

MOTION:

**October 17, 2017
Regular Meeting
Ord. No. 17-**

SECOND:

**RE: PROFFER AMENDMENT #REZ2018-00002 – BRICKYARD – COLES
MAGISTERIAL DISTRICT**

ACTION:

WHEREAS, this is a request to amend Rezoning #PLN2010-00141, to modify landscaped areas and incorporate additional technical revisions; and

WHEREAS, the ±156-acre site is located on the south side of Godwin Drive, approximately 850 feet east of its intersection with Gateway Boulevard, and has frontage on Prince William Parkway (Route 234); and

WHEREAS, the subject site is designated EI, Industrial Employment, ER, Environmental Resource, and SRL, Suburban Residential Low, in the Comprehensive Plan; and

WHEREAS, the site is zoned M-1, Heavy Industrial, with proffers, and also falls within the Manassas Airport Safety, the Flood Hazard, and the Data Center Opportunity Overlay Districts, and

WHEREAS, the Planning Commission, at its public hearing on October 4, 2017, recommended approval, as stated in Planning Commission Resolution Number 17-099; and

WHEREAS, the Planning Office recommends approval of this request; and

WHEREAS, a Board of County Supervisors' public hearing, duly advertised in a local newspaper for a period of two weeks, was held on October 17, 2017, and interested citizens were heard; and

WHEREAS, the Prince William Board of County Supervisors finds that public necessity, convenience, general welfare, and good zoning practice are served by the approval of the request;

NOW, THEREFORE, BE IT ORDAINED that the Prince William Board of County Supervisors does hereby approve Proffer Amendment #REZ2018-00002 Brickyard, subject to proffers dated October 5, 2017; and

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BE IT FURTHER ORDAINED that the Prince William Board of County Supervisors' approval and adoption of any conditions does not relieve the applicant and/or subsequent owners from compliance with the provisions of any applicable ordinances, regulations, or adopted standards.

ATTACHMENT: Proffers dated October 5, 2017

Votes:

Ayes:

Nays:

Absent from Vote:

Absent from Meeting:

For Information:

Planning Director

Mr. T. Preston Lloyd, Jr.
Williams Mullen
200 South 10th Street, Suite 1600
Richmond, Virginia 23219

ATTEST: _____
Clerk to the Board

PROFFER STATEMENT

RE: REZ2018- 00002, Brickyard
Amending Proffer Statement REZ#PLN 2010-00141, Glen-Gery, Godwin Drive Property

Applicant/Record Owner: VADATA, Inc.

Property: 156.0 acres
G.P.I.N. 7695-62-0648 and 7695-63-8841 (the "Property")
Coles Magisterial District
Zoning: M-1
Date: July 19, 2017
Revised: September 5, 2017
Revised: September 20, 2017
Revised: October 5, 2017

The undersigned hereby proffers that the use and development of the subject Property shall be in strict conformance with the following conditions and shall supersede all other proffers made prior hereto, including proffers associated with REZ#PLN2010-00141. In the event the above-referenced rezoning is not granted as applied for by Applicant, these proffers shall be withdrawn and are null and void.

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 that portion of the site served by the improvement, unless otherwise specified. The term "Applicant" as referenced herein shall include within its meaning all future owners and successors in interest.

For purposes of reference in this Proffer Statement, the General Development Plan (GDP) shall be the plan prepared by JCL Consulting, LLC, entitled "Brickyard," dated September 1, 2017.

TRANSPORTATION

1. Access to the Property shall be provided from Godwin Drive via either one or two entrances as shown on the GDP, the final location and design of which shall be shown on the final site plan.
2. The Applicant shall provide a ten foot (10') wide bike trail along the Godwin Drive frontage of the Property, as shown on the GDP, the final location of which shall be shown on the final site plan unless the City of Manassas (the "City") requests no trail or a sidewalk instead.

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3. There shall be no direct vehicular access from the Property to Prince William Parkway (Route 234 Bypass), unless approved by Virginia Department of Transportation (VDOT) and Prince William County Transportation.
4. The Applicant shall dedicate, at no cost to the City, right-of-way along Godwin Drive as shown on the GDP. Said dedication shall be made at the time of and in connection with the first final site plan approval for the Property or earlier at the request of the City. In the event the dedication is requested prior to the processing of a site plan for the Property, the Applicant shall not be responsible for the preparation or processing of plans, plats, deeds and related documents necessary for said dedication.
5. The Applicant shall construct left and right turn lanes serving either one or two entrances to the site, generally as identified on the GDP and in accordance with applicable City standards. Said entrance(s) and accompanying improvements may be provided separately as required for the development of the Property.
6. The Applicant shall contribute \$50,000.00 to the City for intersection improvements on Godwin Drive at Route 28 as a condition of approval of the first building permit.
7. All internal streets within the development shall be either public or private and shall be built in accordance with applicable Prince William County Design and Construction Standards Manual. If the streets are private, said private streets shall be maintained by the Applicant, including snow removal.

ENVIRONMENT

8. The Applicant shall make a monetary contribution to the Prince William Board of County Supervisors in the amount of \$75.00 per acre for water quality monitoring, drainage improvements and/or stream restoration projects. Said contribution shall be made prior to and as a condition of final site plan approval with the amount to be based on the acreage reflected on the site plan.
9. Stormwater Management Facilities (SWM) and Best Management Practices (BMP) for the Property shall be provided for each phase as the site is developed. Final location of said facilities shall be determined at the time of final site plan approval.
10. The Applicant shall provide two layered erosion control measures in connection with development and land disturbing activity on the Property that is within 50 feet of the limits of a Resource Protection Area (RPA). A note shall be included on the applicable final site plan(s) that identify the specific measures to be utilized on the Property.
11. In the event the uses on the Property involve the handling of petroleum products or other hazardous substances, the owner/operator/tenant of any such business on the property shall prepare an emergency spill notification contingency plan and shall have the plan

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approved by the Fire Marshall and have it posted on the premises before the issuance of any occupancy permits. The owner/operator/tenant shall be responsible for notifying the Fire Marshal's office immediately in the event of a spill of any petroleum product or other hazardous substance on the property. The owner/operator/tenant shall assume full responsibility for all public and private expenses incurred in the clean up of such spills.

12. The Applicant agrees that fuels, oils, anti-freeze, solvents, or other pollutants or flammable substances shall be properly disposed of or recycled and will not be discharged into the storm water system, sanitary sewer, on the ground or surface water.
13. In the event motor vehicle service and/or maintenance facilities are provided on the Property, said facilities shall be equipped with a water quality inlet and/or pretreatment device; type(s) and location(s) of said pretreatment device shall be determined at each final site plan.
14. Maintenance of the existing vegetation within the RPA, RPA Buffer, other buffers, and/or permanent open space shall allow for the removal of dead or dying trees in accordance with accepted horticultural practices and the recommendations of the Applicant's arborist, nurseryman and/or environmental consultant. Encroachments into said areas, which may be necessary to accommodate utility lines and connections and stormwater management outfalls or encroachments otherwise required to obtain permits and approvals from the Army Corps of Engineers and/or the Department of Environmental Quality, shall be subject to DCSM and Chesapeake Bay regulations.
15. To facilitate adequate expansion of tree and shrub roots to support healthy plants, all landscape areas along the right-of-way of Route 234 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, sandy clay loam, or loamy sand. 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.

COMMUNITY DESIGN

16. Development of the Property shall be in substantial conformance with the GDP. In the event the Applicant is required to provide updated wetlands/resource protection studies and said studies allow/require a change in the limits of clearing and grading shown on the GDP, the Applicant shall be permitted to make such changes as may be necessary during site plan approval.

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17. The primary materials utilized for the front façade of any building facing and within 200 feet of Godwin Drive and Route 234 shall be constructed of brick, stone, architectural concrete masonry unit (e.g. regal stone, split face, precision, and ground face), stucco, precast concrete panels or architectural metal panels, but not plain concrete block.
18. In addition to screening and landscaping requirements set forth in Section 32-400.08 of the Zoning Ordinance, all loading and service areas located within 200 feet of and visible from Godwin Drive and Route 234 shall be screened with plantings according to Section 802.49 of the Prince William County Design and Construction Standards Manual or other methods acceptable to Prince William County to mitigate visibility from Godwin Drive and Route 234 to the extent reasonably practical. This proffer shall not apply to the outdoor display of items allowed for sale, including but not limited to the retail sale of brick.
19. The 30 foot landscape area located along the western property line shall be planted to a minimum of 180 plant units per 100 linear feet, utilizing only native species with an emphasis on evergreen shrubs and trees except for within existing and future utility crossings or as noted below.
20. The 50 foot landscape area and landscape berm along Route 234, as generally shown on the GDP, shall be planted as follows:
 - a. An area of the existing berm, facing Route 234, as generally shown on the GDP, shall be planted to a minimum of 320 plant units per 100 linear feet with shrubs, grasses, and other plantings acceptable to the powerline easement holder. The width and location of the landscape area on the berm will vary based on the slope of the berm and suitable area for planting and shall be planted in accordance with these proffers. The final location of the berm landscape area shall be determined at final site plan approval for each phase of development that abuts Route 234 in a bermed area.
 - b. The non-berm areas along Route 234 shall be planted to a minimum of 320 plant units per 100 linear feet with shrubs, grasses, and other plantings acceptable to the powerline easement holder. The width and location of the landscape area will vary to accommodate the existence of improvements related to the existing powerline easement. Locations of plantings may be adjusted so long as a minimum 50-foot-wide landscape area is maintained.
 - c. Within the 50 foot landscape area and landscape berm, a minimum of thirty percent (30%) of the plantings shall be evergreen species.
21. The Applicant shall plant (a) the proposed 50 foot landscape trees area along Route 234, as generally shown on the GDP, with a minimum of 320 plant units per 100 linear feet, and (b) the proposed 30 foot landscape trees area, as generally shown on the GDP, with a minimum of 180 plant units per 100 linear feet.

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22. The 20' Landscape Area located along Godwin Drive shall be planted with a minimum of 130 plant units per 100 linear feet and shall include native and indigenous species and other plantings acceptable to the utility easement holder.
23. In the event the Applicant is granted the right to construct a "rail spur" to serve uses located on the Property, the 30 foot landscape area located adjacent to the rail road tracks may be disturbed to the extent necessary to accommodate said rail spur.
24. The RPA and the area identified on the GDP as "Permanent Open Space" located adjacent to the property zoned R-4 shall be provided in lieu of a 50 foot buffer between the M-1 and R-4 zoning districts. Said area shall allow for limited crossings which may be necessary to accommodate necessary utility connections, existing utility lines and stormwater management outfalls subject to DCSM regulations but, shall otherwise remain undisturbed.
25. The Applicant shall provide a 50 foot landscape area adjacent to the RPA in those areas shown on the GDP. In the event the 50 feet adjacent to the RPA is disturbed, said area shall be replanted in accordance with the approved DMME reclamation plan. In addition, at the time of site development, the Applicant shall provide supplemental plantings of seedling trees at a rate of 450 seedlings per acre of disturbed area within the 50 foot landscape area.
26. The area identified on the GDP as "Permanent Open Space" shall remain undisturbed (i.e., in its natural state) except for existing and future utility crossings and plantings and/or other work needed to provide wetland mitigation.
27. The area identified on the GDP as "Prop. Permanent Undisturbed Open Space" shall remain undisturbed (i.e., in its natural state) except that limited disturbances for future utility crossings and plantings and/or other work needed to provide wetland mitigation upon approval by the director of Planning.
28. Prior to initial clearing and grading of the Property, the Applicant shall conduct an onsite walkthrough with the Watershed Management Branch in order to determine the existence of any leftover miscellaneous industrial debris located outside the limits of clearing shown on the GDP. If such leftover industrial debris is identified by the Watershed Management Branch the Applicant shall be allowed to make the necessary adjustments to the limits of clearing and grading in order to remove such material. Disturbance outside the limits of clearing and grading shall be the minimum necessary to removal of the debris. Disturbed areas shall be replanted with container tree seedlings (aka tubelings) in accordance with the specifications detailed in DCSM 802.21.E.
29. The Applicant shall retain the existing berm located along the Route 234 frontage as shown on the GDP. The north face of the berm may be modified to accommodate a 2:1 slope.

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30. Within 100 feet of the perimeter of the Property, all lighting shall be shielded and directed downward and shall not allow glare or illumination outside of the site. Light poles shall not exceed thirty (30) feet.
31. All development on the Property shall comply with applicable Federal Aviation Administration (FAA) standards.

USES

32. The Applicant shall retain the right to continue to mine, extract or otherwise process clay and/or shale from the Property until December 7, 2025 or until such time as the mining operation is permanently concluded; whichever comes first.
33. The Property shall be developed in accordance with the M-1, Heavy Industrial District. However, in no event shall any of the following be a permitted use on the Property: asphalt plant; building materials sales yard; coal, wood and lumber yards; equipment and material storage yard; flea market; manufacturing; marble/tile processing, cutting and polishing; masonry and stone working; recyclable materials separation facility; recycling collection point; sheet metal fabrication; and trailer sales, lease, storage, repair and maintenance.
34. For purposes of calculating density, open space, tree canopy and landscaping, such calculations may be based on the entire site area rather than on a lot by lot basis if/when the Property is subdivided. For purposes of interpretation, density, open space, tree canopy and landscaping shall be calculated on the entire site at the time the first site plan is filed and a tabulation provided with each subsequent site plan to account for the allocation of each development standard (i.e., density, open space etc.).
35. Subdivided lots shall not be less than one (1) acre. This proffer shall not be interpreted to prohibit the creation of or sale of units in industrial or office condominium buildings.

FIRE AND RESCUE

36. 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 building area constructed on the Property. Said contribution shall be used for fire and rescue purposes and shall be paid prior to and as a condition of the issuance of a building permit release letter for each building constructed on the Property.

WATER AND SANITARY SEWER

37. All development on the Property shall be connected to public water and sewer service and the Applicant shall be responsible for the costs and construction of those on and off-site improvements required in order to provide such service for the demand generated by

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the development on the Property as determined in consultation with the Prince William County Service Authority or other applicable utility provider.

MISCELLANEOUS

38. For purposes of this Proffer Statement, "final rezoning" shall be defined as that zoning which is in effect on the day following the last day upon which the Prince William Board of County Supervisors' decision granting the rezoning may be contested in the appropriate court or, if contested, the day following entry of a final court order affirming the decision of the Board of Supervisors which has not been appealed, or if appealed, the day following which the decision has been affirmed on appeal.
39. The Applicant shall 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 32-25.20 et. seq. of the Zoning Ordinance. Any graffiti is to be reported to the Prince William County Police Department before removal.
40. In the event the monetary contributions set forth in the Proffer Statement are paid to the Prince William Board of County Supervisors ("Board") within eighteen (18) months of the approval of this rezoning, as applied for by the Applicant, said contributions shall be in the amounts as stated herein. Any monetary contributions set forth in this Proffer Statement which are paid to the Board after eighteen (18) months following the approval of this rezoning shall be adjusted in accordance with the Urban Consumer Price Index ("CPI-U") published by the United States Department of Labor, such that at the time contributions are paid they shall be adjusted by the percentage change in the CPI-U from that date eighteen (18) months after the approval of this rezoning to the most recently available CPI-U to the date the contributions are paid, subject to a cap of 6 percent (6%) per year, non-compounded.

ANNEXATION

41. The Applicant and its successors in title will not initiate an annexation proposal for the Property for annexation by the City. The Applicant further proffers that should another party propose such annexation, which includes the Property, the Applicant and its successors in title will not consent, support or cooperate with any party proposing such annexation of the subject Property.

[SIGNATURES ON FOLLOWING PAGE]

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Applicant: VADATA, Inc.

SIGNATURE PAGE

VADATA, INC.

By: _____
Name: _____
Title: _____



Christopher E. Martino
County Executive

COUNTY OF PRINCE WILLIAM

OFFICE OF EXECUTIVE MANAGEMENT

1 County Complex Court, Prince William, Virginia 22192-9201
(703) 792-6600 Metro 631-1703 FAX: (703) 792-7484

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October 6, 2017

TO: Board of County Supervisors

FROM: Rebecca Horner, AICP, CZA *RH*
Director of Planning

THRU: Christopher E. Martino
County Executive

RE: Proffer Amendment #REZ2018-00002, Brickyard
Coles Magisterial District

I. Background is as follows:

- A. Request – This is a request to amend Rezoning #PLN2010-00141, to modify landscaped areas and incorporate additional technical revisions.

	Required in M-1 Zoning District	Approved per #PLN2010-00141	Proposed per #REZ2018-00002
Acreage	N/A	156 acres	156 acre
Maximum Lot Coverage	85%	85%	85%
Open Space	15%	15%	15%
Landscaping	10-foot-wide landscape strip along the right-of-way outside of utility easements.	50-foot-wide landscape strip along Prince William Parkway (Route 234), to be planted with 200 plant units per 100 linear feet, to include existing trees, evergreen and deciduous trees.	50-foot-wide landscape strip along Prince William Parkway (Route 234), to be planted with 320 plant units per 100 linear feet, to include shrubs and grasses, and additional tree planting areas beyond the existing 120-foot-wide utility easement.

- B. Site Location – The ±156-acre site is located on the south side of Godwin Drive, approximately 850 feet east of its intersection with Gateway Boulevard, and has frontage on Prince William Parkway (Route 234). The site is identified on County maps as GPINs 7695-53-7817, 7695-62-8724, and 7695-61-0567.

- C. Comprehensive Plan – The subject site is designated EI, Industrial Employment, ER, Environmental Resource, and SRL, Suburban Residential Low, in the Comprehensive Plan.
- D. Zoning – The site is zoned M-1, Heavy Industrial, with proffers. The property also falls within the Manassas Airport Safety, the Flood Hazard, and the Data Center Opportunity Overlay Districts.
- E. Surrounding Land Use – The subject site is bordered by residential uses to the east. Vacant and industrial uses are located to the north, south and west of the site. The City of Manassas borders the site to the north and west. The Manassas Regional Airport is located to the southwest.
- F. Background and Context – On December 7, 2010, the Board of County Supervisors approved Rezoning #PLN2010-00141, Glen-Gery Godwin Drive, to rezone the subject site from A-1, Agricultural, to M-1, Heavy Industrial, with proffers.

If the subject application is approved, it will supersede the approval of #PLN2010-00141 for the entire ±156-acre site.

II. Current Situation is as follows:

- A. Planning Commission Recommendation – At their October 4, 2017, public hearing, the Planning Commission recommended approval of Proffer Amendment #REZ2018-00002, Brickyard, subject to proffers dated September 20, 2017. The case was moved forward with a recommendation of approval (see attachment F for the resolution).
- B. Planning Office Recommendation – Staff recommends approval of Proffer Amendment #REZ2018-00002, Brickyard, subject to proffers dated October 5, 2017, for the following reasons:
 - The existing M-1, Heavy Industrial, zoning is consistent with Industrial Employment (EI) designation on the majority of the site.
 - The proposed amended proffer language will allow greater design flexibility for a proposed targeted industry use.
 - Intense M-1 uses have been restricted to achieve greater conformity with the surrounding area.
- C. Board of County Supervisors Public Hearing – A public hearing before the Board of County Supervisors has been advertised for October 17, 2017.

III. Issues in order of importance are as follows:

- A. Comprehensive Plan
 - 1. Long-Range Land Use – Is the proposed use consistent with those uses intended by the EI, ER, and SRL Long Range Land Use designations?

2. Level of Service – How does the proposal address the mitigation of impacts to existing levels of service?

B. Strategic Plan

1. Robust Economy – How does the proposal help to foster a diverse local economy that creates a culture of innovation and achieves more quality jobs, economic opportunities, and an expanded commercial tax base?

C. Community Input – Have members of the community raised any issues?

D. Other Jurisdictional Comments – Have other jurisdictions raised any issues?

E. Legal Uses of the Property – What uses are allowed on the property? How are legal issues resulting from the Board of County Supervisors action addressed?

F. Timing – When must the Board of County Supervisors take action on this application?

IV. Alternatives beginning with the staff recommendation are as follows:

A. Approve Proffer Amendment #REZ2018-00002, Brickyard, subject to proffers dated October 5, 2017, for the following reasons:

1. Comprehensive Plan Consistency Analysis:

- a) Long-Range Land Use – The site is primarily designated EI, Industrial Employment. The proffer amendment supports the development of heavy industrial uses as allowed in the M-1 zoning district. The M-1 zoning district is intended to implement the EI land use designation.

The site is also partially designated ER, Environmental Resources. The proposed proffer amendment proposes no additional impacts to the Resource Protection Area (RPA) in the eastern portion of the site. Development is also not proposed on the small SRL portion of the site that is located east of the RPA.

- b) Community Design – While the application is found to be inconsistent with the Community Design Plan, the Applicant proposes two tree planting areas beyond the existing 120-foot-wide existing Virginia Electric and Power Company (VEPCO) easement along the site's Route 234 frontage. These tree planting areas are intended to supplement the 50-foot-wide landscape area along Route 234, which will be planted with mostly shrubs and grasses due to the power line easement, and to provide improved screening of future M-1 uses and enhanced views from Route 234.
- c) Level of Service – The limited revisions to the approved proffers have no impact to the level of service.

2. Strategic Plan:

- a) Robust Economy – The proposed amended proffer language will allow greater design flexibility for a proposed targeted industry use. This added flexibility may be considered to be consistent with Strategic Plan objectives of promoting new employment opportunities and increasing the commercial tax base. Resulting commercial tax revenues will be a positive benefit to Prince William County.
3. Community Input – Notice of the application has been transmitted to adjacent property owners within 200 feet. As of the date of this report, the Planning Office has not received any input from surrounding property owners.
4. Other Jurisdictional Comments – The application was referred to the City of Manassas for review and comment. The City has no objection to the approval of this application, and requested a change to Proffer #6 to allow flexibility in the final design of the City's capital project (T-28) which is slated for construction next year. Revised proffers submitted by the Applicant subsequent to the Planning Commission meeting include this change.
5. Legal Uses of the Property – Those uses allowed in the M-1, Heavy Industrial, zoning district would be permitted, subject to the approved proffers. Legal issues resulting from the Board of County Supervisors action are appropriately addressed by the County Attorney's office.
6. Timing – The Board of County Supervisors has one year from the date of acceptance of the application to take action on the proffer amendment request. The one-year time frame ends on August 1, 2018.

B. Deny Proffer Amendment #REZ2018-00002, Brickyard for the following reasons:

1. Comprehensive Plan

- a) Long-Range Land Use – If the application is denied, the land use designation of the site would remain EI, Industrial Employment, ER, Environmental Resource, and SRL, Suburban Residential Low; and the zoning would remain M-1, Heavy Industrial, with proffers.
- b) Community Design – If the application is denied, the existing 120-foot-wide existing Virginia Electric and Power Company (VEPCO) easement will remain along the site's frontage on Route 234. The Applicant would be required to provide a 50-foot-wide landscape area along the property frontage that conforms to the existing proffers.
- c) Level of Service – Denial would not have any impact on the existing level of service.

2. Strategic Plan:

a) Robust Economy – If the proffer amendment is denied, the site could be developed with heavy industrial uses, subject to the previously approved proffers. Future non-residential development on the site is consistent with the Strategic Plan objective of increasing the commercial tax base.

3. Community Input – Notice of the application has been transmitted to adjacent property owners within 200 feet. As of the date of this report, the Planning Office has not received any input from surrounding property owners.

4. Other Jurisdictional Comments – The application was referred to the City of Manassas for review and comment. The City has no objection to the approval of this application, and requested a change to Proffer #6 to allow flexibility in the final design of the City's capital project (T-28) which is slated for construction next year. Revised proffers submitted by the Applicant subsequent to the Planning Commission meeting include this change.

5. Legal Uses of the Property – Those uses allowed in the M-1, Heavy Industrial, zoning district would be permitted, subject to the previously approved proffers. Legal issues resulting from the Board of County Supervisors action are appropriately addressed by the County Attorney's Office.

6. Timing – The Board of County Supervisors has one year from the date of acceptance of the application to take action on the proffer amendment request. The one-year time frame ends on August 1, 2018.

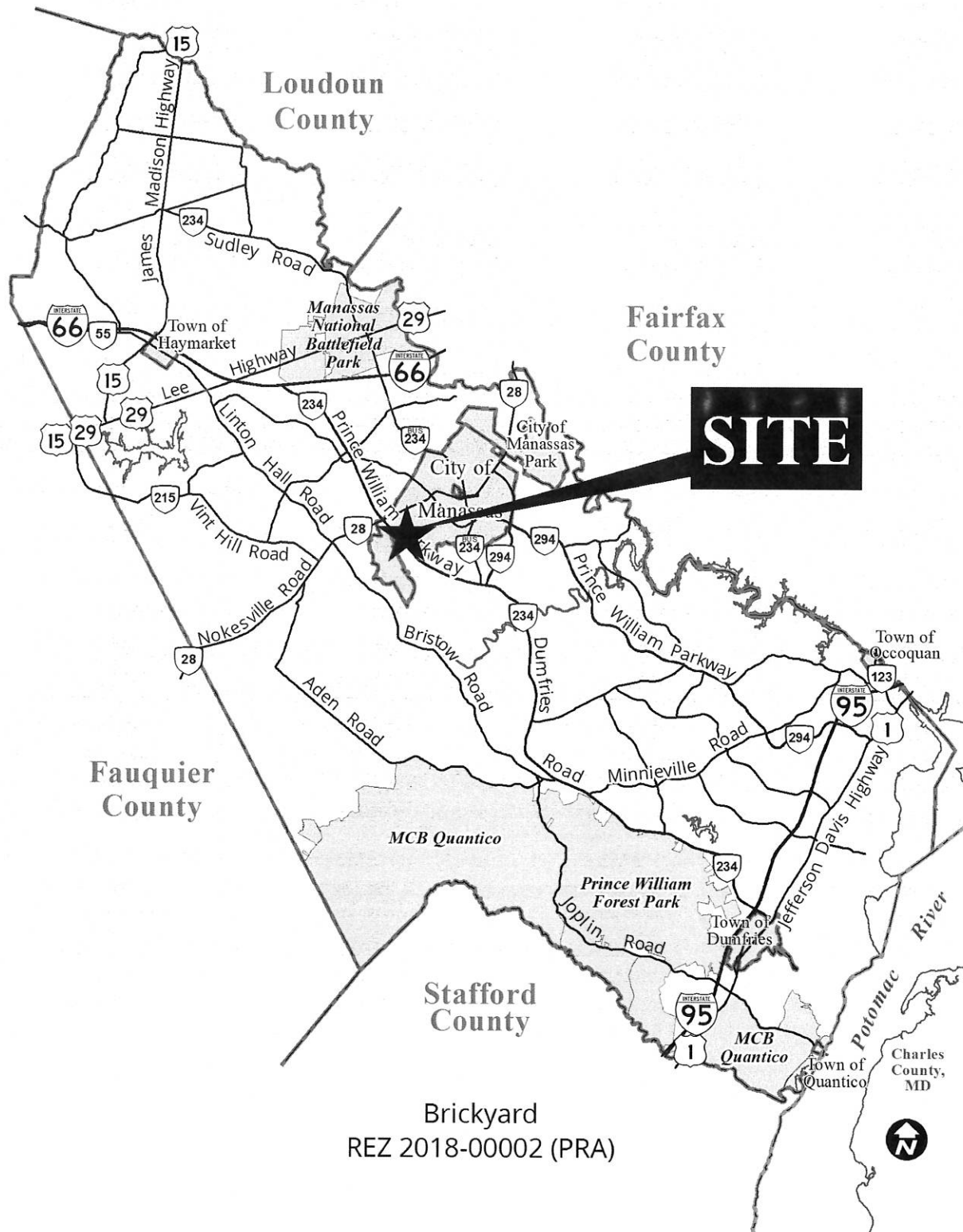
V. **Recommendation** is that the Board of County Supervisors accept Alternative A and approve the attached Ordinance.

Staff: Meika F. Daus, AICP x7901

Attachments

- A. Area Maps
- B. Staff Analysis
- C. Proffers with Strikethroughs and Underlines
- D. Generalized Development Plan
- E. Environmental Constraints Analysis
- F. Planning Commission Resolution

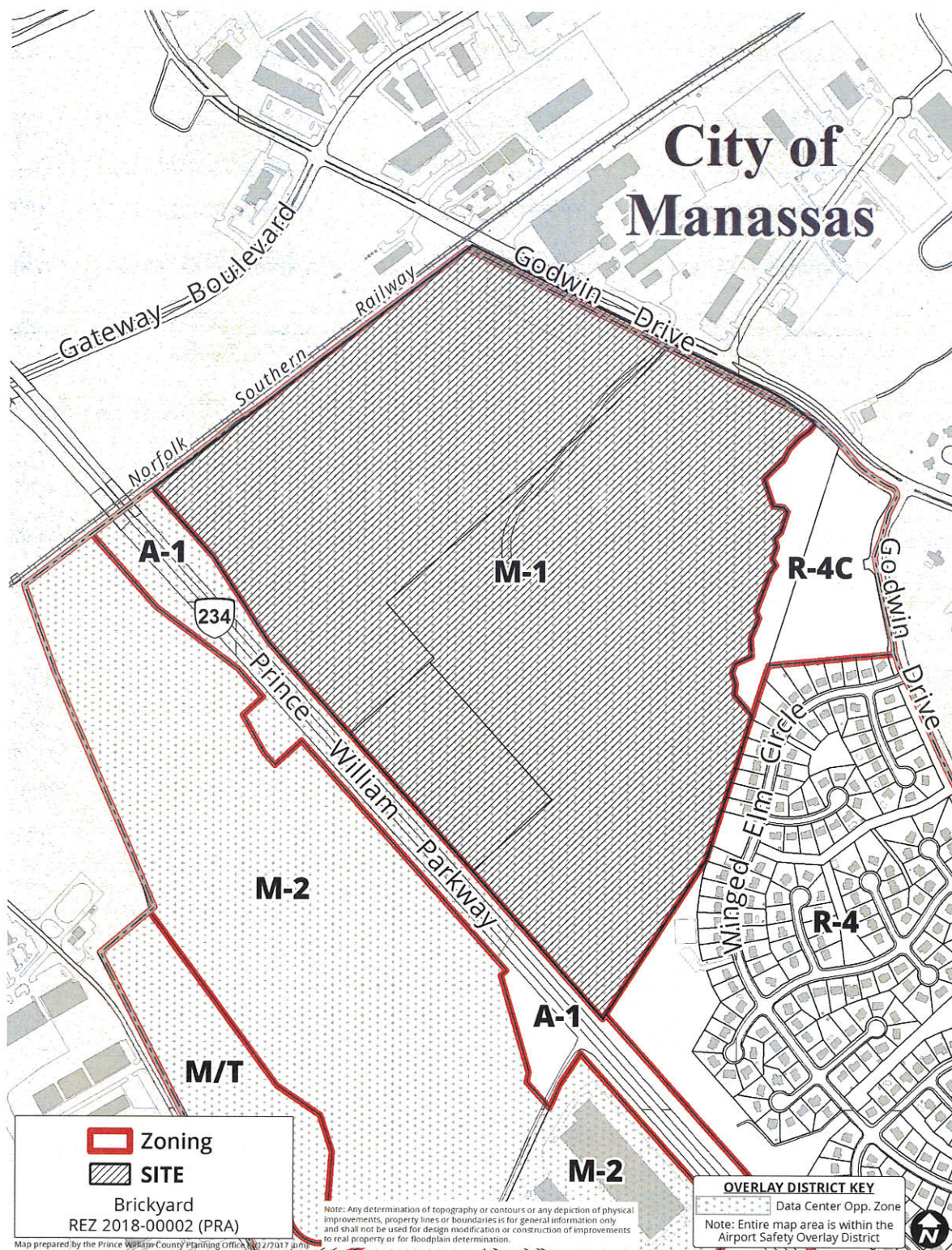
Attachment A – Maps
VICINITY MAP



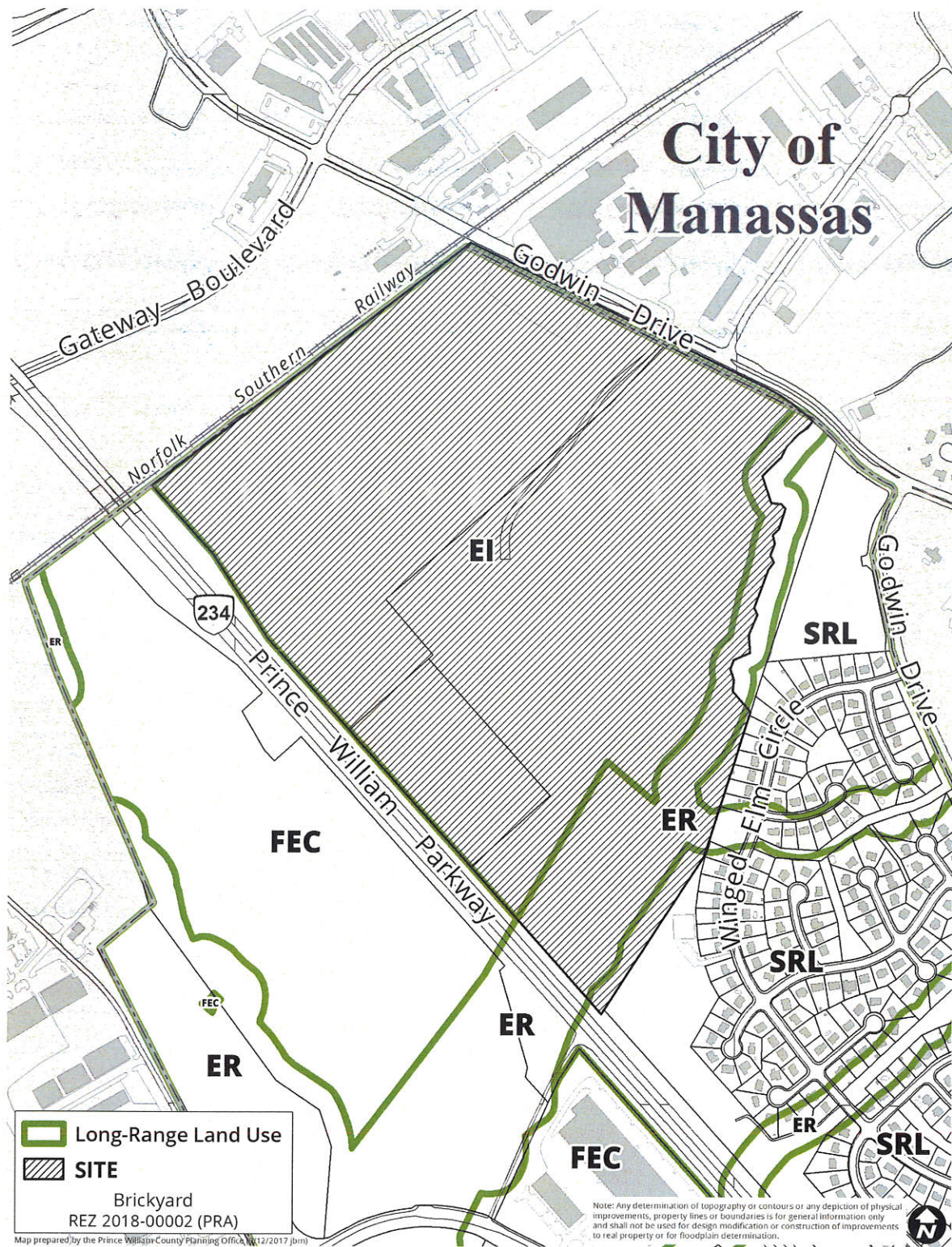
Attachment A – Maps
AERIAL MAP



Attachment A – Maps ZONING MAP



Attachment A – Maps LONG-RANGE LAND USE MAP



Part I. Summary of Comprehensive Plan Consistency
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Staff Recommendation: Approval

This 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	No
Economic Development	Yes
Environment	Yes
Transportation	Yes

Part II. Comprehensive Plan Consistency Analysis

The following table summarizes the area characteristics (see maps in Attachment A):

Direction	Land Use	Long Range Future Land Use Map Designation	Zoning
North	City of Manassas; Brick manufacturing, Municipal use, vacant land	City of Manassas	City of Manassas
South	Across 234; Approved Glen-Gery light industrial development, Manassas Airport, City of Manassas	FEC & ER	M-2 & M/T
East	Single family detached dwellings, vacant land, City of Manassas	ER, SRL	R-4, R-4C
West	City of Manassas; commercial use, vacant Norfolk Southern Railroad	City of Manassas	City of Manassas

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 population, jobs, and infrastructure within vibrant, walkable, mixed-use centers serviced by transit. In addition to delineating land uses on the

Attachment B - Staff Analysis

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.

The site is located within the Development Area of the County and is classified as EI, Industrial Employment, ER, Environmental Resource, and SRL, Suburban Residential Low. The following table summarizes the uses and densities intended within these designations:

Long Range Land Use Map Designation	Intended Uses and Densities
Industrial Employment (EI)	The purpose of the Industrial Employment classification is to provide for areas of economic base industries that must be screened and buffered from major transportation corridors and adjacent land uses. These screening and buffering requirements shall be as contained in the Zoning Ordinance and Design and Construction Standards Manual. Primary uses in the EI are manufacturing, industrial parks, truck and auto repair, wholesale/distribution facilities, warehouses, certain public facilities and utilities, and other industrial uses. Retail and/or retail service uses shall be considered secondary uses and shall represent no greater than 25 percent of the total EI gross floor area of the project. These retail/retail service uses shall be so located on a site that their primary purpose is to support the needs of those employed within that EI project. Within an EI-designated area, the more intense uses shall be located in the core of the area and the less intense uses at the periphery, to act as a transition between the EI and adjacent areas designated or developed for different uses. Performance standards for off-site impacts—such as dust, particulates, and emissions—are to be applied. Stand-alone office and office-like facilities that are primary uses within an EI-designated area should be discouraged in any EI area.
Environmental Resource (ER)	This classification is explained in detail within the Environment Plan. Therein are located goals, policies, action strategies, and other Plan components designed to protect the sensitive nature of the identified resources. Environmental Resources include all 100-year floodplains as determined by the Federal Emergency Management Act (FEMA), Flood Hazard Use Maps or natural 100-year floodplains as defined in the Design and Construction Standards Manual, and Resource Protection Areas (RPAs) as defined by the Chesapeake Bay Preservation Act. In addition, areas shown in an environmental constraints analysis submitted with a rezoning or special use permit application with wetlands; 25 percent or greater slopes; areas with 15

Attachment B - Staff Analysis

	percent or greater slopes in conjunction with soils that have severe limitations; soils with a predominance of marine clays; public water supply sources; and critically erodible shorelines and stream banks are considered part of the Environmental Resource Designation.
Suburban Residential Low (SRL)	The purpose of the Suburban Residential Low classification is to provide for housing opportunities at a low suburban density. The housing type in this classification is single-family detached, but up to 25 percent of the total land area may be single-family attached. The density range in SRL projects is 1-4 units per gross acre, less the ER-, Environmental Resource-designated portion of a property. Cluster housing and the use of the planned unit development concept may occur, provided that such clustering and planned district development furthers valuable environmental objectives as stated in EN-Policy 1 and EN-Policy 4 of the Environment Plan, the intent stated in the Cultural Resources Plan and preserves valuable cultural resources throughout the county.

The ±156-acre site is located on the south side of Godwin Drive, approximately 850 feet east of its intersection with Gateway Blvd. The site is identified on County maps as GPINs 7695-53-7817, 7695-62-8724, and 7695-61-0567, and has frontage on Prince William Parkway (Route 234).

This is a request to amend Rezoning #PLN2010-00141, to modify landscaped areas and incorporate additional technical revisions.

Proposal's Strengths

- Zoning Compatibility – The site is primarily designated EI, Industrial Employment. The existing zoning district, M-1, Heavy Industrial, is recommended to implement the EI designation.
- Limitation on Land Uses – With the subject proffer amendment, the Applicant proffers to develop the site in accordance with the M-1, Heavy Industrial, district with the exception that the following shall not be permitted on the property: asphalt plant; building materials sales yard; coal, wood and lumber yards; equipment and material storage yard; flea market; manufacturing; marble/tile processing, cutting and polishing; masonry and stone working; recyclable materials separation facility; recycling collection point; sheet metal fabrication; and trailer sales, lease, storage, repair and maintenance. This revision was provided to limit the scope of the permitted industrial uses authorized on the property, in order to address concerns related to the visual impact of the use of the industrial property on Route 234, in light of the requested modifications to the landscape area along Route 234.
- Data Center Opportunity Zone Overlay District – The majority of the property is located within the Data Center Opportunity Zone Overlay District. The overlay district was created for the purpose of promoting development of data centers within areas of the County where there is

existing infrastructure that could adequately support the proposed use. If approved, uses permitted in the M-1 district, subject to the approved proffers, could be constructed; however, a data center development is anticipated.

- Separation from SRL Designation – As shown on the GDP and proffered, the area of the site that is planned SRL, located on the east side of the area designated ER, shall remain undisturbed, with the exception of utility crossings. This creates separation from uses designated SRL, and those designated EI.

Proposal's Weaknesses

- None identified.

On balance, this application is found to be consistent with the relevant components of the Long-Range Land Use 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.

The subject proffer amendment proposes changes to landscaping improvements that were included within the original zoning approval. A 50-foot wide landscape area, to be planted with a minimum of 200 plant units per 100 linear feet composed primarily of preserved and planted trees, was proffered along the site's frontage on Route 234 to provide buffering of heavy industrial uses from the roadway. Along Route 234, the existing berm was to be retained, which would also contain plantings. The Applicant provided the following justification for the request:

Applicant's Summarized Justification: The GDP approved with the Original Rezoning designated a 50-ft. landscape area along Route 234, which was to be planted with a minimum of 200 plant units per 100 linear feet. Subsequent to the Original Rezoning, the owner of the Property granted a 120-ft. wide overhead utility easement along Route 234 (the "Existing Easement") where shown and designated on the GDP as "Ex. VEPCO Esmt. Instr. #201209210091065". The existing planted berm located along a portion of Route 234 was modified slightly to accommodate the construction of the corresponding utility facilities. The terms of the Existing Easement prohibit certain plantings that interfere with overhead utility facilities.

To conform the language of the Proffer Statement to the restrictions of the Existing Easement, the Applicant proposes to amend the proffers to eliminate reference to trees and instead refer to shrubs, grasses and other plantings acceptable to the easement holder. The Applicant further proposes to amend the Proffer Statement to provide that all landscape areas will be planted or replanted, as applicable, according to current planting standards in the Design and Construction Standards Manual.

Proposal's Strengths

- Plant Unit Increase – The original 50-foot-wide landscape area along Route 234, was to be planted with a minimum of 200 plant units per 100 linear feet. The Applicant proposes to update the plant units in this landscape area and provide a total of 320 plant units per 100 linear feet. Per the proposed proffers, this planting strip will contain shrubs, grasses, or other plantings acceptable to the power line easement holder.
- Additional Tree Planting Areas – The Applicant proposes two tree planting areas beyond the existing 120-foot-wide existing Virginia Electric and Power Company (VEPCO) easement along the site frontage. One 30-foot-wide tree planting area is shown along the southernmost portion of Route 234, and a 50-foot-wide tree planting area is proposed on top of a berm that is to be retained. These tree planting areas are intended to supplement the 50-foot-wide landscape area along Route 234, which will be planted with mostly shrubs and grasses due to the power line easement, and to provide improved screening of future M-1 uses and enhanced views from Route 234.

Proposal's Weaknesses

- Impact to the Prince William Parkway Landscape Treatment – The Comprehensive Plan contains a strategy to encourage private developers and public agencies to provide landscape treatments and appropriate signage and lighting, to improve the scenic quality of highly visible areas along interstate and regional highways and major County thoroughfares, in general accordance with the *Illustrative Gateway/Corridor Design Guidelines*. Accordingly, the original rezoning proffered a 50-foot-wide landscape area primarily composed of trees along the entire frontage of this site. Other developments along this segment of Route 234 have employed buffers and landscape areas ranging from 35 feet to 200 feet in width. A major overhead VEPCO electric corridor was installed directly over where the 50-foot landscape area is required along the site's Route 234 frontage. The Applicant is proposing to leave the majority of the landscape area under the power lines. This will reduce the effectiveness of the landscaping, prohibiting the use of trees which can achieve sizes to effectively beautify this thoroughfare. Staff requested that the Applicant provide a viable landscape area capable of growing mature shade and evergreen trees. This has been partially addressed; however, no tree planting areas are proposed at the center of the frontage, between Lot 3 and Route 234.
- VEPCO Easement(s) – The 50-foot-wide landscape area along Route 234 is located entirely within a 120-foot-wide VEPCO easement. The recorded transmission right-of-way easement only allows plantings that do not exceed a mature height of 10 feet. This limits the effectiveness of the landscape area for screening the M-1 uses from Route 234, since the evergreen trees

referenced in the proffers, will not be permitted by the easement holder. Additionally, VEPCO has the right to remove plantings within the 50-foot-wide landscape area at their discretion, without replacement. Normal maintenance of the electrical corridor may result in the loss of any plantings installed. The landscape area was identified as a design strength with the original rezoning, which was approved in 2010. Subsequent to the approval of the rezoning, in 2012, the VEPCO easement was recorded. Staff understands that VEPCO may obtain an additional easement along the site frontage in the future. Additional easements along the Route 234 frontage may further affect the ultimate location of landscaping along the site frontage, as is noted on the GDP.

- Substation Location – Staff understands that future data center development with a substation is anticipated on the subject site. The possible location of a substation is Lot 3, an approximately 11-acre parcel fronting Route 234. The effectiveness of the buffering between Lot 3 and the right-of-way is limited. While a 50-foot-wide landscape area is shown on the GDP, this landscape area is located under the existing VEPCO easement and does not allow plantings over 10 feet. Substations typically contain tall structures and mechanical equipment, including transformers. It would be preferable, from a public visibility perspective, if the substation were located along the VEPCO easement near the southern railway line, versus the Route 234 frontage, thus permitting a more continuous treed landscape design parallel, though not abutting Route 234. A proffer amendment or public facilities review will be required for approval of the substation use and screening measures for the substation will be addressed at that time. Options for screening a substation in this location are limited.
- Site Layout – The Applicant's GDP does not show the building layout and minimal details are provided as to the proposed development of the site.

On balance, this application is found to be inconsistent with the relevant components of the Community Design Plan.

Economic Development

An enhanced, diverse nonresidential tax base creates quality jobs, allowing people to live, work and recreate in Prince William County. The Economic Development Plan sets out policies and action strategies that further the County's goal of attracting and fostering the growth of environmentally sound industries to create quality jobs and diversify the nonresidential tax base, creating a climate where citizens can live and work in Prince William County. The Plan includes recommendations relating to business attraction, retention and expansion, the provision of adequate infrastructure, redevelopment of less competitive areas, telecommuting and other information-age opportunities, and recognition of tourism as an industry.

Proposal's Strengths

- Non-Residential Development – Future industrial space on the subject site would enhance the County's nonresidential tax base. This is consistent with the Prince William County Strategic Plan 2017-2020.

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.

This site is located in Subwatershed #282, which drains into Winters Branch tributary of Cannon Branch in the Broad Run watershed. A large amount of the site has been previously disturbed with mining operations and some slopes that exist on-site are not natural terrain. Resource Protection Area (RPA), wetlands, and 100-year floodplain are located on the site.

The proffer amendment includes revisions to the proffered open space plan. The Applicant provided the following justification for the request:

Applicant's Summarized Justification: The General Development Plan (GDP) approved with the Original Rezoning designated (i) a 13.6 acres area designated on the GDP as "RPA" along the eastern boundary of the Property, (ii) a 3.3 acre area labeled on the GDP as "Permanent Open Space" along the eastern boundary of the Property between the RPA and the adjacent property zoned R-4, and (iii) a 7.3 acre area labeled on the GDP as "Open Space Area" along the western boundary of the Property adjacent to the railroad right-of-way, which could be disturbed by utility/mining activity but which was protected from clearing/grading or development activity. The 3.3 acre "Permanent Open Space" area was permanently protected from clearing and grading or other activity related to permitted development, but such areas may be disturbed for the limited purposes described in Proffer #22 of the Original Rezoning.

The Applicant proposes to amend the GDP and Proffers (i) to reflect an update to the RPA delineation, which removed a 0.5 acre portion previously delineated as RPA, the area will be added to the "Permanent Open Space" area along the eastern boundary of the Property between the RPA and the adjacent property zoned R-4, (ii) to relocate the 7.3 acre "Open Space Area" to an area along the eastern side of the Property, in closer proximity to the adjacent R-4 property, which shall be redesignated as "Prop. Permanent *Undisturbed* Open

Space Area” as shown on the Amended GDP. The “Permanent Undisturbed Open Space Area” shall be distinguished from the “Permanent Open Space” as the latter may be disturbed for utility crossings, plantings and work needed to provide wetland mitigation, whereas the former may only be disturbed for such purposes upon approval by the Director of Planning.

Proposal’s Strengths

- Limits of Clearing and Grading & RPA Landscape Area – Limits of clearing and grading are shown on the plan. In the southeast section of the site, along the Winters Branch RPA, a 50 foot landscape area shall be provided beyond the RPA limits, as indicated on the GDP.
- Added Open Space Between Industrial and Residential Land Uses – With the proffer amendment, the application adds 3.9 acres of proposed permanent undisturbed open space adjacent to the RPA. This adds additional separation between M-1 land uses, and those properties located in residential districts located to the south east.
- Water Quality – The Applicant has proffered to make a monetary contribution in the sum of \$75.00 per acre to the Board of County Supervisors for the purpose of monitoring water quality, stream restoration projects, and/or drainage improvements.

Proposal’s Weaknesses

- Reduction in Open Space – The proffer amendment removes a 7.3-acre area of open space along the western boundary of the property adjacent to the railroad right-of-way. While a 3.9-acre area is being added to the eastern portion of the property, this represents a reduction in open space of 3.4 acres.

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

Transportation Plan Analysis

By providing a multi-modal approach to traffic circulation Prince William County promotes the safe and efficient movement of goods and people throughout the County and surrounding jurisdictions. The Transportation Plan sets out 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.

With the proffer amendment, the site is proposed to have access from one or two points along Godwin Drive. Godwin Drive is maintained by the City of Manassas. The site will not have direct access onto Route 234. As proffered, the Applicant shall construct left and right turn lanes serving the entrance(s) to the site. Additionally, the Applicant shall provide a 10 ft. wide bike trail along Godwin Drive. There are no potential site distance issues along Godwin Drive at the site entrance(s). A Traffic Impact Analysis (TIA) was not required for this proffer amendment, since there is no additional trip generation.

Proposal's Strengths

- No Additional Trip Generation – The proposed proffer amendment will not increase trip generation beyond levels approved with Rezoning #PLN2010-00141.

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 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 aspects of the proposal relative to the Strategic Plan are as follows:

Increase commercial tax base

- Increase commercial tax base as a percentage of overall tax revenue to 35%.

Increase at-place employment

- Increase growth in at-place employment by more than 3,300 jobs per year.

Proffer Analysis

This section of the report is intended to provide further analysis of the proffer statement, as drafted:

- The subject proffer amendment proposes the elimination of Proffer #28, regarding a Phase I Cultural Resource Investigation. This proffer has been fully satisfied, and is appropriate for removal. A Phase I of Glen-Gary North Property dated November 2012 was completed by Thunderbird Archaeology. Furthermore, the County Archaeologist indicated that further cultural resource review is not warranted.

Materially Relevant Issues

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:

- None identified.

Minimum Design Criteria

Staff and other agencies that have reviewed the proposal noted the following minimum design criteria. The development proposal will be reviewed for compliance with all minimum standards at the time that the Applicant submits detailed site development information prior to the issuance of permits. The listing of these issues is provided to ensure that these concerns are a part of the development record. Such issues are more appropriately addressed during the site plan review.

- None identified.

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:

County Archaeologist
DPW- Environmental Services
Economic Development

Fire and Rescue
Planning Office, Case Manager and Zoning Administration
Police Department
PWC Historical Commission
PWC Service Authority
PWC Transportation
VDOT

Attachment C – Proposed Proffers with Strikethroughs and Underlines
Dated October 5, 2017

PROFFER STATEMENT

RE: REZ 2018-00002, Brickyard
Amending Proffer Statement REZ#PLN 2010-00141, Glen-Gery, Godwin Drive Property

Applicant/Record Owner: ~~Glen-Gery Corporation~~ VADATA, Inc.

Property: 156.0 acres ~~A-1 to M-1~~
G.P.I.N. 7695-62-0648 and 7695-63-8841 (the "Property")
~~Brentsville~~ Coles Magisterial District

Zoning: M-1

Date: July 19, 2017

Revised: September ~~28, 2009~~ 5, 2017

~~Revised:~~ April 27, 2010

~~Revised:~~ August 24, 2010

Revised: September ~~27, 2010~~ 20, 2017

Revised: October ~~7, 2010~~ 5, 2017

~~Revised:~~ December 3, 2010

The undersigned hereby proffers that the use and development of the subject Property shall be in strict conformance with the following conditions: and shall supersede all other proffers made prior hereto, including proffers associated with REZ#PLN2010-00141. In the event the above-referenced rezoning is not granted as applied for by Applicant, these proffers shall be withdrawn and are null and void.

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 that portion of the site served by the improvement, unless otherwise specified. The term "Applicant" as referenced herein shall include within its meaning all future owners and successors in interest.

For purposes of reference in this Proffer Statement, the General Development Plan (GDP) shall be the plan prepared by ~~William H. Gordon Associates, Inc.~~ JCL Consulting, LLC, entitled "~~General Development Plan, Glen Gery Godwin Drive Property~~ Brickyard," dated September ~~25, 2009~~, revised August 20, 2010. ~~The Environmental Constraints Analysis (ECA) shall be the ECA prepared by William H. Gordon Associates, Inc., entitled "Environmental Constraints Analysis, Glen Gery Godwin Drive Property," dated September 25, 2009, revised August 20, 2010.~~ 1, 2017.

TRANSPORTATION

1. Access to the Property shall be provided from Godwin Drive via either one or two entrances as shown on the GDP, the final location and design of which shall be shown on the final site plan.

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Dated October 5, 2017

PROFFER STATEMENT
#REZ2018-0002, Brickyard
Applicant: VADATA, Inc.

2. The Applicant shall provide a ten foot (10') wide bike trail along the Godwin Drive frontage of the Property, as shown on the GDP, the final location of which shall be shown on the final site plan unless the City of Manassas (the "City") requests no trail or a sidewalk instead.
3. There shall be no direct vehicular access from the Property to Prince William Parkway (Route 234 Bypass), unless approved by Virginia Department of Transportation (VDOT) and Prince William County Transportation.
4. The Applicant shall dedicate, at no cost to the City, right-of-way along Godwin Drive as shown on the GDP. Said dedication shall be made at the time of and in connection with the first final site plan approval for the Property or earlier at the request of the City. In the event the dedication is requested prior to the processing of a site plan for the Property, the Applicant shall not be responsible for the preparation or processing of plans, plats, deeds and related documents necessary for said dedication.
5. The Applicant shall construct left and right turn lanes serving ~~the~~either one or two entrances to the site, generally as identified on the GDP and in accordance with applicable City standards. Said ~~entrances~~entrance(s) and accompanying improvements may be provided separately as required for the development of the Property.
6. The Applicant shall contribute \$50,000.00 to the City for ~~the installation of a second westbound left turn lane~~intersection improvements on Godwin Drive at Route 28 as a condition of ~~the approval of the first final site plan which includes a building permit.~~
7. All internal streets within the development shall be either public or private and shall be built in accordance with applicable Prince William County Design and Construction Standards Manual. If the streets are private, said private streets shall be maintained by the Applicant, including snow removal.

ENVIRONMENT

8. The Applicant shall make a monetary contribution to the Prince William Board of County Supervisors in the amount of \$75.00 per acre for water quality monitoring, drainage improvements and/or stream restoration projects. Said contribution shall be made prior to and as a condition of final site plan approval with the amount to be based on the acreage reflected on the site plan.
9. Stormwater Management Facilities (SWM) and Best Management Practices (BMP) for the Property shall be provided for each phase as the site is developed. Final location of said facilities shall be determined at the time of final site plan approval.
10. The Applicant shall provide two layered erosion control measures in connection with development and land disturbing activity on the Property that is within 50 feet of the

Attachment C – Proposed Proffers with Strikethroughs and Underlines
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#REZ2018-0002, Brickyard
Applicant: VADATA, Inc.

limits of a Resource Protection Area (RPA). A note shall be included on the applicable final site plan(s) that identify the specific measures to be utilized on the Property.

11. In the event the uses on the Property involve the handling of petroleum products or other hazardous substances, the owner/operator/tenant of any such business on the property shall prepare an emergency spill notification contingency plan and shall have the plan approved by the Fire Marshall and have it posted on the premises before the issuance of any occupancy permits. The owner/operator/tenant shall be responsible for notifying the Fire Marshal's office immediately in the event of a spill of any petroleum product or other hazardous substance on the property. The owner/operator/tenant shall assume full responsibility for all public and private expenses incurred in the clean up of such spills.
12. The Applicant agrees that fuels, oils, anti-freeze, solvents, or other pollutants or flammable substances shall be properly disposed of or recycled and will not be discharged into the storm water system, sanitary sewer, on the ground or surface water.
13. In the event motor vehicle service and/or maintenance facilities are provided on the Property, said facilities shall be equipped with a water quality inlet and/or pretreatment device; type(s) and location(s) of said pretreatment device shall be determined at each final site plan.
14. Maintenance of the existing vegetation within the RPA, RPA Buffer, other ~~Buffers, Open-Space~~buffers, and/or ~~Permanent Open Space~~permanent open space shall allow for the removal of dead or dying trees in accordance with accepted horticultural practices and the recommendations of the Applicant's arborist, nurseryman and/or environmental consultant. Encroachments into said areas, which may be necessary to accommodate utility lines and connections and stormwater management outfalls or encroachments otherwise required to obtain permits and approvals from the Army Corps of Engineers and/or the Department of Environmental Quality, shall be subject to DCSM and Chesapeake Bay regulations.
15. To facilitate adequate expansion of tree and shrub roots to support healthy plants, all landscape areas along the right-of-way of Route 234 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, sandy clay loam, or loamy sand. 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.

COMMUNITY DESIGN

Attachment C – Proposed Proffers with Strikethroughs and Underlines
Dated October 5, 2017

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#REZ2018-0002, Brickyard
Applicant: VADATA, Inc.

16. ~~15.~~ Development of the Property shall be in substantial conformance with the GDP. In the event the Applicant is required to provide updated wetlands/resource protection studies and said studies allow/require a change in the limits of clearing and grading shown on the GDP, the Applicant shall be permitted to make such changes as may be necessary during site plan approval.
17. ~~16.~~ The primary materials utilized for the front façade of any building facing and within 200 feet of Godwin Drive and Route 234 shall be constructed of brick, stone, architectural concrete masonry unit (e.g. regal stone, split face, precision, and ground face), stucco, precast concrete panels or architectural metal panels, but not plain concrete block.
18. ~~17.~~ In addition to screening and landscaping requirements set forth in Section 32-400.08 of the Zoning Ordinance, all loading and service areas located within 200 feet of and visible from Godwin Drive and Route 234 shall be screened with plantings according to Section 802.49 of the Prince William County Design and Construction Standards Manual or other methods acceptable to Prince William County to mitigate visibility from Godwin Drive and Route 234 to the extent reasonably practical. This proffer shall not apply to the outdoor display of items allowed for sale, including but not limited to the retail sale of brick.
19. ~~18.~~ The 30 foot landscape area located along the western property line shall ~~remain undisturbed and unplanted (i.e., in its natural state)~~ be planted to a minimum of 180 plant units per 100 linear feet, utilizing only native species with an emphasis on evergreen shrubs and trees except for within existing and future utility easements or as noted below. ~~The existing forest cover shall provide screening. In the event the 30 foot landscape area is disturbed, the Applicant shall replant said disturbed area with native or indigenous species at a rate of 85 plant units per 100 linear feet crossings or as noted below.~~
20. ~~19.~~ The 50 foot landscape area and landscape berm along Route 234, as generally shown on the GDP, shall be planted as follows:
- a. An area of the existing berm, facing Route 234, as generally shown on the GDP, shall be planted with to a minimum of 200320 plant units per 100 linear feet. ~~Existing trees located on the berm shall be counted toward the required plant unit total and shall include native and indigenous species. Other plantings may include evergreens such as firs, spruces, cedars and pines, and deciduous species such as maples, oaks, sweet gums and ash trees with shrubs, grasses, and other plantings acceptable to the powerline easement holder.~~ The width and location of the landscape area on the berm will vary based on the slope of the berm and suitable area for planting and shall be planted in accordance with these proffers. The final location of the berm landscape area shall be determined at final site plan approval for each phase of development that abuts Route 234 in a bermed area.

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#REZ2018-0002, Brickyard
Applicant: VADATA, Inc.

- b. The non-berm areas along Route 234 shall be planted ~~with~~to a minimum of ~~200~~320 plant units per 100 linear feet. ~~Existing trees located in the non-berm areas shall be counted toward the required plant unit total and shall include native and indigenous species. Other plantings may include evergreens such as firs, spruces, cedars and pines, and deciduous species such as maples, oaks, sweet gums and ash trees, with shrubs, grasses, and other plantings acceptable to the powerline easement holder. The width and location of the landscape area will vary to accommodate the existence of improvements related to the existing powerline easement. Locations of plantings may be adjusted so long as a minimum 50-foot-wide landscape area is maintained.~~
- c. Within the 50 foot landscape area and landscape berm, a minimum of thirty percent (30%) of the plantings shall be evergreen species.
21. The Applicant shall plant (a) the proposed 50 foot landscape trees area along Route 234, as generally shown on the GDP, with a minimum of 320 plant units per 100 linear feet, and (b) the proposed 30 foot landscape trees area, as generally shown on the GDP, with a minimum of 180 plant units per 100 linear feet.
22. ~~20.~~ The 20' Landscape Area located along Godwin Drive shall be planted with a minimum of ~~25~~130 plant units per 100 linear feet and shall include native and indigenous species, and other plantings acceptable to the utility easement holder.
23. ~~21.~~ In the event the Applicant is granted the right to construct a "rail spur" to serve uses located on the Property, the 30 foot landscape area located adjacent to the rail road tracks may be disturbed to the extent necessary to accommodate said rail spur.
24. ~~22.~~ The RPA and the area identified on the GDP as "Permanent Open Space" located adjacent to the property zoned R-4 shall be provided in lieu of a 50 foot buffer between the M-1 and R-4 zoning districts. Said area shall allow for limited ~~encroachments~~crossings which may be necessary to accommodate necessary utility connections, existing utility lines and stormwater management outfalls subject to DCSM regulations but, shall otherwise remain undisturbed.
25. ~~23.~~ The Applicant shall provide a 50 foot landscape area adjacent to the RPA in those areas shown on the GDP. In the event the 50 feet adjacent to the RPA is disturbed, said area shall be replanted in accordance with the approved DMME reclamation plan. In addition, at the time of site development, the Applicant shall provide supplemental plantings of seedling trees at a rate of 450 seedlings per acre of disturbed area within the 50 foot landscape area.
26. ~~24.~~ The Open Space Area (located in the western corner of the Property) and the 50 foot buffer along the intermittent stream located within Open Space Area, area identified on the GDP as "Permanent Open Space" shall remain undisturbed (i.e., in its natural state)

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Dated October 5, 2017

PROFFER STATEMENT
#REZ2018-0002, Brickyard
Applicant: VADATA, Inc.

except for existing and future utility ~~easements~~crossings and plantings and/or other work needed to provide wetland mitigation.

27. The area identified on the GDP as “Prop. Permanent Undisturbed Open Space” shall remain undisturbed (i.e., in its natural state) except that limited disturbances for future utility crossings and plantings and/or other work needed to provide wetland mitigation upon approval by the director of Planning.
28. Prior to initial clearing and grading of the Property, the Applicant shall conduct an onsite walkthrough with the Watershed Management Branch in order to determine the existence of any leftover miscellaneous industrial debris located outside the limits of clearing shown on the GDP. If such leftover industrial debris is identified by the Watershed Management Branch the Applicant shall be allowed to make the necessary adjustments to the limits of clearing and grading in order to remove such material. Disturbance outside the limits of clearing and grading shall be the minimum necessary to removal of the debris. Disturbed areas shall be replanted with container tree seedlings (aka tubelings) in accordance with the specifications detailed in DCSM 802.21.E.
29. ~~25.~~ The Applicant shall retain the existing berm located along the Route 234 frontage as shown on the GDP. The north face of the berm may be modified to accommodate a 2:1 slope.
30. ~~26.~~ Within 100 feet of the perimeter of the Property, all lighting shall be shielded and directed downward and shall not allow glare or illumination outside of the site. Light poles shall not exceed thirty (30) feet.
31. ~~27.~~ All development on the Property shall comply with applicable Federal Aviation Administration (FAA) standards.

~~CULTURAL RESOURCES~~

- ~~28. The Applicant shall retain a qualified professional archeologist to perform a Phase I cultural resource investigation as defined by the Virginia Division of Historic Resources to identify all archaeological and architectural resources on portions of the Property outside the current limits of disturbance for mining operations, as shown on the ECA, not including the area within the resource protection area. Three (3) copies of the report documenting the results of the survey shall be submitted to the Planning Director no later than with the submission of the first site plan for development on the Property or prior to disturbance of areas outside the current limits of disturbance for mining operations, as shown on the ECA. In the event the findings of the Phase I study indicate that further investigation is warranted and the site(s) recommended for Phase II work will be disturbed, a Phase II evaluation shall be conducted on such site or sites. Three (3) copies of the Phase II report shall be submitted to the Planning Director prior to disturbance of the Phase II site area(s) and/or prior to and as a condition of final site plan approval for~~

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Dated October 5, 2017

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Applicant: VADATA, Inc.

~~the portion of the Property on which such Phase II site(s) are located. In the event the Phase II study determines a site is significant, and such site is to be disturbed, the Applicant shall conduct a Phase III data recovery on such site and submit three (3) copies of a report to the Planning Director documenting the results. The Applicant shall curate with the County all artifacts (unless the landowner wishes to retain the artifacts), field records, laboratory records, photographic records, computerized data and other historical records recovered as a result of the above excavations. All artifacts and records submitted for curation shall meet current professional standards and The Secretary of the Interior's Standards and Guidelines for Archeology and Historic Preservation. A curation fee identical to VDHR's curation fee will be paid by the Applicant at the time of delivery to the County. Ownership of all records submitted for curation shall be transferred to the County with a letter of gift.~~

USES

32. ~~29.~~ The Applicant shall retain the right to continue to mine, extract or otherwise process clay and/or shale from the Property ~~for 15 years from final rezoning approval until December 7, 2025~~ or until such time as the mining operation is permanently concluded; whichever comes first.
33. ~~30.~~ The Property shall be developed in accordance with the M-1, Heavy Industrial District. However, in no event shall ~~an asphalt plant(s)~~ any of the following be a permitted use on the Property: asphalt plant; building materials sales yard; coal, wood and lumber yards; equipment and material storage yard; flea market; manufacturing; marble/tile processing, cutting and polishing; masonry and stone working; recyclable materials separation facility; recycling collection point; sheet metal fabrication; and trailer sales, lease, storage, repair and maintenance.
34. ~~31.~~ For purposes of calculating density, open space, tree canopy and landscaping, such calculations may be based on the entire site area rather than on a lot by lot basis if/when the Property is subdivided. For purposes of interpretation, density, open space, tree canopy and landscaping shall be calculated on the entire site at the time the first site plan is filed and a tabulation provided with each subsequent site plan to account for the allocation of each development standard (i.e., density, open space etc.). ~~The Applicant shall form a Land Owners Association and shall record Covenants, Conditions and Restrictions (CC&Rs) which shall govern the on-going management and maintenance of the entire site area.~~
35. ~~32.~~ Subdivided lots shall not be less than one (1) acre. This proffer shall not be interpreted to prohibit the creation of or sale of units in industrial or office condominium buildings.

FIRE AND RESCUE

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Dated October 5, 2017

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#REZ2018-0002, Brickyard
Applicant: VADATA, Inc.

36. ~~33.~~ 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 building area constructed on the Property. Said contribution shall be used for fire and rescue purposes and shall be paid prior to and as a condition of the issuance of a building permit release letter for each building constructed on the Property.

WATER AND SANITARY SEWER

37. ~~34.~~ All development on the Property shall be connected to public water and sewer service and the Applicant shall be responsible for the costs and construction of those on and off-site improvements required in order to provide such service for the demand generated by the development on the Property as determined in consultation with the Prince William County Service Authority or other applicable utility provider.

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Dated October 5, 2017

PROFFER STATEMENT
#REZ2018-0002, Brickyard
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MISCELLANEOUS

38. ~~35.~~ For purposes of this Proffer Statement, "final rezoning" shall be defined as that zoning which is in effect on the day following the last day upon which the Prince William Board of County Supervisors' decision granting the rezoning may be contested in the appropriate court or, if contested, the day following entry of a final court order affirming the decision of the Board of Supervisors which has not been appealed, or if appealed, the day following which the decision has been affirmed on appeal.
39. ~~36.~~ The Applicant shall 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 32-25.20 et. seq. of the Zoning Ordinance. Any graffiti is to be reported to the Prince William County Police Department before removal.
40. ~~37.~~ In the event the monetary contributions set forth in the Proffer Statement are paid to the Prince William Board of County Supervisors ("Board") within eighteen (18) months of the approval of this rezoning, as applied for by the Applicant, said contributions shall be in the amounts as stated herein. Any monetary contributions set forth in this Proffer Statement which are paid to the Board after eighteen (18) months following the approval of this rezoning shall be adjusted in accordance with the Urban Consumer Price Index ("CPI-U") published by the United States Department of Labor, such that at the time contributions are paid they shall be adjusted by the percentage change in the CPI-U from that date eighteen (18) months after the approval of this rezoning to the most recently available CPI-U to the date the contributions are paid, subject to a cap of 6 percent (6%) per year, non-compounded.

ANNEXATION

41. ~~38.~~ The Applicant and its successors in title will not initiate an annexation proposal for the Property for annexation by the City. The Applicant further proffers that should another party propose such annexation, which includes the Property, the Applicant and its successors in title will not consent, support or cooperate with any party proposing such annexation of the subject Property.

[SIGNATURES ON FOLLOWING PAGE]

Attachment C – Proposed Proffers with Strikethroughs and Underlines
Dated October 5, 2017

PROFFER STATEMENT
#REZ2018-0002, Brickyard
Applicant: VADATA, Inc.

SIGNATURE PAGE

~~GLEN-GERY CORPORATION~~
VADATA, INC.

By: _____
Name: _____
Title: _____

Attachment C – Proposed Proffers with Strikethroughs and Underlines
Dated October 5, 2017

Document comparison by Workshare 9 on Thursday, October 5, 2017 2:31:00 PM

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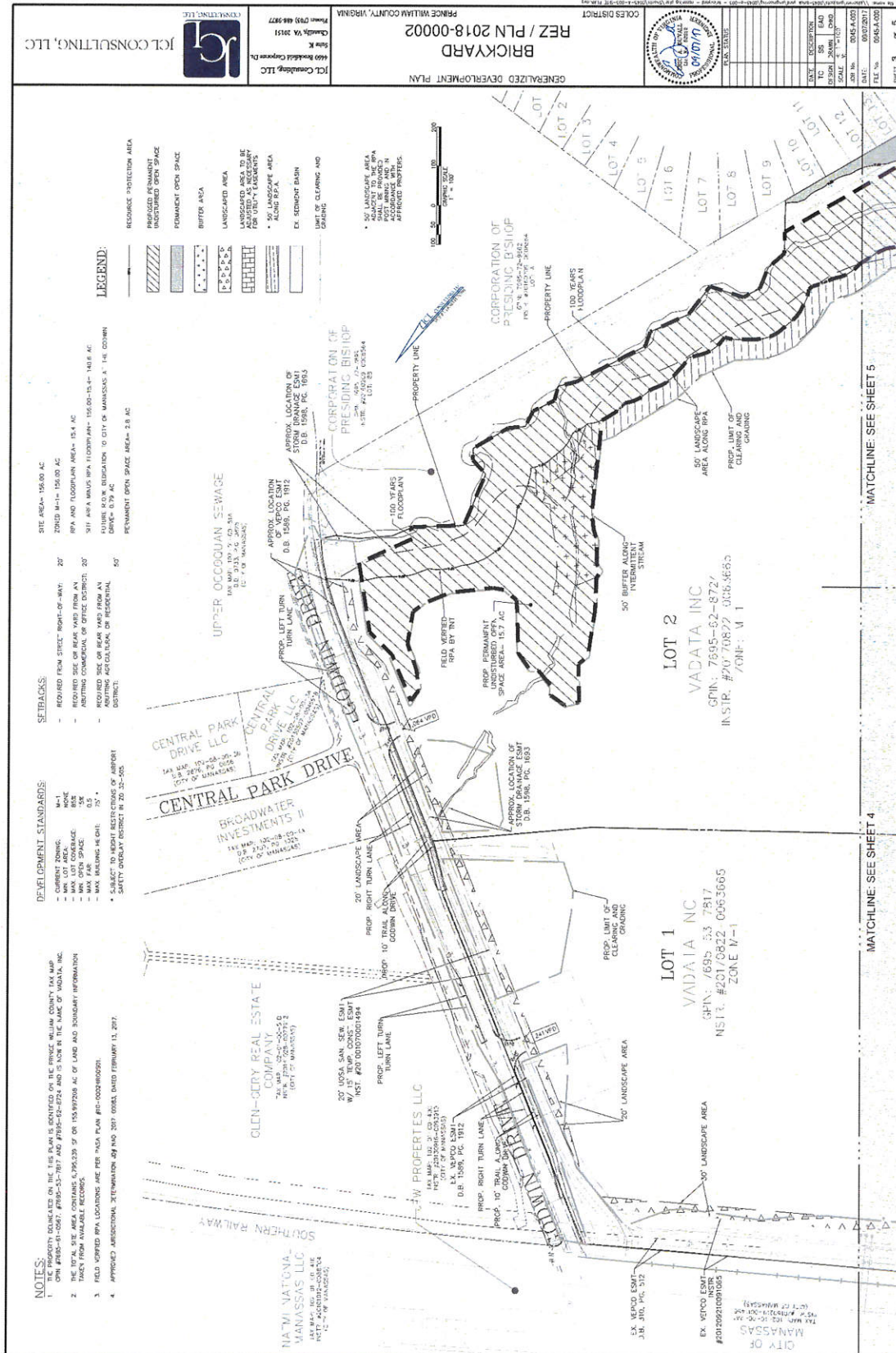
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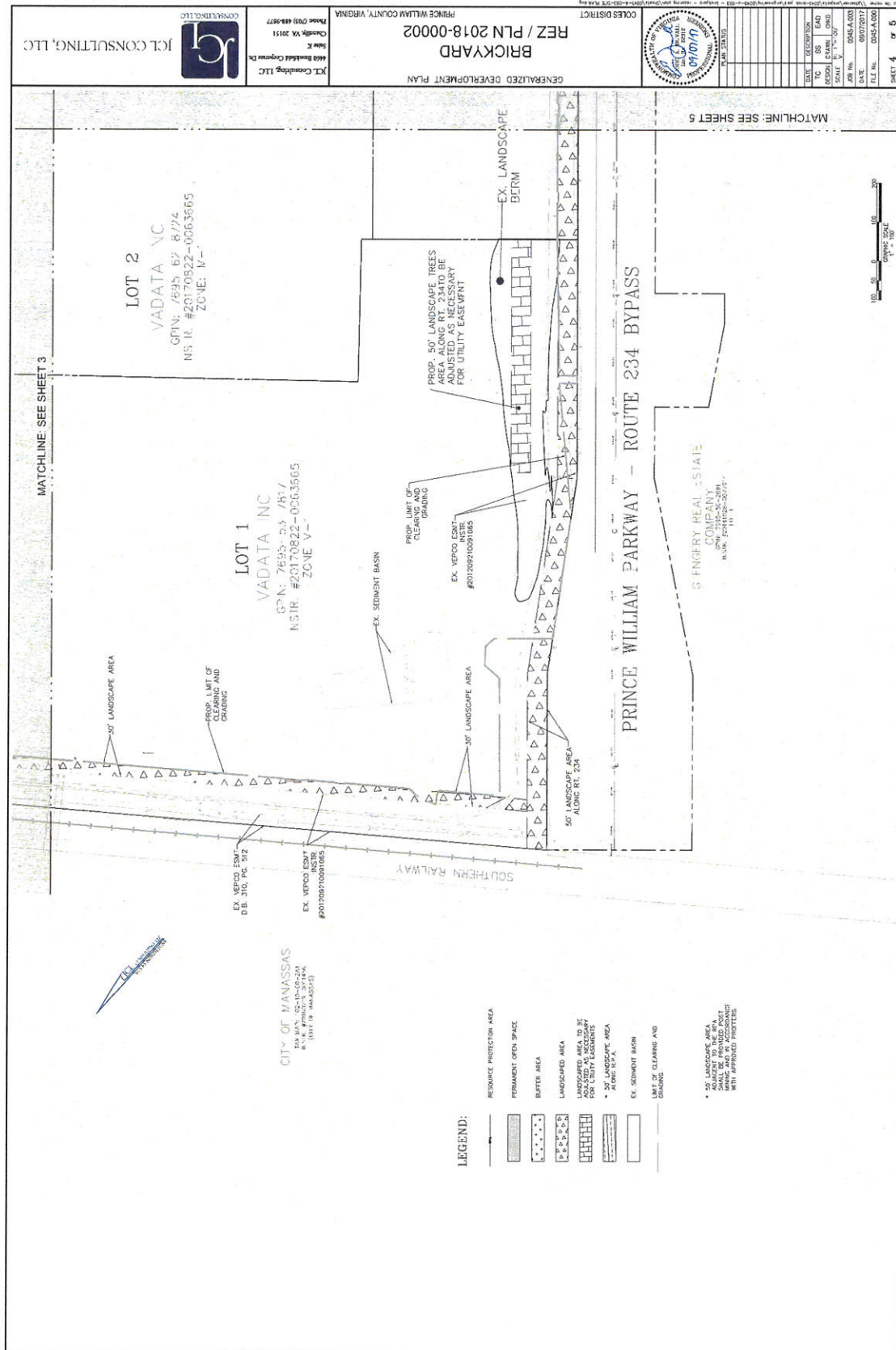
Attachment C – Proposed Proffers with Strikethroughs and Underlines
Dated October 5, 2017

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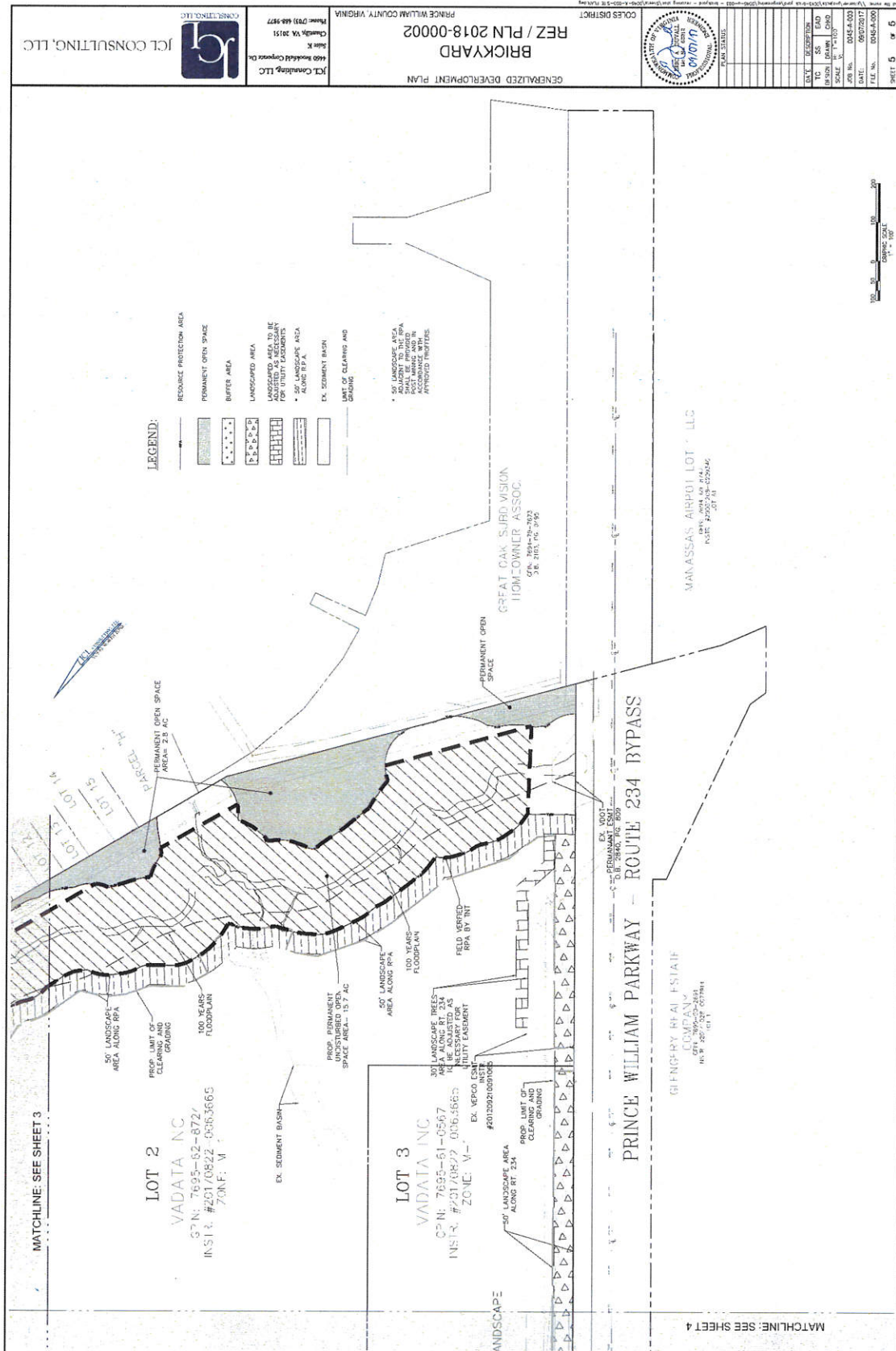
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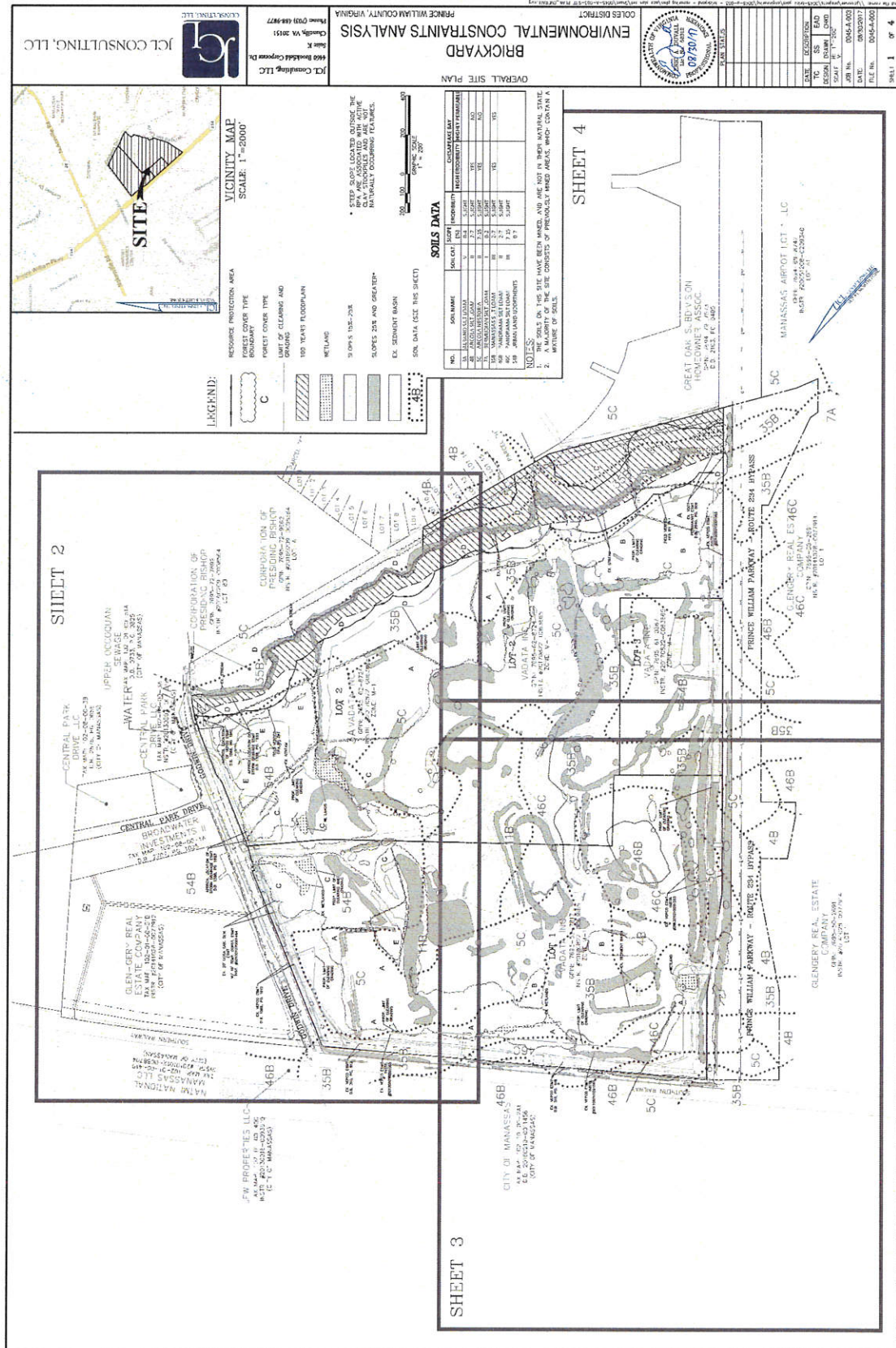
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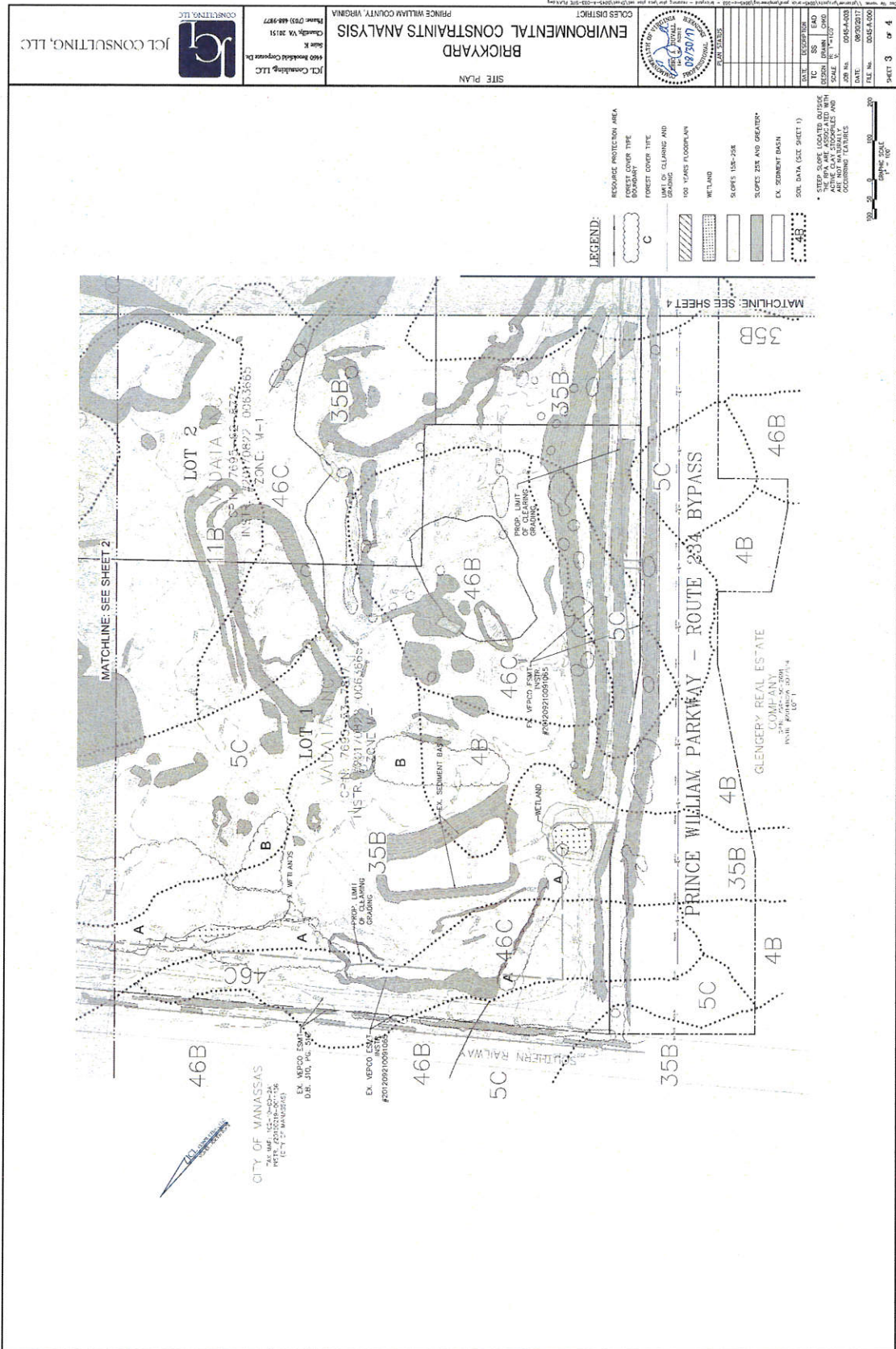


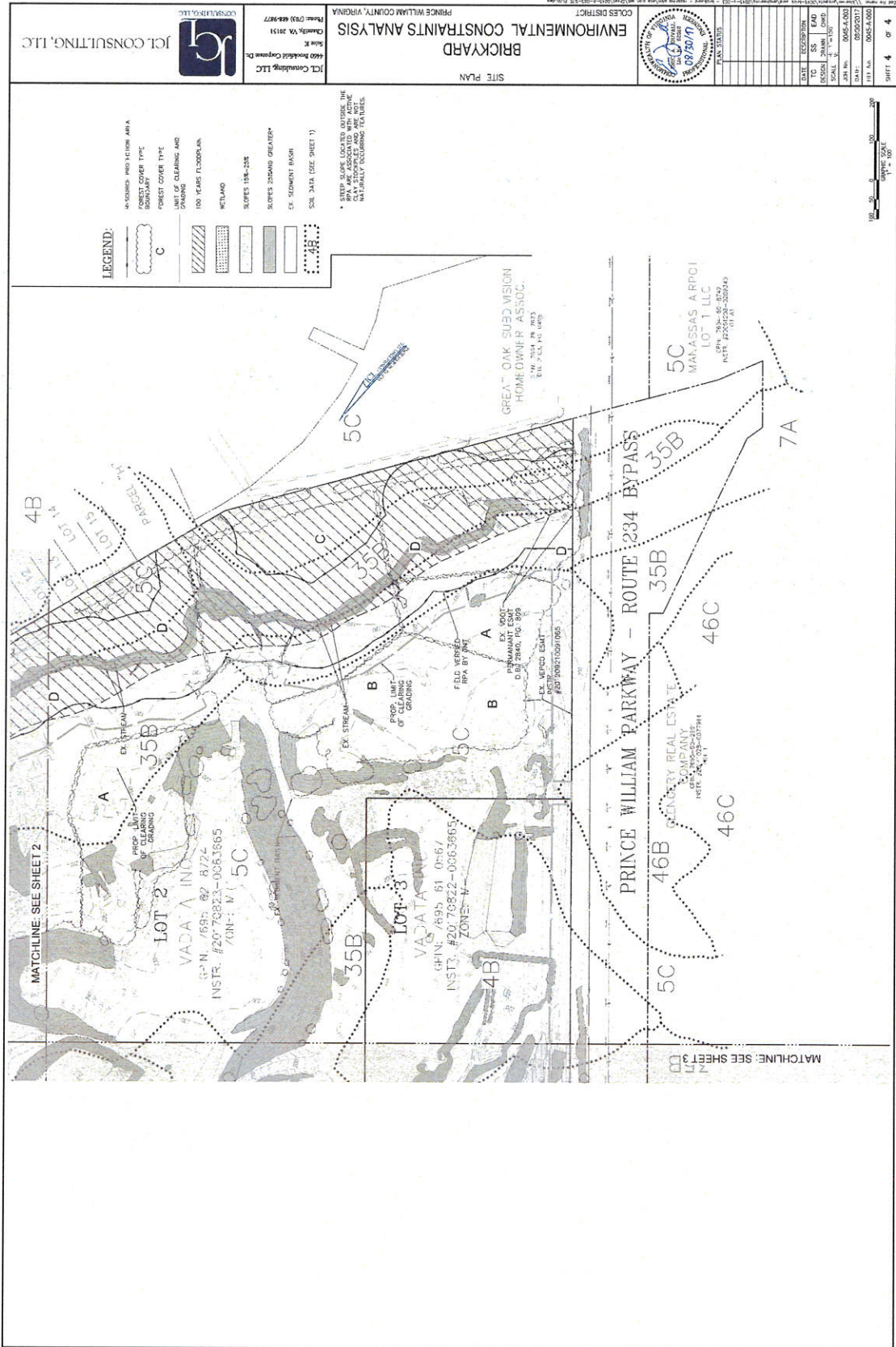
Attachment D – Generalized Development Plan





#REZ2018-00002, Brickyard
Page E-2





Attachment F – Planning Commission Resolution

PLANNING COMMISSION RESOLUTION

MOTION: VANEGAS

**October 4, 2017
Regular Meeting
Res. No. 17-099**

SECOND: MILNE

**RE: PROFFER AMENDMENT #REZ2018-00002, BRICKYARD
COLES MAGISTERIAL DISTRICT**

ACTION: RECOMMEND APPROVAL

WHEREAS, this is a request to amend Rezoning #PLN2010-00141, to modify landscaped areas and incorporate additional technical revisions; and

WHEREAS, the ±156-acre site is located on the south side of Godwin Drive, approximately 850 feet east of its intersection with Gateway Boulevard, and has frontage on Prince William Parkway (Route 234); and

WHEREAS, the subject site is designated EI, Industrial Employment, ER, Environmental Resource, and SRL, Suburban Residential Low, in the Comprehensive Plan; and

WHEREAS, the site is zoned M-1, Heavy Industrial, with proffers, and also falls within the Manassas Airport Safety, the Flood Hazard, and the Data Center Opportunity Overlay Districts, and

WHEREAS, the Prince William County Planning Commission duly ordered, advertised, and held a public hearing on October 4, 2017, at which time public testimony was received and the merits of the above-referenced request were considered; and

WHEREAS, the Prince William County Planning Commission believes that public general welfare as well as good planning practices are served by the approval of this request;

NOW, THEREFORE, BE IT RESOLVED that the Prince William Planning Commission does hereby recommend approval of Proffer Amendment #REZ2018-00002, Brickyard, subject to the proffers dated September 20, 2017.

Attachment F – Planning Commission Resolution

October 4, 2017
Regular Meeting
Res. No. 17-099
Page Two

Votes:

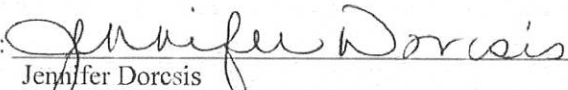
Ayes: Berry, Bryant, Holley, Milne, Taylor, Vanegas

Nays: McKay

Absent from Vote: None

Absent from Meeting: Fry

MOTION CARRIED

Attest: 
Jennifer Dorcis
Clerk to the Planning Commission



**#REZ2018-00002,
Brickyard**

- Proposal – To amend the proffer statement for Rezoning PLN2010-00141, to modify landscaped areas, open space, and incorporate additional technical revisions
- Location – On the south side of Godwin Drive, approximately 850 feet east of its intersection with Gateway Boulevard with frontage on Prince William Parkway (Route 234)
- Recommendation – **Approval**

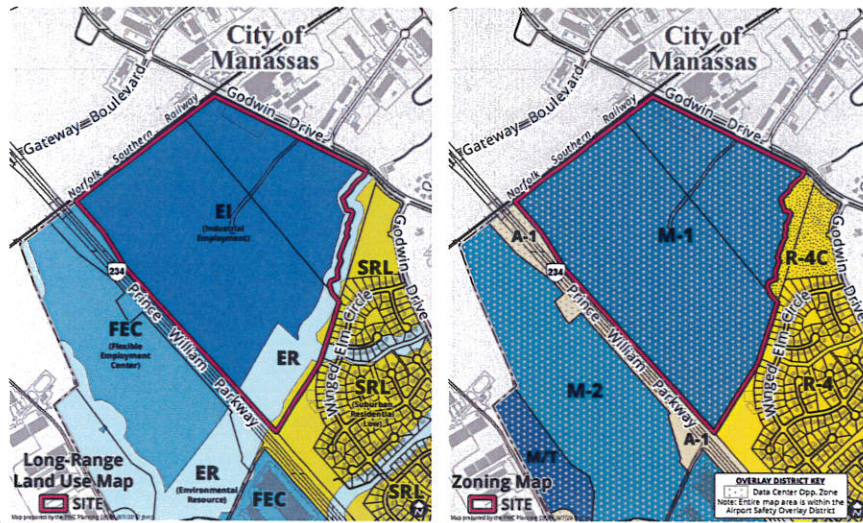


October 17, 2017

Coles Magisterial District

[2]

#REZ2018-00002, Brickyard



October 17, 2017

Coles Magisterial District

[3]

#REZ2018-00002, Brickyard

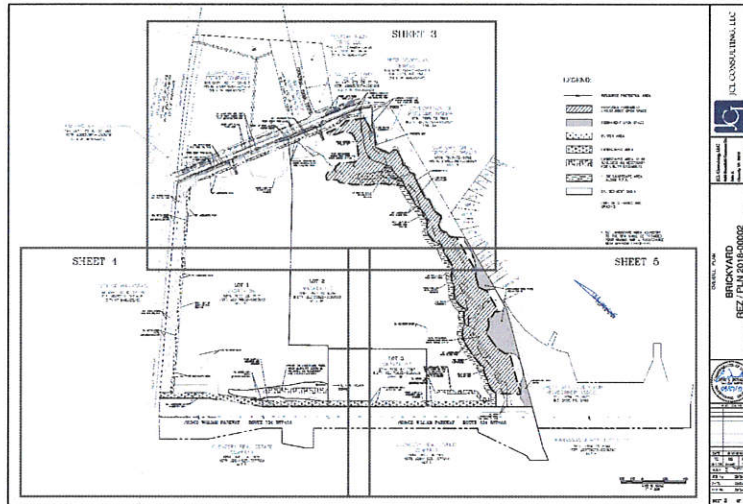
	Required in M-1 Zoning District	Approved per #PLN2010-00141	Proposed per #REZ2018-00002
Acreage	N/A	156 acres	156 acre
Maximum Lot Coverage	85%	85%	85%
Open Space	15%	15%	15%
Landscaping	10-foot-wide landscape strip along the right-of-way outside of utility easements.	50-foot-wide landscape strip along Prince William Parkway (Route 234), to be planted with 200 plant units per 100 linear feet, to include existing trees, evergreen and deciduous trees.	50-foot-wide landscape strip along Prince William Parkway (Route 234), to be planted with 320 plant units per 100 linear feet, to include shrubs and grasses, and additional tree planting areas beyond the existing 120-foot-wide utility easement.

October 17, 2017

Coles Magisterial District

[4]

#REZ2018-00002, Brickyard

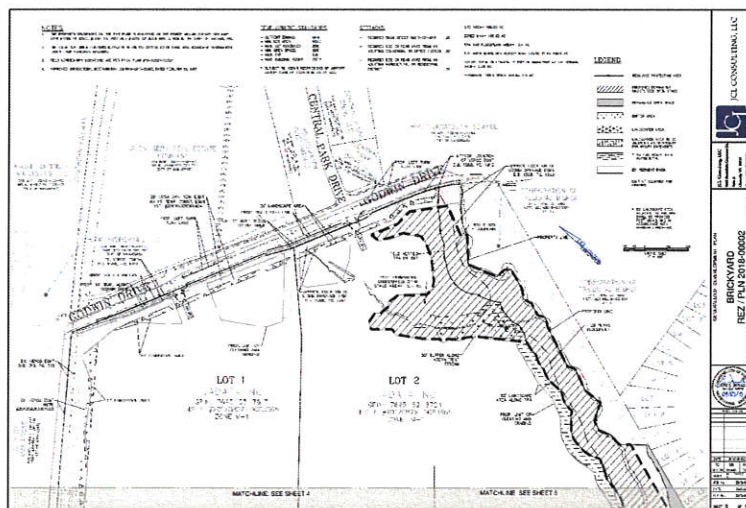


October 17, 2017

Coles Magisterial District

[5]

#REZ2018-00002, Brickyard



October 17, 2017

Coles Magisterial District

[6]



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8

#REZ2018-00002, Brickyard



Planning Commission Recommendation: On October 4, 2017, the Planning Commission recommended approval, subject to proffers dated September 20, 2017.

Staff Recommendation: Staff recommends approval with revised proffers dated October 5, 2017 for the following reasons:

- The existing M-1, Heavy Industrial, zoning is consistent with Industrial Employment (EI) designation on the majority of the site.
- The proposed amended proffer language will allow greater design flexibility for a proposed targeted industry use.
- Intense M-1 uses have been restricted to achieve greater conformity with the surrounding area.

October 17, 2017

Coles Magisterial District

[9]