple phases.
3. Community Design:
 - a. Building Setback along I-66: All principal buildings constructed on the Property shall be located a minimum of one hundred twenty-five feet (125') from the I-66 Virginia

Proposed Conditions

Department of Transportation (“VDOT”) right of way along the northern boundary of the Property.

- b. Building Setback along Route 55 and Catharpin Road: All principal buildings constructed on the Property shall be located a minimum of one hundred feet (100') from the VDOT right of way along Route 55 and Catharpin Road.
- c. Data Center Architecture: the following conditions shall apply to all buildings used for data center uses, except for public facilities (such as generator systems or sanitary sewer pumps):
 - i. The principal building façades of any data center constructed on the Property that face Route 55, I-66, or Catharpin Road, and are within 150 feet of the perimeter boundary of the Property, shall have as the primary exterior building material one or more of the following: precast or tilt-wall concrete panels with reveals and an accent color scheme, architectural concrete masonry units (e.g., simulated stone, split face, ground face), EIFS (exterior insulation and finishing system), and/or metal panels of architectural grade and quality. Changes to the permitted exterior building materials may be approved by the Planning Director. Prior to requesting a building permit release letter from Development Services, the Applicant shall submit building elevations to the Planning Director to demonstrate compliance with this condition. Any security booth(s) or other accessory structure(s) on the Property shall be coordinated with the design utilized for the principal building(s) they serve.
 - ii. Principal building facades that face Route 55, I-66, or Catharpin Road shall avoid the use of undifferentiated surfaces by including at least three of the following design elements: change in building height; building step-backs or recesses; fenestration; change in building material; change in building pattern; change in building texture; change in building color; or use of accent materials.
 - iii. Roof top mechanical equipment shall be screened from public rights-of-way. Ground level mechanical equipment not screened by a principal building or existing vegetation shall be screened by a visually solid fence, screen wall or panel, or other visually solid screen that shall be constructed of materials compatible with those used in the exterior construction of the principal building. Notwithstanding the requirements of this section, ground level mechanical equipment located in a manner found to have no adverse impact on adjacent roads and adjacent properties, as determined by the Planning Director, shall not be required to be screened.
- d. Dumpster Pads: All dumpster pads shall be located on the Property as unobtrusively as possible and shall be screened using materials that are architecturally compatible with the building(s) they serve.

Proposed Conditions

- e. Fencing: Fencing of portions of the Property is permitted. Chain-link fencing or barbed wire fencing are prohibited within fifty (50') feet of public street frontages. This fence allowance does not relieve the Applicant from complying with all fire and access code requirements. The Planning Director may allow for alternative compliance with this requirement, provided the Applicant demonstrates that the fencing visibility is reduced through the use of landscaping and other methods to reduce visibility.
- f. Landscaping: The Applicant shall provide landscaping and buffers in substantial conformance with Sheet 03 of 04 of the SUP Plan. Existing vegetation located in landscape areas and buffers as shown on Sheet 03 of 04 of the Landscape Plan (when it is good native and good quality) shall be preserved and incorporated into the design. Disturbance shall be permitted within the 50' Undisturbed Landscape Areas as needed for removal of dead and dying trees and minimal perpendicular utility crossings. If any trees or vegetation are removed from the 50' Undisturbed Landscape Area, except in connection with minimal utility crossings, the Applicant shall replant such trees and vegetation with plantings of an equal plant unit calculation in order to maintain the natural forest conditions. All new plantings shall be indigenous and drought resistant. Simultaneously with planting, the Applicant shall remove from landscaping and buffer areas any dead or diseased vegetation, noxious plants, or invasive species.
 - i. Utility crossings within landscape areas and landscape buffers shall be limited to the extent and in the manner permitted by the DCSM and Zoning Ordinance Section 32-250.32.2. When utility crossings are necessary, the crossings shall be located and aligned as close to perpendicular as practicable based on final engineering considerations.
 - ii. Within the 50' Landscape buffer shown on Sheet 2 of 4 of the SUP Plan along Daves Store Lane and the "Public ROW" the Applicant shall replant any areas disturbed during the construction of Davis Store Lane to a Type C buffer, as may be required to meet minimum requirements of the DCSM.
- g. Soil Remediation: To facilitate adequate expansion of tree and shrub roots to support healthy plants, all landscape areas, parking lot islands and buffers, which have been subject to pavement and/or compaction shall have, prior to planting: a) all foreign materials (asphalt, concrete, rock, gravel, debris, etc.) removed and the soil loosened to a depth of a minimum of 3', and b) a top dressing of 4" to 6" of clean topsoil provided. This topsoil shall be a loam, sandy loam, clay loam, silt loam, or sandy clay loam. The topsoil shall not be a mixture of or contain contrasting textured subsoils. The topsoil shall contain less than 5% by volume of cinders, stones, slag, coarse fragments, sticks, roots, trash, or other materials larger than 1" in diameter and shall not contain gravel. The topsoil shall contain a minimum of 5% natural fine organic matter, such as leaf mold, peat moss, etc.
- h. Parking Lot Lighting: All freestanding parking lot lights shall have a maximum height of thirty feet (30') and shall have fixtures which direct light downward and inward. In addition, all building-mounted lighting, if any, shall be directed or shielded in such a

Proposed Conditions

manner as to prevent glare from projecting onto adjacent properties or public rights-of-way.

- i. Signage: All signage shall be in conformance with the Zoning Ordinance. In addition, the following shall apply to signage and advertisements onsite:
 - i. Minor signage may be provided as needed.
 - ii. Unless the Zoning Ordinance does not otherwise require, sign permits are required for all signs. Color and scaled renderings of all signage shall be submitted as part of the sign permit approval process.
 - iii. All facade signage shall be coordinated on a section-by-section basis in color, size and materials.
 - iv. Facade signage may be oriented toward I-66.
 - v. Applicant shall have the right to incorporate project or owner/tenant identification signs into the entrance features/walls.
- j. Sustainability: Any data center building developed on the Property shall include the sustainability measures listed below. Compliance with this condition shall be demonstrated at the time of final site plan approval.
 - i. Permeable paving;
 - ii. Recycled aggregate materials;
 - iii. Aeration of ponds utilizing solar power;
 - iv. Recycling of construction material waste;
 - v. Use of high recycled content construction materials;
 - vi. LED site and interior lighting; and
 - vii. Heat reflective roof.
- k. Power Supply: No building permit for a data center building may be issued for development on the Property if, in connection with the execution of a power purchase agreement for the provision of electrical power to such data center building, it is determined by the electrical provider that service thereto triggers the need for construction of new transmission towers carrying overhead bulk electric transmission lines from west of the Property.

4. Environment:

- a. Stormwater Management: Stormwater management shall be provided on-site, as generally shown on the SUP Plan. Final design and location of stormwater management facilities shall be determined at the time of final site plan. Stormwater management practices shall adhere to all applicable State and local laws, ordinances, and regulations.

Proposed Conditions

5. Maintenance of the Property
 - a. Graffiti Removal: The Applicant agrees to remove any graffiti from the Property. Graffiti shall be deemed any inscription or marking on walls, buildings or structures not permitted by the sign regulations in Section 32-250.21 et seq. of the Zoning Ordinance. Any graffiti is to be reported to the Prince William County Police Department before removal.
 - b. Site Maintenance: The Applicant shall remove litter, trash and debris from the site as necessary.

6. Transportation:
 - a. Site Access: Access to the Property shall be provided in the locations shown on the SUP Plan, subject to changes requested by the Applicant and approved by VDOT and Prince William County Department of Transportation ("PWCDOT") in connection with final site plan review.
 - b. Data Center Transportation Improvements: In the event the Applicant proceeds with a site plan for data center uses on all or any portion of the Property, the Applicant may submit a technical memorandum (or other analysis as determined by PWCDOT) to determine the appropriate transportation improvements necessary in lieu of the transportation improvements referenced in Proffers 1.1 through 1.7 in the Proffer Statement approved with REZ2021-00001. Subject to the approval by VDOT and/or PWCDOT, the Applicant may construct, at its cost, those alternative transportation improvements: (i) identified in the technical memorandum, to accommodate the traffic generated by the data center use(s); (ii) approved in connection with this Special Use Permit; and (iii) required in accordance with the DCSM, as determined during final site plan review. Alternative transportation improvements for data center uses on the Property (or portion thereof) may include a reconfiguration of the entrance on Daves Store Lane, as generally shown on Sheet 04 of 04 of the Special Use Permit Plan entitled "Data Center Entrance Alternative."

7. Waivers/Modification:
 - a. Pursuant to Section 32-400.03.2 of the Zoning Ordinance, approval of this Special Use Permit shall constitute a waiver/modification of Section 32-401.14.5 to permit a maximum height of seventy-five feet (75') to any portion of the Property that is developed with data centers uses.
 - b. Pursuant to Section 32-400.04.3 of the Zoning Ordinance, approval of this Special Use Permit shall constitute a waiver/modification of Section 32-401.14.4 of the Zoning Ordinance to permit a maximum FAR to .65 to any portion of the Property that is developed with data centers uses.

Special Use Permit Plan



LEGEND:

- S-1 AREA
- - - E-1 DRIVE
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NOTES:

1. THE SITE PLAN IS SUBJECT TO THE CITY OF CHARLOTTE'S ZONING ORDINANCE AND THE CITY OF CHARLOTTE'S SPECIAL USE PERMIT PLAN. THE CITY OF CHARLOTTE'S ZONING ORDINANCE IS THE PRIMARY AUTHORITY AND THE CITY OF CHARLOTTE'S SPECIAL USE PERMIT PLAN IS THE SECONDARY AUTHORITY.
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TABLE 1

NAME	TYPE	ADDRESS	PERMIT NUMBER	DATE
1000 W. 10TH ST	COMMERCIAL	1000 W. 10TH ST	B-1	9-1
1000 W. 11TH ST	COMMERCIAL	1000 W. 11TH ST	B-1	9-1
1000 W. 12TH ST	COMMERCIAL	1000 W. 12TH ST	B-1	9-1
1000 W. 13TH ST	COMMERCIAL	1000 W. 13TH ST	B-1	9-1
1000 W. 14TH ST	COMMERCIAL	1000 W. 14TH ST	B-1	9-1
1000 W. 15TH ST	COMMERCIAL	1000 W. 15TH ST	B-1	9-1
1000 W. 16TH ST	COMMERCIAL	1000 W. 16TH ST	B-1	9-1
1000 W. 17TH ST	COMMERCIAL	1000 W. 17TH ST	B-1	9-1
1000 W. 18TH ST	COMMERCIAL	1000 W. 18TH ST	B-1	9-1
1000 W. 19TH ST	COMMERCIAL	1000 W. 19TH ST	B-1	9-1
1000 W. 20TH ST	COMMERCIAL	1000 W. 20TH ST	B-1	9-1
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1000 W. 50TH ST	COMMERCIAL	1000 W. 50TH ST	B-1	9-1

ZONING REQUIREMENTS FOR B-1 (GENERAL BUSINESS)

PROPOSED USE: DATA CENTER

PERMITTED USES:

- 1. OFFICE
- 2. PROFESSIONAL SERVICE
- 3. RETAIL
- 4. RESTAURANT
- 5. SERVICE
- 6. STORAGE
- 7. TRADING
- 8. USES NOT SPECIFICALLY LISTED IN THE ZONING ORDINANCE

PROHIBITED USES:

- 1. ALCOHOLIC BEVERAGE
- 2. AMUSEMENT
- 3. AUTO REPAIR
- 4. BROADCASTING
- 5. CARWASH
- 6. CHILDREN'S PLAY CENTER
- 7. CIGARETTE MANUFACTURING
- 8. CONSTRUCTION
- 9. DANCE
- 10. DAYCARE
- 11. DRY CLEANING
- 12. FUEL
- 13. GOLF COURSE
- 14. GYMNASIUM
- 15. HEALTH CARE
- 16. HOSPITAL
- 17. HOTELS
- 18. JUVENILE CENTER
- 19. KIDNAPING
- 20. LAUNDRY
- 21. LIQUOR STORE
- 22. NIGHT CLUB
- 23. NIGHTMARE
- 24. OFFSHORE OIL RIG
- 25. OIL WELL
- 26. PAPER MILL
- 27. PESTICIDE MANUFACTURING
- 28. PESTICIDE STORAGE
- 29. PESTICIDE USE
- 30. PESTICIDE DISTRIBUTION
- 31. PESTICIDE APPLICATION
- 32. PESTICIDE STORAGE
- 33. PESTICIDE USE
- 34. PESTICIDE DISTRIBUTION
- 35. PESTICIDE APPLICATION
- 36. PESTICIDE STORAGE
- 37. PESTICIDE USE
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- 90. PESTICIDE DISTRIBUTION
- 91. PESTICIDE APPLICATION
- 92. PESTICIDE STORAGE
- 93. PESTICIDE USE
- 94. PESTICIDE DISTRIBUTION
- 95. PESTICIDE APPLICATION
- 96. PESTICIDE STORAGE
- 97. PESTICIDE USE
- 98. PESTICIDE DISTRIBUTION
- 99. PESTICIDE APPLICATION
- 100. PESTICIDE STORAGE

OPEN SPACE REGULATIONS:

1. THE CITY OF CHARLOTTE'S ZONING ORDINANCE IS THE PRIMARY AUTHORITY AND THE CITY OF CHARLOTTE'S SPECIAL USE PERMIT PLAN IS THE SECONDARY AUTHORITY.

2. THE CITY OF CHARLOTTE'S ZONING ORDINANCE IS THE PRIMARY AUTHORITY AND THE CITY OF CHARLOTTE'S SPECIAL USE PERMIT PLAN IS THE SECONDARY AUTHORITY.

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10. THE CITY OF CHARLOTTE'S ZONING ORDINANCE IS THE PRIMARY AUTHORITY AND THE CITY OF CHARLOTTE'S SPECIAL USE PERMIT PLAN IS THE SECONDARY AUTHORITY.

SPECIAL USE PERMIT PLAN
1-66 & ROUTE 29 TECHNOLOGY PARK
SPECIAL USE PERMIT PLAN
PRINCE WILLIAM COUNTY, VIRGINIA

SCALE: 1" = 200' CL=NA DATE: JULY, 2020

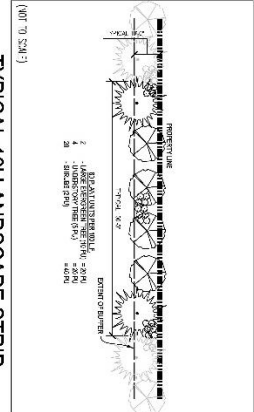
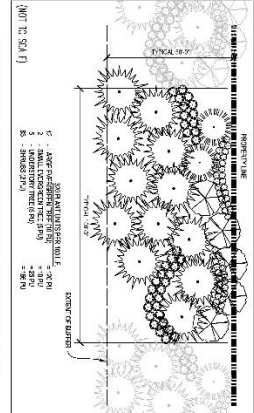
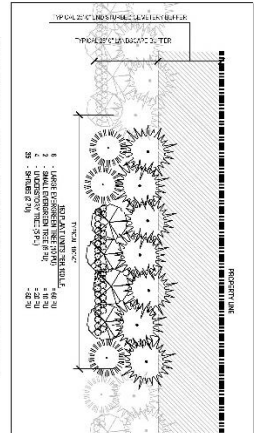
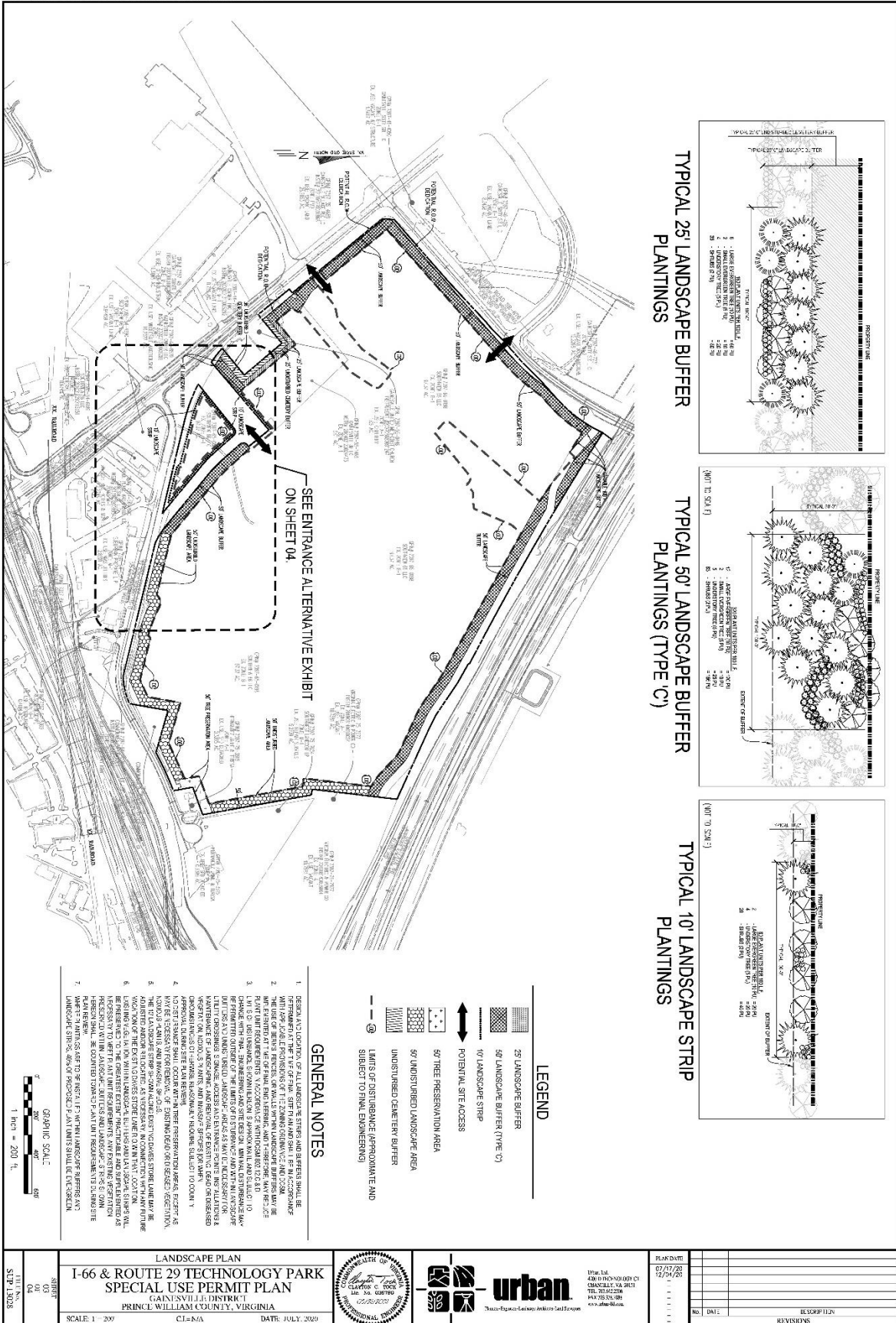
City of Fairfax
Planning and Zoning Department

urban
Urban Planning & Architecture, Inc.

PLAN DATE: 07/27/2020
07/27/2020

SHEET: 02 OF 04
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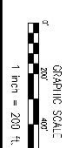
Urban, LLC - 411 West 20th Street, Suite 100, Alexandria, VA 22304 | 703.529.1234 | www.urbanllc.com | July 24, 2021 - 2:30pm only



LEGEND

- 25' LANDSCAPE BUFFER
- 50' LANDSCAPE BUFFER (TYPE C)
- 10' LANDSCAPE STRIP
- POTENTIAL SITE ACCESS
- 50' TREE PRESERVATION AREA
- 50' UNDISTURBED LANDSCAPE AREA
- UNDISTURBED CENTER BUFFER
- LIMITS OF DISTURBANCE APPROXIMATE AND SUBJECT TO FINAL ENGINEERING

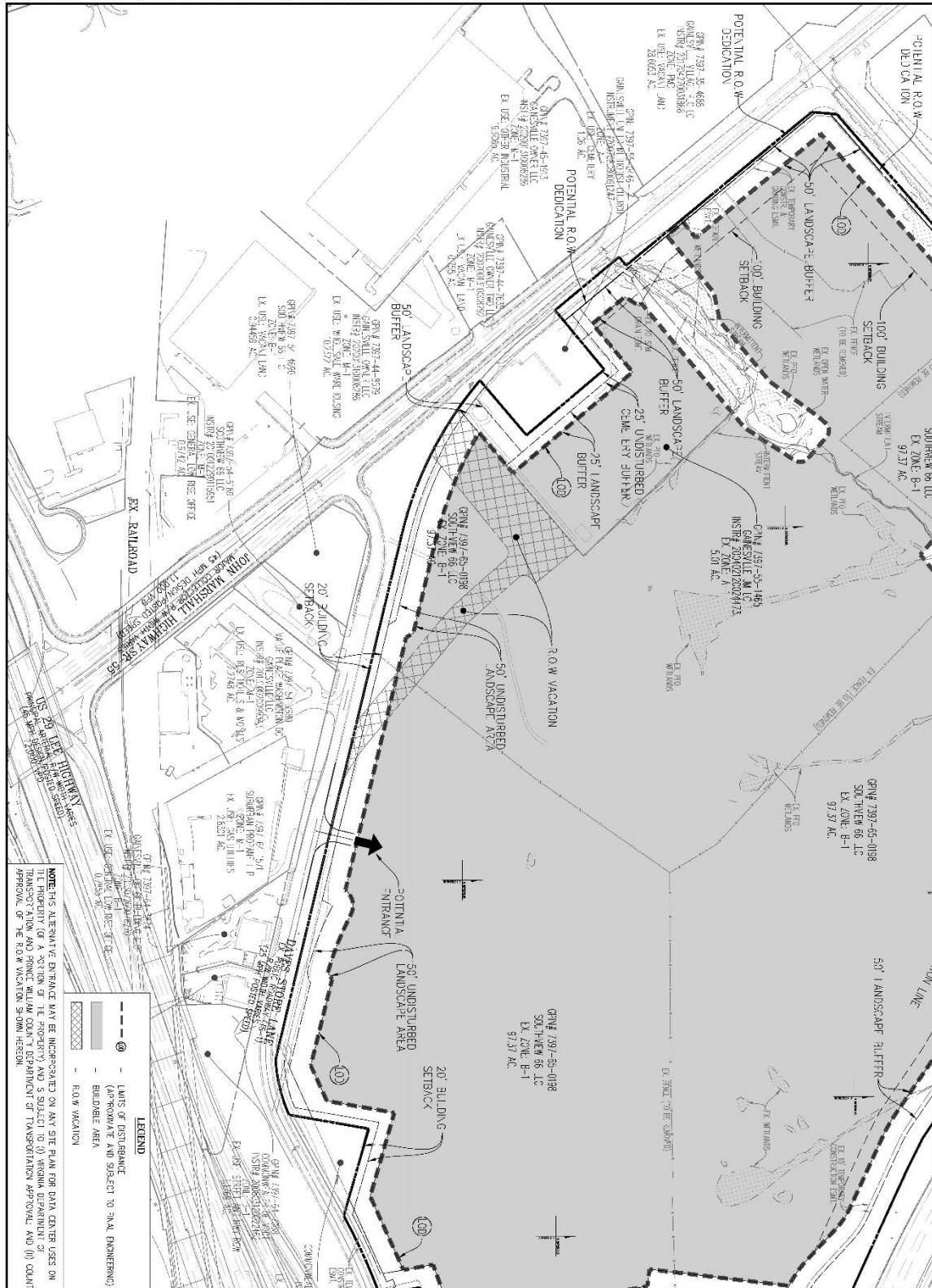
- GENERAL NOTES**
1. DEMONSTRATION OF ALL LANDSCAPE STRIPS AND BUFFERS SHALL BE APPROVED BY THE CITY OF ALEXANDRIA. ALL PLANTINGS SHALL BE PERFORMED AT THE TIME OF FINAL GRADING AND SHALL BE INSTALLED IN ACCORDANCE WITH THE CITY OF ALEXANDRIA LANDSCAPE BUFFER SPECIFICATIONS. THE CITY OF ALEXANDRIA RESERVES THE RIGHT TO MODIFY OR CHANGE ANY OF THE SPECIFICATIONS AT ANY TIME WITHOUT NOTICE.
 2. ALL PLANTINGS SHALL BE INSTALLED IN ACCORDANCE WITH THE CITY OF ALEXANDRIA LANDSCAPE BUFFER SPECIFICATIONS. THE CITY OF ALEXANDRIA RESERVES THE RIGHT TO MODIFY OR CHANGE ANY OF THE SPECIFICATIONS AT ANY TIME WITHOUT NOTICE.
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<p>LANDSCAPE PLAN I-66 & ROUTE 29 TECHNOLOGY PARK SPECIAL USE PERMIT PLAN GAINESVILLE DISTRICT PRINCE WILLIAM COUNTY, VIRGINIA</p> <p>SCALE: 1" = 50'</p>			<p>Urban, LLC 411 West 20th Street, Suite 100 Alexandria, VA 22304 TEL: 703.529.1234 FAX: 703.529.1235 www.urbanllc.com</p>	<p>PLANNING DATE: 07/24/21</p>
				<p>NO. DATE DESCRIPTION</p>

Special Use Permit Plan

Urban, Ltd. \4\K85\Draw of General\Revised\CDP-RDP-SUP\2021-01-ENTRANCE ALTERNATIVE [ENTRANCE ALTERNATIVE] July 24, 2021 - 2:04pm aml



NOTE: THIS ALTERNATIVE ENTRANCE MAY BE INCORPORATED ON ANY SITE PLAN FOR DATA CENTER USES ON THE PROPERTY (OR A PORTION OF THE PROPERTY) AND IS SUBJECT TO (1) VIRGINIA DEPARTMENT OF TRANSPORTATION AND PUBLIC WORKS' DEPARTMENT OF TRANSPORTATION APPROVAL AND (2) COUNTY APPROVAL OF THE ROW VACATION SHOWN HEREON.

LEGEND

- LIMITS OF DISTURBANCE (APPROXIMATE AND SUBJECT TO FINAL ENGINEERING)
- BUILDABLE AREA
- ROW VACATION

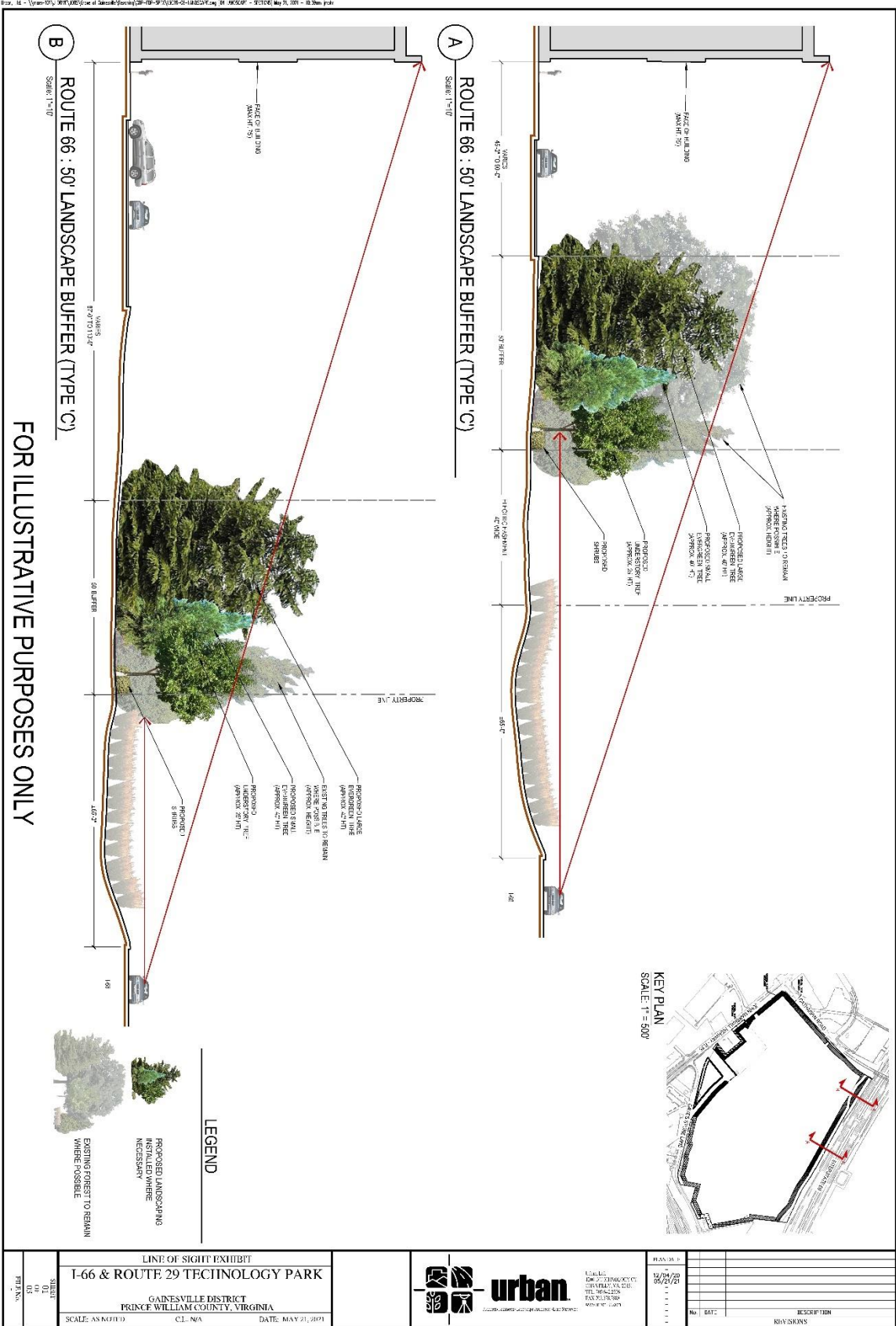
ENTRANCE ALTERNATIVE EXHIBIT
I-66 & ROUTE 29 TECHNOLOGY PARK
SPECIAL USE PERMIT PLAN
 GAINESVILLE DISTRICT
 PRINCE WILLIAM COUNTY, VIRGINIA
 SCALE: 1" = 100' C1=NA DATE: JULY, 2020



Urban, Ltd.
 10000 WOODBRIDGE DRIVE
 FALLS CHURCH, VA 22044
 TEL: 703.271.1100
 FAX: 703.271.1101
 www.urban-ltd.com

NO.	DATE	DESCRIPTION

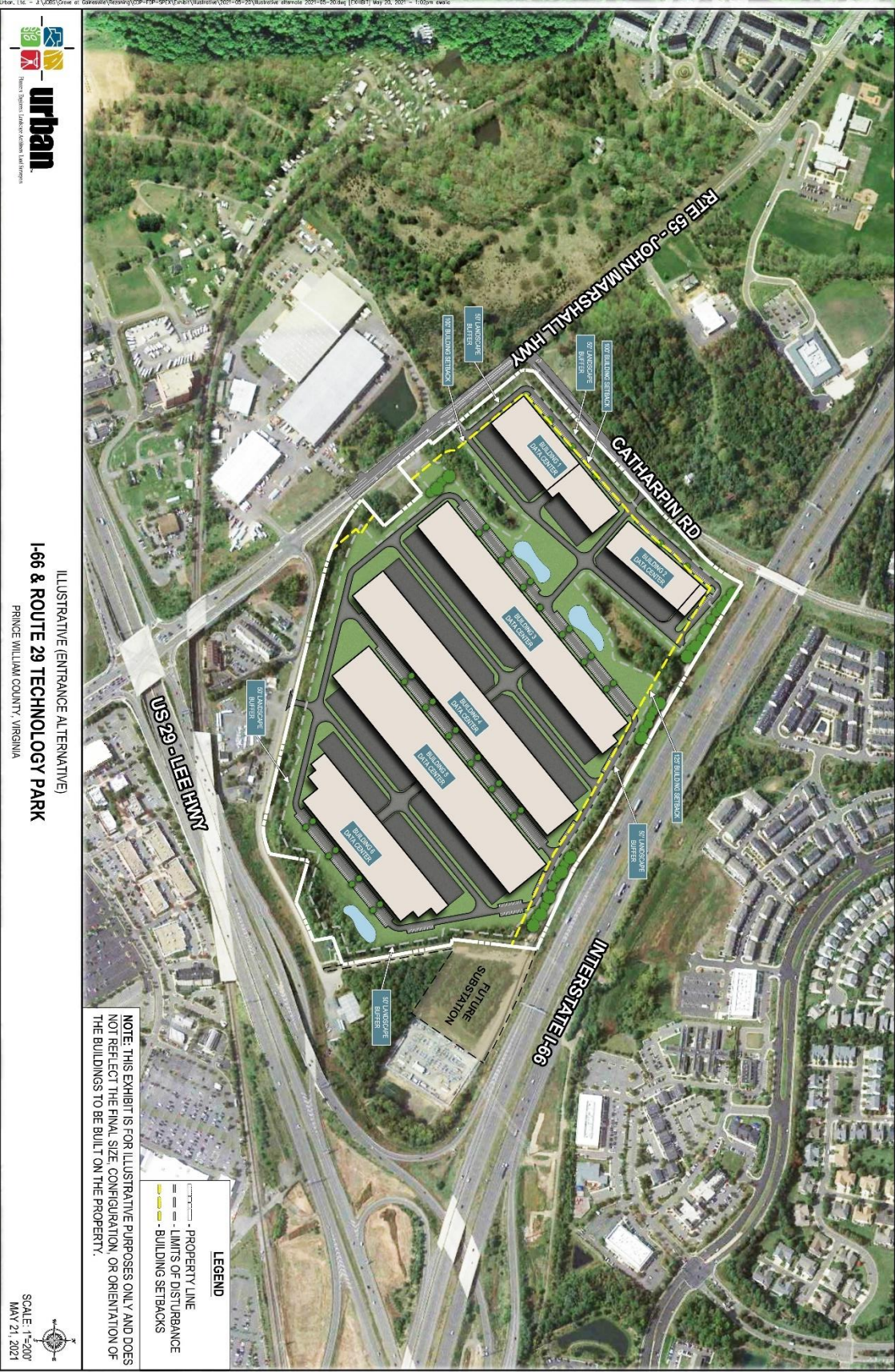
PROJECT ILLUSTRATIONS LINE OF SITE EXHIBIT



Project Illustrations CONCEPTUAL SITE LAYOUT



Project Illustrations CONCEPTUAL SITE LAYOUT



Correspondence from Dominion Energy



1 Design Elements: A,B,C,D,E



2 Design Elements: A,B,C,D



3 Design Elements: A,B,C,D,E



4 Design Elements: A,B,C,D,E



5 Design Elements: B,C,D,E



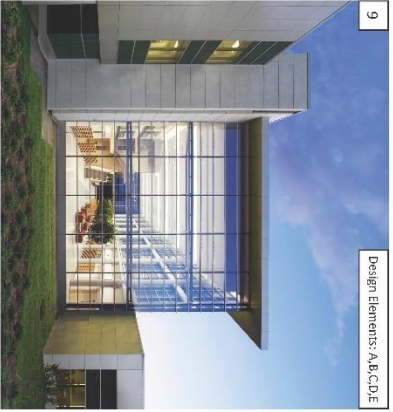
6 Design Elements: A,B,C,D,E



7 Design Elements: A,B,C,D,E



8 Design Elements: B,C,D,E



9 Design Elements: A,B,C,D,E



10 Design Elements: B,C,D,E



11 Design Elements: B,C,D,E



FORWARD: MATERIALS, FINISHES, AND COLORS ARE SUBJECT TO CHANGE WITHOUT NOTICE. THE ARCHITECT ASSUMES NO RESPONSIBILITY FOR THE ACCURACY OF THE INFORMATION PROVIDED IN THIS DOCUMENT. THE ARCHITECT'S DESIGN SHALL BE SUBJECT TO THE REQUIREMENTS OF THE LOCAL, STATE, AND FEDERAL REGULATORY AGENCIES. THE ARCHITECT'S DESIGN SHALL BE SUBJECT TO THE REQUIREMENTS OF THE LOCAL, STATE, AND FEDERAL REGULATORY AGENCIES.

A. CHANGE IN BUILDING HEIGHT
 B. BUILDING STEP BACKS OR RECESSES
 C. FINISH SELECTION
 D. CHANGE IN BUILDING MATERIAL, PATTERN, TEXTURE, COLOR
 E. USE OF MATERIALS

Illustrative Building Elevations I-66 & Route 29 Technology Park

June 21, 2021

DECEMBER 28, 2020

I-66 & ROUTE 29 TECHNOLOGY PARK
DATA CENTER CAMPUS

ECONOMIC AND FISCAL CONTRIBUTION TO
PRINCE WILLIAM COUNTY, VIRGINIA



4201 DOMINION BOULEVARD, SUITE 114
GLEN ALLEN, VIRGINIA 23060
804-346-8446

MANGUMECONOMICS.COM



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Table of Contents

Executive Summary.....	1
Introduction	3
The Proposed I-66 & Route 29 Technology Park.....	3
Data Center Industry Impact in Prince William County.....	4
Data Center Employment and Wages in Prince William County.....	4
Data Center Investment in Prince William County.....	6
2018 Economic Impact of Data Centers on Prince William County.....	6
2018 Fiscal Impact of Data Centers on Prince William County.....	7
Data Centers Help Keep Tax Rates Low	8
Data Centers Have a High Benefit-to-Cost Ratio	8
Data Centers Reduce the Overall Tax Burden and Tax Rates	9
The Impact of the Proposed I-66 & Route 29 Technology Park.....	9
Potential Data Center Campus at the Proposed I-66 & Route 29 Technology Park.....	10
<i>Colocation Data Center Campus</i>	10
<i>Enterprise Data Center Campus</i>	11
Construction Impacts.....	11
<i>Colocation Data Center Campus</i>	11
<i>Enterprise Data Center Campus</i>	12
Operational Economic Impact	13
<i>Colocation Data Center Campus</i>	13
<i>Enterprise Data Center Campus</i>	14
Operational Fiscal Impact	15
<i>Colocation Data Center Campus</i>	15
<i>Enterprise Data Center Campus</i>	16
Economic and Fiscal Impact of the Currently Zoned Use - Retail.....	16
Conclusion.....	18



Executive Summary

Southview 66, LLC commissioned Mangum Economics to assess the economic and fiscal contribution that a data center campus project would make to Prince William County, Virginia.

Southview 66, LLC has applied to Prince William County for a special use permit to develop property as the I-66 & Route 29 Technology Park for a data center campus. The application requests gross floor area for data center use of 2,675,803 square feet on approximately 102.32 acres. A site of this size could be developed as a data center campus similar to other data center campuses, such as [Compass' 100-acre, 75 MW data center campus](#) in Loudoun County, the [proposed AWS 2.5 million square foot data center campus](#) in Loudoun County, and Facebook's 2.5 million square foot data center campuses in [Henrico County, Virginia](#) and [Covington, Georgia](#).

Currently, the property is undeveloped and generates a negligible amount of revenue for the County. With its current zoning, if a shopping mall were built on the property it would generate less than \$13 million annually in County tax revenue. But that is unlikely given that the Virginia Gateway shopping mall has been sited on the other side of US-29. That amount of tax revenue also assumes that shopping mall revenues will return to pre-pandemic levels, which is unlikely.

A data center campus, as proposed by Southview 66, would provide more economic benefits to Prince William County than a retail development. The County has experienced firsthand the benefits that data center development has on economic output.¹ For example:

- The construction investment in data centers ripples out to construction workers and the local suppliers of building materials, equipment, and trucking.
- In turn, the ripples continue as construction workers spend money with local retailers and for housing and services like healthcare. In the same way, construction businesses pay for business services, for transportation, for security, and for utilities.
- Counting the economic ripple effects generated by data centers, the total impact on Prince William County from the data center industry in 2018 was approximately
 - 1,786 jobs,
 - \$111.4 million in associated employee pay and benefits, and
 - \$292 million in economic output.
- In 2018, data centers provided almost \$36 million in tax revenue for the County.
- That amounts to a Prince William County benefit-to-cost ratio of 17.8.
- Data center tax revenue has kept County real estate taxes 7% lower than they would be otherwise.
- For Prince William County homeowners, that means that their average property tax bill would have been almost \$300 higher in 2020 without revenues from data centers.

¹ Economic output is an accounting of all of the money that changes hands in a local economy.



Full build-out of a data center campus, as proposed by Southview 66, with greater than 2.6 million square feet, would take at least 10 to 15 years.

- The construction impact alone would directly provide 7,600 to 14,200 construction jobs and support an additional 2,900 to 5,600 additional local non-construction jobs.
- The additional pay and benefits for construction workers over the entire construction period would be \$500 to \$938 million, and \$1.7 to \$3.3 billion would be added to the local economy.
- Over the entire construction period, all of that construction activity would generate a total of \$30 to \$57 million in Prince William County tax revenue.

Once the full data center campus is built out and operational:

- **It would employ from 500 to 630 people, support an additional 1,350 to 2,300 local jobs.**
- **Accounting for all of the additional pay and benefits supported by the data center campus would amount to about \$90 to \$150 million.**
- **In the long run, the data center campus would generate \$34 to \$65 million annually in Prince William County tax revenue.**

With a fully operational, 2.6 million square foot data center campus, the I-66 & Route 29 Technology Park could potentially generate 80 percent more County tax revenue than all of the other data centers in Prince William County paid in 2018.

The estimates provided in this report are based on the best information available and all reasonable care has been taken in assessing that information. However, because these estimates attempt to foresee circumstances that have not yet occurred, it is not possible to provide any assurance that they will be representative of actual events. These estimates are intended to provide a general indication of likely future outcomes and should not be construed to represent a precise measure of those outcomes.



Introduction

This report assesses the economic and fiscal contribution that a data center campus project would make to Prince William County, Virginia. It was commissioned by Southview 66, LLC and produced by Mangum Economics. For context, along with our estimate of the impact of a data center campus development in Prince William County, we also summarize our previous report (attached) on the impact of data centers on Prince William County.² The information is also consistent with the results of our report on the impact of data centers on the state of Virginia (attached).³ Northern Virginia is the largest data center market in the world, but the data center industry has an important footprint in every part of the Commonwealth of Virginia. Data center industry pay has increased twice as fast as the statewide average since 2001.

We estimated that in 2018 the data center industry in Virginia directly provided approximately:

- 14,644 jobs with an average annual pay of \$126,000,
- \$1.9 billion in associated pay and benefits, and
- \$4.5 billion in economic output.

Taking into account the economic ripple effects that direct investment generated, we estimated that the total impact on Virginia from the data center industry in 2018 was approximately:

- 45,290 jobs,
- \$3.5 billion in associated pay and benefits, and
- \$10.1 billion in economic output.

The Proposed I-66 & Route 29 Technology Park Project

Southview 66, LLC has applied to Prince William County for a special use permit to develop property in the county as I-66 & Route 29 Technology Park for a data center campus. The property consists of a little more than 102 acres. It is roughly bounded by I-66, Catharpin Road, Route 55, and Daves Store Lane. Details can be found in the application submission for a special use permit for I-66 & Route 29 Technology Park. The application requests gross floor area for data center use of 2,675,803 square feet.

With a site of this size, the property could be developed as a data center campus similar to other data center campuses, such as [Compass' 100-acre, 75 MW data center campus](#) in Loudoun County, the [proposed AWS 2.5 million square foot data center campus](#) in Loudoun County, and Facebook's two 2.5 million square foot data center campuses in [Henrico County, Virginia](#) and [Covington, Georgia](#).

² Mangum Economics, *The Impact of Data Centers on the State and Local Economies of Virginia: Spotlight on Prince William County*, February 2020.

³ Mangum Economics, *The Impact of Data Centers on the State and Local Economies of Virginia*, 2020.



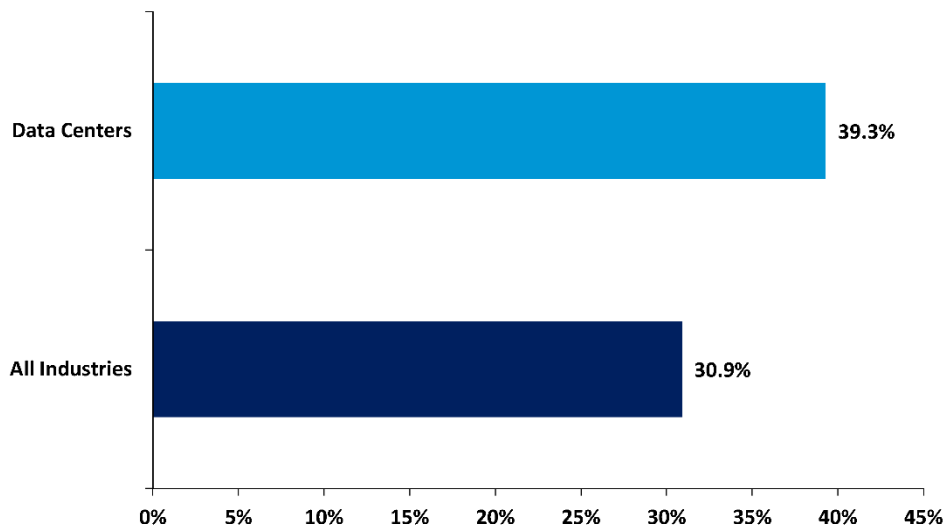
Data Center Industry Impact in Prince William County

In February 2020, Mangum Economics published a report for the Northern Virginia Technology Council spotlighting the impact of data center development on Prince William County in 2018.⁴ This report, outlined the large, positive economic effects that the construction and ongoing operation of data centers have had on Prince William County. A summary of the highlights is provided below.

Data Center Employment and Wages in Prince William County

Data centers are a high growth/high wage industry in Prince William County. As shown in Figure 1, over the ten-year period from 2009 through 2018 private sector employment in the data center industry grew by almost 40 percent in Prince William County, as compared to almost 31 percent growth in private sector employment across all industries.⁵

Figure 1. Private Sector Employment Growth in Prince William County – 2009 to 2018



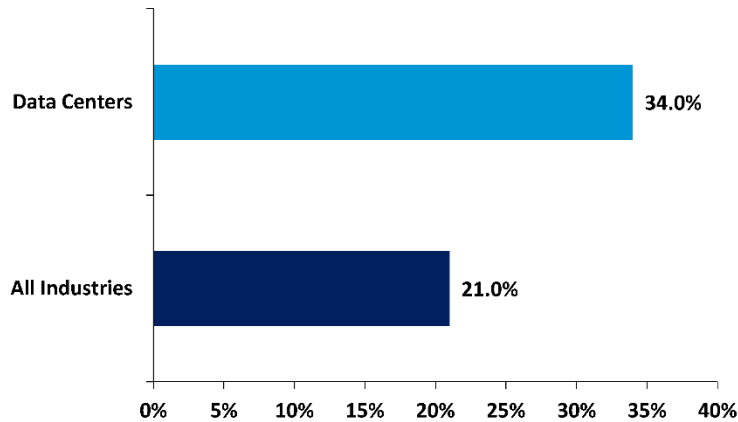
⁴ Mangum Economics, *The Impact of Data Centers on the State and Local Economies of Virginia: Spotlight on Prince William County*, February 2020.

⁵ Data Source: U.S. Bureau of Labor Statistics.



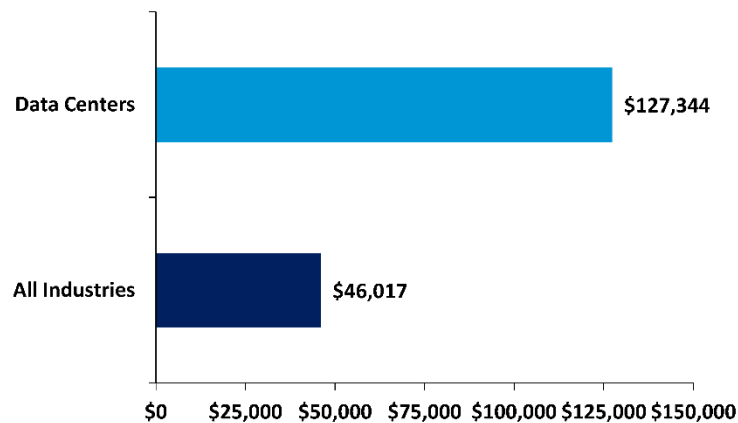
Over the same period, as shown in Figure 2, private sector wages in the data center industry grew by 34 percent in Prince William County as compared to 21 percent across all industries.⁶

Figure 2. Private Sector Wage Growth in Prince William County – 2009 to 2018



Finally, as shown in Figure 3, data centers also pay wages that are substantially above average – about \$127,000 a year in Prince William County in 2018 as compared to about \$46,000 a year across all industries.⁷

Figure 3. Private Sector Average Annual Wage in Prince William County in 2018



⁶ Data Source: U.S. Bureau of Labor Statistics.

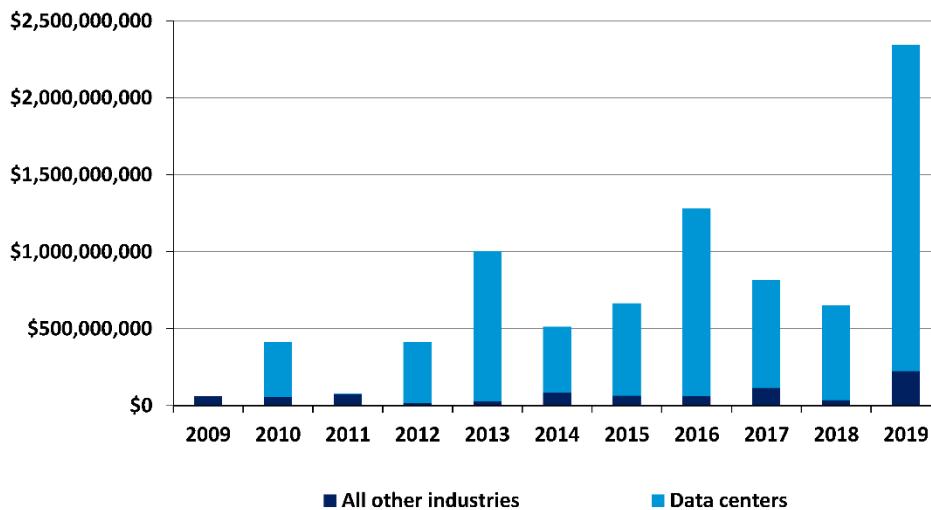
⁷ Data Source: U.S. Bureau of Labor Statistics.



Data Center Investment in Prince William County

Data centers also involve significant capital investment. Not only does that investment have an immediate and significant impact on the county’s construction industry, but it also has long-term positive implications for the county’s fiscal health and business climate. Figure 4 depicts capital investment in data centers in Prince William County over the period from 2009 through 2019 and compares those figures to capital investment from all other industries. New capital investment in data centers ranged from a low of \$0 in 2009 to a high of \$2.1 billion in 2019. Moreover, as these data show, data center investment accounted for the vast bulk of all new investment in the county over this period – averaging 75 percent of all new capital investment each year.

Figure 4. New Capital Investment in Data Centers in Prince William County – 2009 to 2019



2018 Economic Impact of Data Centers on Prince William County

Our February 2020 report estimated the economic impact of the data center industry on Prince William County in 2018 in terms of jobs, pay & benefits, and economic output. We provide that information here to put the impact of the proposed data center campus development in context. We estimated that in 2018 the data center industry in Prince William County directly provided approximately:

- 241 jobs,
- \$31.5 million in associated employee pay and benefits, and
- \$65.4 million in economic output.



Taking into account the economic ripple effects generated by that direct impact, we estimated that the total impact on Prince William County from the data center industry in 2018 was approximately:

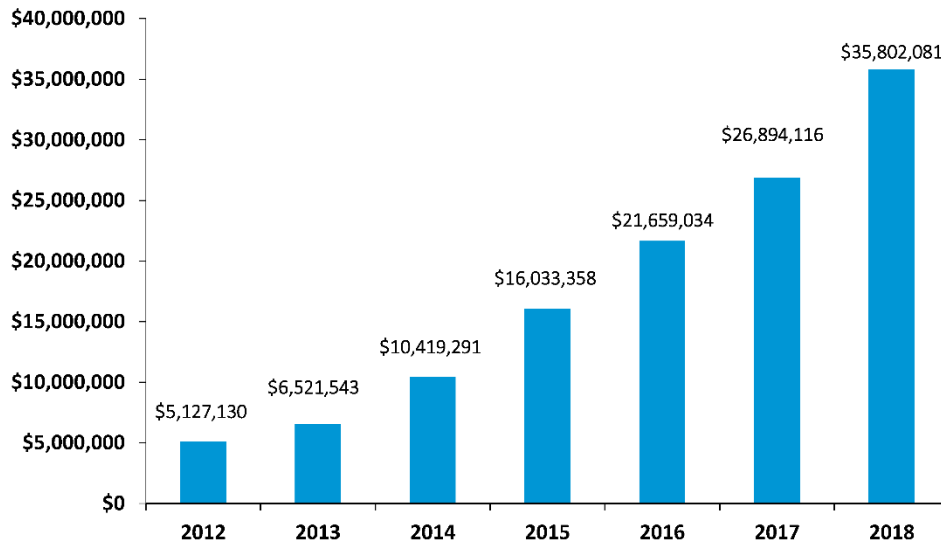
- 1,786 jobs,
- \$111.4 million in associated employee pay and benefits, and
- \$292 million in economic output.

2018 Fiscal Impact of Data Centers on Prince William County

In the report that we released in February 2020, we assessed the fiscal impact that data centers had on Prince William County by relying on data provided to us by Prince William County Department of Economic Development.⁸ Data centers provide a very high benefit-to-cost ratio to local governments and that helps to keep overall tax rates low.

Figure 5 details the County revenue directly generated by data centers over the period from 2012 through 2018. As these data show, annual county revenue rose from \$5.1 million in 2012 to \$35.8 million in 2018 – an increase of almost 600 percent over the period.

Figure 5. County Revenue Directly Generated by Data Centers in Prince William County – 2012 to 2018



⁸ Because the County data only included taxes directly paid by data centers and did not include tax revenue collected by the County from second round economic activity, our local revenue estimates actually underestimated the total fiscal impact that data centers have on Prince William County.



Data Centers Help Keep Tax Rates Low

Data centers are a capital-intensive industry. That means they spend a much larger proportion of their budget on expensive capital equipment than they do on staff. Because the largest source of revenue for any locality is property tax, while the largest source of expenditures is educational services, this means that data centers offer a high benefit-to-cost ratio – they provide more in revenue than they require in local services. And importantly, that disparity serves to keep overall tax rates low, thereby improving the local business climate for everyone.

Data Centers Have a High Benefit-to-Cost Ratio

Prince William County is home to one of the larger concentrations of data centers in Virginia. County Department of Economic Development staff were able to provide us with detailed data on the tax revenue that this industry generates for the county from real and business personal property taxes.⁹ As a result, we are able to use that data, in combination with data from other confidential sources, to compute the benefit-to-cost ratio associated with the data center industry in Prince William County. To quantify the budgetary cost that the data center industry imposed on Prince William County in 2018, we used data from the Virginia Department of Education on local elementary and secondary education expenditures per student, and data from the Virginia Auditor of Public Accounts on local non-education expenditures per county resident. This approach focuses on the largest costs that any business imposes on a local government – the costs associated with providing primary and secondary education along with other county services, to the employees of that business.

We estimated that, in 2018, the Prince William County budgetary cost imposed by the data center industry (in terms of education, public works, general expenditures, and emergency & public safety) was approximately \$2 million.¹⁰ As shown in Table 1, combining the estimates of budgetary cost with the 2018 revenue estimate from Figure 5 shows that in 2018 the benefit-to-cost ratio associated with the data center industry in Prince William County was 17.8. This means that for every \$1.00 in county expenditures the data center industry was responsible for generating in 2018, it provided approximately \$17.80 in county tax revenue.

Table 1. Estimated Benefit/Cost Ratio Associated with the Data Center Industry in Prince William County in 2018

Estimated Tax Revenue	Estimated Budgetary Cost	Benefit/Cost Ratio
\$35,802,081	\$2,006,154	17.8

⁹ Of necessity, these estimates exclude BPOL and other local taxes that also apply to the data center industry. As a result, the revenue estimates provided almost certainly underestimate the actual local tax revenues of the data center industry.

¹⁰ See our February 2020 Prince William County Spotlight report for detailed calculations.



Data Centers Reduce the Overall Tax Burden and Tax Rates

One of the most useful concepts in economics is the concept of opportunity cost – what is the cost of not doing something? Or in this case, what would have been the cost to Prince William County if there had been no data centers in the county in 2018? The obvious answer is that the County would not have received the estimated \$35.8 million in tax revenue that this industry provided in 2018. Therefore, in order to maintain County expenditures at the same level, that revenue would have had to come from other sources. The two most likely sources would have been: 1) additional education funding from the state triggered by the negative impact that this loss in tax base would have had on the composite index formula Virginia uses to allocate education funding to localities, and 2) an increase in the County’s real property tax rate. As shown in Table 2, according to our estimates, this means that the State would have had to reallocate \$10.5 million in State education funding away from other Virginia localities to provide additional formula-driven funding to Prince William County.¹¹

Table 2. Estimated Additional Revenue Required to Compensate for Loss of the Data Center Industry in Prince William County in 2018 by Source

Revenue Loss	State Education Funding Off-Set	Additional Local Tax Revenue Required from Other Sources
(\$35,802,000)	\$10,465,000	\$25,337,000

The remaining \$25.3 million in lost tax revenue would likely have been made up through increased property taxes (by far the largest source of revenue for localities). We estimated that the county would have had to increase its real property tax rate from \$1.125 per \$100 of assessed value to \$1.200 (a seven percent increase).¹² Since the average residential property tax bill in 2020 was \$4,177,¹³ without data centers, a seven percent increase in the residential property tax rate would have cost homeowners \$292 without any increase in County services.

The Impact of the Proposed I-66 & Route 29 Technology Park

In this section, we quantify the economic impact that the proposed I-66 & Route 29 Technology Park would have on Prince William County. Our analysis separately evaluates the one-time pulse of economic activity that would occur during the construction phase of the project, as well as the annual economic activity that the project would generate during its ongoing operations phase. We use the IMPLAN regional input-output model to estimate these impacts.¹⁴ Like all economic impact models, the IMPLAN model uses economic multipliers to quantify the economic impact. Economic multipliers measure the ripple effects that an expenditure generates as it makes its way through the economy.

¹¹ See our February 2020 Prince William County Spotlight report for detailed calculations.

¹² See our February 2020 Prince William County Spotlight report for detailed calculations.

¹³ Prince William County, [Your Tax Dollars at Work](#), last accessed December 15, 2020.

¹⁴ IMPLAN is produced by IMPLAN Group, LLC.



Potential Data Center Campus at the Proposed I-66 & Route 29 Technology Park

As proposed, the 103-acre I-66 & Route 29 Technology Park would have room for over 2.6 million gross floor area of data center facilities. That is a very large contiguous area that could support a large data center campus. A data center campus is a group of separate data centers (usually owned by a single firm) that are all interconnected. Interconnecting data centers dramatically increases their use and productive value. This is one reason why we often see multiple data centers locating near each other. Finally, data center campuses are more efficient because they can share security and other services. The cost of constructing data centers and the amount of data center equipment (e.g., computer servers, switches) inside them varies significantly depending on their purpose. For this analysis, we have created two different hypothetical data center campuses (a colocation data center¹⁵ campus and an enterprise data center¹⁶ campus) to illustrate the range of the potential economic and fiscal impact that could be experienced in Prince William County. If a full data center campus is built on the property it is likely that the actual economic and fiscal impact will be somewhere between the two hypothetical estimates. However, we are confident that at full build-out, a 2.6 million square foot data center campus would not generate less than the low estimate that we provide here.

Both of the illustrative campuses are based on 2.6 million gross floor area on the property. It is important to realize that full build-out of data center campuses of this size would require at least 10 to 15 years. All of our construction estimates therefore represent the impact of these hypothetical data center campuses that would be spread out over many years.

Below we describe our assumptions about the two hypothetical, illustrative data center campuses. Our assumptions and calculations are based on expert opinion, actual data center projects, similar research projects, and information about expenditures from data center industry sources.

Colocation Data Center Campus

The illustrative colocation data center campus would cost approximately \$5.2 billion for the construction of the buildings, associated infrastructure, and the purchase and installation of the data center equipment housed inside. Of that total, \$3.1 billion would be for the data center (computer) equipment and \$2.1 billion would be for the construction of the buildings and all of the fixed (non-data center) equipment. Because we exclude from our impact calculations the purchase of materials and equipment from outside the county, we estimate that about 26 percent of the total initial investment would impact the local Prince William County economy. After full construction and preparation activities have been completed and all of the computer equipment has been installed, then operations can begin. We assume that once it is fully operational, a colocation data center campus of this size would have 650 direct employees.

¹⁵ A colocation data center is like an apartment building for data centers. Space is rented to other companies for the housing of their own private computer equipment. The computer equipment of multiple businesses share the location of the data center.

¹⁶ An enterprise data center is like a single-family home for a data center. All of the computer equipment at the location is owned and used by the owner or lessor of the data center.



Enterprise Data Center Campus

The illustrative enterprise data center campus would be for a highly secure data center with the most sophisticated equipment and density of computing equipment. It would cost approximately \$10.4 billion for the construction of the buildings, associated infrastructure, and the purchase and installation of the data center equipment housed inside. Of that total, \$6.5 billion would be for the data center (computer) equipment and \$3.9 billion would be for the construction of the buildings and all of the fixed (non-data center) equipment. Because we exclude from our impact calculations the purchase of materials and equipment from outside the county, we estimate that about 24 percent of the total initial investment would impact the local Prince William County economy.

After full construction and preparation activities have been completed and all of the computer equipment has been installed, then operations can begin. We assume that once it is fully operational, an enterprise data center campus of this size would have 520 direct employees.

Construction Impacts

Colocation Data Center Campus

As shown in Table 3, full build-out of a 2.6 million square foot colocation data center campus in Prince William County over the course of at least 10 to 15 years would directly support approximately:

- 7,600 construction jobs,¹⁷
- \$500 million in pay and benefits, and
- \$1.4 billion in economic output.

Taking into account the direct expenditures and the economic ripple effects that that direct investment would generate, we estimate that the total economic impact in Prince William County would be to support a total of approximately:

- 10,500 jobs,
- \$640 million in pay and benefits, and
- \$1.8 billion in economic output.

Table 3: Estimated Economic Impact for Full Build-Out of a 2.6 Million Square Foot Colocation Data Center Campus Spread Over 15 Years (2020 dollars)

Economic Impact	Employment	Labor Income	Output
1st Round Direct Economic Activity	7,600	\$500,000,000	\$1,354,600,000
2nd Round Indirect and Induced Economic Activity	2,900	\$134,500,000	\$464,000,000
Total Economic Activity	10,500	\$639,900,000	\$1,818,600,000

¹⁷ It is important to note that construction sector jobs are not necessarily new jobs, but the investments made can also support an existing job during the construction of the project. Construction workers may not be Prince William County residents.



As shown in Table 4, we estimate that the construction of such a colocation data center campus would generate almost \$32 million in property and sales tax revenue for Prince William County.

Table 4: Estimated Fiscal Impact for Full Build-Out of a 2.6 Million Square Foot Colocation Data Center Campus Spread Over 15 Years (2020 dollars)

Fiscal Impact	Prince William County	State of Virginia
Total Tax Revenue	\$31,700,000	\$26,600,000

Enterprise Data Center Campus

As shown in Table 5, full build-out of a 2.6 million square foot enterprise data center campus in Prince William County over the course of at least 10 to 15 years would directly support approximately:

- 14,200 construction jobs,¹⁸
- \$938 million in pay and benefits, and
- \$2.5 billion in economic output.

Taking into account the direct expenditures and the economic ripple effects that that direct investment would generate, we estimate that the total economic impact in Prince William County would be to support a total of approximately:

- 19,800 jobs,
- \$1.2 billion in pay and benefits, and
- \$3.4 billion in economic output.

Table 5: Estimated Economic Impact for Full Build-Out of a 2.6 Million Square Foot Enterprise Data Center Campus Spread Over 15 Years (2020 dollars)

Economic Impact	Employment	Labor Income	Output
1st Round Direct Economic Activity	14,200	\$937,800,000	\$2,540,200,000
2nd Round Indirect & Induced Economic Activity	5,600	\$262,400,000	\$870,300,000
Total Economic Activity	19,800	\$1,200,200,000	\$3,410,500,000

As shown in Table 6, we estimate that the construction of such an enterprise data center campus would generate over \$59 million in property and sales tax revenue for Prince William County.

Table 6: Estimated Fiscal Impact for Full Build-Out of a 2.6 Million Square Foot Enterprise Data Center Campus Spread Over 15 Years (2020 dollars)

Fiscal Impact	Prince William County	State of Virginia
Total Tax Revenue	\$59,400,000	\$50,000,000

¹⁸ It is important to note that construction sector jobs are not necessarily new jobs but the investments made can also support an existing job during the construction of the project. Construction workers may not be Prince William County residents.



Operational Economic Impact

Colocation Data Center Campus

As shown in Table 7, after full build-out of a 2.6 million square foot colocation data center campus in Prince William County, operating it would annually directly support approximately:

- 660 jobs,
- \$34 million in pay and benefits, and
- \$156 million in economic output.

Taking into account the direct expenditures and the economic ripple effects that that direct investment would generate, we estimate that the total economic impact in Prince William County would be to annually support a total of approximately:

- 2,060 jobs,
- \$97 million in pay and benefits, and
- \$414 billion in economic output.

Table 7: Estimated Annual Economic Impact for Operation of a 2.6 Million Square Foot Colocation Data Center Campus After Full Build-Out (2020 dollars)

Economic Impact	Employment	Labor Income	Output
1st Round Direct Economic Activity	660	\$34,200,000	\$156,100,000
2nd Round Indirect and Induced Economic Activity	1,400	\$62,600,000	\$258,000,000
Total Economic Activity	2,060	\$96,800,000	\$414,100,000



Enterprise Data Center Campus

As shown in Table 8, after full build-out of a 2.6 million square foot enterprise data center campus in Prince William County, operating it would annually directly support approximately:

- 520 jobs,
- \$51 million in pay and benefits, and
- \$234 million in economic output.

Taking into account the direct expenditures and the economic ripple effects that that direct investment would generate, we estimate that the total economic impact in Prince William County would be to annually support a total of approximately:

- 2,900 jobs,
- \$159 million in pay and benefits, and
- \$688 million in economic output.

Table 8: Estimated Annual Economic Impact for Operation of a 2.6 Million Square Foot Enterprise Data Center Campus After Full Build-Out (2020 dollars)

Economic Impact	Employment	Labor Income	Output
1st Round Direct Economic Activity	520	\$51,300,000	\$234,200,000
2nd Round Indirect and Induced Economic Activity	2,380	\$107,700,000	\$453,800,000
Total Economic Activity	2,900	\$159,000,000	\$688,000,000



Operational Fiscal Impact

We have estimated the local tax impact of the illustrative data center campuses in Prince William County. For simplicity, these estimates assume that full data center campus build-out occurs before operations begin. In reality, revenues will begin lower after only one of the data centers on the campus is completed while other data centers are being constructed. Then, tax revenues would increase as more of the campus is built out and comes online. We also consider Prince William County's special tax rates for data centers.

We take the construction costs and data center equipment purchase costs as the assessed value. These are underestimates of total tax revenue because the construction and operation of the data centers and their employees would generate other direct tax revenue. Moreover, we do not estimate the additional tax revenue generated by the additional indirect and induced economic activity that the data centers would create. Additionally, data centers would be subject to other taxes, such as the state corporate income tax. However, we only have information to estimate Prince William County real estate and data center equipment tax revenues.

Data center equipment is refreshed on a three to five-year cycle. So that we do not overstate the estimates, we use a five-year equipment refresh cycle starting in the fourth year of operation.

Colocation Data Center Campus

The real estate value for the illustrative colocation data center campus is assumed to be about \$2.1 billion and the campus is assumed to house \$3.1 billion of data center equipment. Table 9 shows the estimated Prince William County tax revenues for the first six years of operation of the illustrative colocation data center campus. After the fifth year, data center equipment revenues and total revenues remain constant.

Table 9: Estimated Prince William County Tax Revenues from the Operation of 2.6 Million Square Foot Colocation Data Center Campus (in millions of 2020 dollars)

Revenue Source	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6
Real Estate Effective Tax Rate	1.125%	1.125%	1.125%	1.125%	1.125%	1.125%
Colocation Campus Real Estate Revenue	\$23.6	\$23.6	\$23.6	\$23.6	\$23.6	\$23.6
Data Center Equipment Effective Tax Rate	0.675%	0.4725%	0.27%	0.135%	0.0675%	0.0675%
Colocation Data Center Equipment Revenue	\$21.1	\$14.8	\$8.4	\$7.6	\$8.4	\$10.1
Total Revenue	\$44.7	\$38.4	\$32.0	\$31.2	\$32.0	\$33.7



Enterprise Data Center Campus

The real estate value for the illustrative enterprise data center campus is assumed to be about \$3.9 billion and the campus is assumed to house \$6.5 billion of data center equipment. Table 10 shows the estimated Prince William County tax revenues for the first seven years of operation of the illustrative enterprise data center campus. After the sixth year, data center equipment revenues and total revenues remain constant.

Table 10: Estimated Prince William County Tax Revenues from the Operation of 2.6 Million Square Foot Enterprise Data Center Campus (in millions of 2020 dollars)

Revenue Source	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7
Real Estate Effective Tax Rate	1.125%	1.125%	1.125%	1.125%	1.125%	1.125%	1.125%
Enterprise Campus Real Estate Revenue	\$43.9	\$43.9	\$43.9	\$43.9	\$43.9	\$43.9	\$43.9
Data Center Equipment Effective Tax Rate	0.675%	0.4725%	0.27%	0.135%	0.0675%	0.0675%	0.0675%
Enterprise Data Center Equipment Revenue	\$43.9	\$30.7	\$17.6	\$15.8	\$17.6	\$20.2	\$21.0
Total Revenue	\$87.8	\$74.6	\$61.5	\$59.7	\$61.5	\$64.1	\$64.9

Economic and Fiscal Impact of the Currently Zoned Use - Retail

The property for the proposed I-66 & Route 29 Technology Park is currently zoned to allow for retail development on 1,132,560 square feet of gross floor area. We can estimate the economic and fiscal impacts of a retail development of that size in Prince William County for comparison to the economic and fiscal impact of the proposed use (data center development). Given the general location of the property and the surrounding retail offerings, it is reasonable to assume that a class B or C mall would be suitable for the property if it were to be developed for retail.

CBL & Associates Properties is a large owner of class B and C shopping malls in the United States. In its November 2019 quarterly filing with the U.S. Securities and Exchange Commission, the company reported that for the prior twelve months (pre-pandemic), on average store revenues in its malls were \$383 per square foot. This provides a good basis for making a reasonable estimate of shopping mall revenues that could be expected for a new mall on the property in Prince William County.



Tables 11 and 12 show our estimates of the economic and fiscal impacts of a 1.1 million square foot shopping mall in Prince William County once it is fully opened and operating at a pre-pandemic level of business. It would provide about 4,900 jobs and support an additional 1,200 jobs in the county. The annual County tax revenue that would be expected would be less than \$13 million.

Table 11: Estimated Annual Economic Impact for 1.1 Million Square Foot Shopping Mall in Prince William County (2020 dollars)

Economic Impact	Employment	Labor Income	Output
1st Round Direct Economic Activity	4,900	\$123,700,000	\$326,300,000
2nd Round Indirect and Induced Economic Activity	1,200	\$43,600,000	\$165,400,000
Total Economic Activity	6,100	\$167,300,000	\$491,700,000

Table 12: Estimated Prince William County Tax Revenues from the Operation of 1.1 Million Square Foot Class B or C Shopping Mall (in millions of 2020 dollars)

Revenue Source	Annual Tax Revenue
Real Estate Effective Tax Rate	1.125%
Shopping Mall Real Estate Revenue	\$4.7
Sales Tax Rate	1.7%
Shopping Mall Sales Tax Revenue	\$7.2
Business License Rate	0.17%
Shopping Mall Business License Revenue	\$0.7
Total Revenue	\$12.6

However, those estimates are likely to be difficult to realize for a number of reasons. First, to some extent the tax revenue from a shopping mall would be offset by the impact on the Prince William County road infrastructure that mall traffic brings. Second, the Virginia Gateway shopping mall has already been built on the south side of US-29. It is therefore very unlikely that the property north of US 29 would be developed for retail in the foreseeable future. That leaves the property undeveloped and generating very little economic or fiscal benefit for Prince William County. Finally, shopping mall revenue was declining before the COVID-19 pandemic began with the rise of e-commerce and online retailing. The pandemic has influenced many consumers who shopped mainly at physical stores to increase their use of online retail. Even after the pandemic ends and concerns about health risks associated with leaving home abate, it is likely that shopping in physical stores will not go back to pre-pandemic levels. All of these issues add up to the conclusion that the development of the property under its currently permitted use will not generate as much economic activity and tax revenue for Prince William County as estimated in Tables 9 and 10, above.



Conclusion

In this report we provided an overview of the impact that the data center industry has had on Prince William County. We then estimated the impact that a 2.6 million square foot data center campus, as proposed by Southview 66, LLC.

A site of this size could be developed as a data center campus similar to other data center campuses, such as [Compass' 100-acre, 75 MW data center campus](#) in Loudoun County, the [proposed AWS 2.5 million square foot data center campus](#) in Loudoun County, and Facebook's 2.5 million square foot data center campuses in [Henrico County, Virginia](#) and [Covington, Georgia](#).

Currently, the property is undeveloped and generates a negligible amount of revenue for the County. With its current zoning, if a shopping mall were built on the property it would generate less than \$13 million annually in County tax revenue. But that is unlikely given that the Virginia Gateway shopping mall has been sited on the other side of US-29. That amount of tax revenue also assumes that shopping mall revenues will return to pre-pandemic levels, which is unlikely.

A data center campus, as proposed by Southview 66, would provide more economic benefits to Prince William County than a retail development. The County has experienced firsthand the benefits that data center development has on economic output.¹⁹ For example:

- The construction investment in data centers ripples out to construction workers and the local suppliers of building materials, equipment, and trucking.
- In turn, the ripples continue as construction workers spend money with local retailers and for housing and services like healthcare. In the same way, construction businesses pay for business services, for transportation, for security, and for utilities.
- Counting the economic ripple effects generated by data centers, the total impact on Prince William County from the data center industry in 2018 was approximately
 - 1,786 jobs,
 - \$111.4 million in associated employee pay and benefits, and
 - \$292 million in economic output.
- In 2018, data centers provided almost \$36 million in tax revenue for the County.
- That amounts to a Prince William County benefit-to-cost ratio of 17.8.
- Data center tax revenue has kept County real estate taxes 7% lower than they would be otherwise.
- For Prince William County homeowners, that means that their average property tax bill would have been almost \$300 higher in 2020 without revenues from data centers.

¹⁹ Economic output is an accounting of all of the money that changes hands in a local economy.



Full build-out of a data center campus, as proposed by Southview 66, with greater than 2.6 million square feet, would take at least 10 to 15 years.

- The construction impact alone would directly provide 7,600 to 14,200 construction jobs and support an additional 2,900 to 5,600 additional local non-construction jobs.
- The additional pay and benefits for construction workers over the entire construction period would be \$500 to \$938 million, and \$1.7 to \$3.3 billion would be added to the local economy.
- Over the entire construction period, all of that construction activity would generate a total of \$30 to \$57 million in Prince William County tax revenue.

Once the full data center campus is built out and operational:

- It would employ from 500 to 630 people, support an additional 1,350 to 2,300 local jobs.
- Accounting for all of the additional pay and benefits supported by the data center campus would amount to about \$90 to \$150 million.
- In the long run, the data center campus would generate \$34 to \$65 million annually in Prince William County tax revenue.

With a fully operational, 2.6 million square foot data center campus, the I-66 & Route 29 Technology Park could potentially generate 80 percent more County tax revenue than all of the other data centers in Prince William County paid in 2018.



About Mangum Economics, LLC

Mangum Economics, LLC is a Richmond, Virginia based firm that specializes in producing objective economic, quantitative, and qualitative analysis in support of strategic decision making. Much of our recent work relates to IT & Telecom Infrastructure (data centers, terrestrial and subsea fiber), Renewable Energy, Economic Development, and Tax and Regulatory Policy. Examples of typical studies include

- *Potential Impact of Data Center Development in Southwest Virginia, 2020;*
- *Potential Impact of the Development of the Offshore Wind Energy Industry on Hampton Roads and Virginia, 2020;*
- *The Potential Impact of a Data Center Incentive in Maryland, 2020;*
- *The Impact of Data Centers on the State and Local Economies of Virginia, 2016, 2018, and 2020;*
- *Opportunities for Southside Virginia to Participate in the Cloud Economy, 2019;*
- *The Economic and Fiscal Contribution that Data Centers Make to Virginia: Spotlight on Prince William County, 2018;*
- *The Potential Impact of a Data Center Incentive in Illinois, 2018;* and
- *Opportunities for Southside Virginia to Participate in the Cloud Economy, 2019.*

POLICY ANALYSIS

Identify the intended and, more importantly, unintended consequences of proposed legislation and other policy initiatives.

ECONOMIC IMPACT ASSESSMENTS AND RETURN ON INVESTMENT ANALYSES

Measure the economic contribution that business, education, or other enterprises make to their localities.

CLUSTER ANALYSIS

Use occupation and industry clusters to illuminate regional workforce and industry strengths and identify connections between the two.

The Project Team

David Zorn, Ph.D.
Economist

A. Fletcher Mangum, Ph.D.
Founder and CEO

Martina Arel, M.B.A.
Researcher and Economic Development Specialist

Correspondence from Dominion Energy

Dominion Energy Virginia Dominion Energy North Carolina
Electric Transmission
PO Box 26666, Richmond, VA 23261
DominionEnergy.com



Dec., 15 2020

Steve Donohoe
Planning Director
Prince William County Planning Office
5 County Complex Court #210
Prince William County, Virginia 22192

Dear Mr. Donohoe:

Dominion Energy continues to welcome the collaborative nature that has developed over the past few years concerning the future development plans and activities of Prince William County. In addressing the County's growth, we take seriously our responsibilities to provide reliable and cost-effective electric service that reasonably minimizes the impacts to the communities we serve. We are providing this letter in response to requests for information from the County and developers.

We have spent a significant amount of time working with the County regarding its plans for the Gainesville/Haymarket area (and more broadly Western Prince William County) when it comes to development, inevitable electric load growth that comes with such development, and changes to the electric grid that can accompany such development and growth. Among other things, we have also detailed the North American Electric Reliability Corporation (NERC) Reliability Standards to which we are obligated to adhere in previous discussions, and they remain relevant here as well.

This letter reiterates previously communicated preferences to accommodate potential load growth in the Gainesville/Haymarket area, based on general information provided to us by developers as of the date of this letter. Currently, we do not have any firm, new load commitments from Gainesville/Haymarket-area developers participating in the County development review processes. However, based on our informal discussions with certain of these developers and our experiences with similar developers, there are now indications that load directly connected to or served by the Haymarket Transmission Line (which is the new 230 kV hybrid line from Gainesville Substation to Haymarket Substation) will exceed the NERC 300 megawatt (MW) loading limit at some point in the future.

When such load will materialize, and when the 300 MW loading limit will be surpassed (if ever) is unknown at this time. Assuming that it will occur, our preference regarding how to address the 300 MW loading limitation remains the same as from how we have previously communicated with the County on this issue. We would offset the load with new transmission facilities to be located at or near Heathcote Substation, interconnected with the existing, nearby transmission infrastructure, east of that station. This equipment is east/southeast of the easterly and southerly boundaries of the Town of Haymarket. Said another way, currently based on the information we have, our preference is not to address the impacts of new load growth on the area's electric grid with new electric transmission infrastructure connecting into Haymarket Substation.

We greatly appreciate consulting with the County, residents, and developers and remain committed to these conversations as they progress. What may be necessary in the future based on firm and new load information from developers, further County economic development and

Correspondence from Dominion Energy

Dominion Energy Virginia Dominion Energy North Carolina
Electric Transmission
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site-development approvals, load growth, potential NERC violations, etc., may change our evaluation of what is needed to provide safe and reliable service in the future. That is, neither the County nor others should read any absolutes into this letter other than our preference to avoid new transmission into the Haymarket substation, which as noted is based solely on the information we have today.

If you have any further questions, please feel free to reach out to me at (804) 229-7650 or via email at Gregory.e.mathe@dominionenergy.com.

Sincerely,

/s/Greg Mathe

Greg Mathe
Manager, Electric Transmission Communications

Historical Commission Resolutions

HISTORICAL COMMISSION RESOLUTION

MOTION: DULEY **September 8, 2020**
SECOND: SARGO **Regular Meeting**
Res. No. 20-032
RE: LAND DEVELOPMENT RECOMMENDATIONS
ACTION: APPROVED

WHEREAS, the Prince William County Historical Commission seeks to identify, preserve and protect historic sites and structures in Prince William County; and

WHEREAS, the Prince William County Historical Commission's review of pending land development applications assists in determining the necessity for cultural resource surveys and other research and evaluations; and

WHEREAS, the Prince William County Historical Commission believes that the identification, preservation and protection of historic sites and structures throughout Prince William County is well served by this action;

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby recommend to the Prince William County Planning Commission the action(s) noted for the following properties:

<u>Case Number</u>	<u>Name</u>	<u>Recommendation</u>
REZ2020-00023	Primeland Proffer Amendment	No Further Work
REZ2021-00001	Gaines Technology Park Proffer Amendment	No Further Work
SUP2021-00002	Gaines Technology Park	No Further Work
REZ2021-00002	Virginia Oaks Proffer Amendment	No Further Work
SUP2021-00003	Ronk Gunsmithing Rural Home Business	No Further Work
SUP2021-00005	Bristow Center Coffee Shop with Drive-Through	No Further Work

Historical Commission Resolutions

September 8, 2020
Regular Meeting
Res. No. 20-032
Page 2

Case Number	Name	Recommendation
REZ2021-00003	John Marshall Commons Tech Park	Phase I study and, if warranted, Phase II evaluation and Phase III data recovery study. Artifacts to be donated to and curated with the County.
SUP2021-00004	John Marshall Commons Tech Park	No Further Work

Votes:
Ayes: by acclamation
Nays: None
Absent from Vote: None
Absent from Meeting: Carter, Davis, Shockley, Spinks
MOTION CARRIED

ATTEST: 
Secretary to the Commission

Historical Commission Resolutions

HISTORICAL COMMISSION RESOLUTION

MOTION: **CARTER** **January 12, 2021**
SECOND: **BURGESS** **Regular Meeting**
Res. No. 21-003

RE: **LAND DEVELOPMENT RECOMMENDATIONS**

ACTION: **APPROVED**

WHEREAS, the Prince William County Historical Commission seeks to identify, preserve and protect historic sites and structures in Prince William County; and

WHEREAS, the Prince William County Historical Commission’s review of pending land development applications assists in determining the necessity for cultural resource surveys and other research and evaluations; and

WHEREAS, the Prince William County Historical Commission believes that the identification, preservation and protection of historic sites and structures throughout Prince William County is well served by this action;

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby recommend to the Prince William County Planning Commission the action(s) noted for the following properties:

<u>Case Number</u>	<u>Name</u>	<u>Recommendation</u>
REZ2016-00030	Innovation Town Center 3 rd Submission	Table
SUP2016-00031	Innovation Town Center 3 rd Submission	Table
REZ2021-00001	I-66 & Route 29 Technology Park Proffer Amendment 2 nd Submission	Recommend a barrier or fence be installed around GPIN 7397-55-0446 by the applicant in consultation with the owner of the above GPIN.
SUP2021-00002	I-66 & Route 29 Technology Park 2 nd Submission	No Further Work
SUP2021-00012	Sikh Center of Virginia	No Further Work

Historical Commission Resolutions

January 12, 2021
Regular Meeting
Res. No. 21-003
Page 2

<u>Case Number</u>	<u>Name</u>	<u>Recommendation</u>
SUP2021-00013	Revival Baptist Ministries	No Further Work
PFR2020-00018	Lake Manassas WTP	No Further Work
REZ2021-00008	Windsor Oaks	No Further Work

Votes:
Ayes: by acclamation
Nays: None
Absent from Vote: None
Absent from Meeting: Davis, Duley, Reddick, Spinks
MOTION CARRIED

ATTEST: 
 Secretary to the Commission