

MOTION:

December 10, 2019

SECOND:

Regular Meeting

Ord. No. 19-

RE:

REZONING #2018-00008, GAINESVILLE CROSSING – GAINESVILLE MAGISTERIAL DISTRICT

ACTION:

WHEREAS, request to rezone ±152.7 acres from A-1, Agricultural, to PBD, Planned Business District, to allow a mix of commercial uses, and a modification to allow for by-right data centers, an electric substation, and other uses in the PBD district; and the application also includes waivers and modifications; and

WHEREAS, the site is located on the south side of Lee Hwy (Route 29) between its intersections with Heathcote Boulevard/I-66 Exit 43B off ramp and Pageland Lane, and is on the north side of I-66; and

WHEREAS, the site is identified on County maps as GPINs 7497-67-8141 and 7497-26-9609 (portion) and is currently zoned A-1, Agricultural, and is located within the Airport Safety Overlay District, and the Route 29 Highway Corridor Overlay District; and

WHEREAS, the site is designated REC, Regional Employment Center, in the Comprehensive Plan; and a portion of the site located west of University Boulevard is also within the I-66/Route 29 Sector Plan; and

WHEREAS, staff has reviewed the subject application and recommends approval, as stated in the staff report; and

WHEREAS, the Planning Commission, at its public hearing on November 20, 2019, recommended approval, as stated in Resolution Number (Res. No.) 19-131; and

WHEREAS, a Board of County Supervisors' public hearing, duly advertised in a local newspaper for a period of two weeks, was held on December 10, 2019, 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 hereby approves Rezoning #REZ2018-00008, Gainesville Crossing, subject to the proffers dated November 25, 2019;

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

ATTACHMENT: Proffer Statement, dated November 25, 2019

Votes:

Ayes:

Nays:

Absent from Vote:

Absent from Meeting:

For information:

Planning Director

Mr. Michael Vanderpool
Vanderpool, Frostick & Nishanian, PC
9200 Church Street, Suite 400
Manassas, Virginia 20110

ATTEST: _____
Clerk to the Board

PROFFER STATEMENT

RE: Rezoning/Proffer #: REZ Gainesville Crossing (PBD Zoning District)
Owner: Gainesville GGP
Applicant: Gainesville GGP
The "Property": GPIN Nos. 7497-67-8141, part of 7497-26-9609
152.7 acres (+/-), Gainesville Magisterial District
Prince William County, Virginia
Date: November 25, 2019

The undersigned hereby proffers that the use and development of the Property shall be in strict accordance with the following amended conditions, which shall supersede all other proffers made prior hereto. In the event the application 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 Property located adjacent to the improvement, unless otherwise specified. The term "Applicant" as referenced herein shall include within its meaning all future owners and successors in interest.

TRANSPORTATION

1. The Applicant shall cause the following transportation improvements to be completed prior to the issuance of an occupancy permit for the first building on land bay A.

a. Intersection #1 (Heathcote Boulevard and Lee Highway) – Full Signalized Intersection

If required and approved by VDOT and/or the Prince William County Department of Transportation with site plan submission,

- 1) To the extent the same is not provided by others, restripe the southbound approach of Heathcote Boulevard at Lee Highway to provide for an additional right-turn bay and bring the movement under signal control.
- 2) To the extent the same is not provided by others, provide for the

modification of the signal timing and coordination of existing traffic signals along Lee Highway at Heathcote Boulevard, the entrance to the VDOT commuter parking lot and at University Boulevard.

b. Intersection #2 (University Boulevard with Lee Highway) – Full Signalized Intersection

If required and approved by VDOT and/or the Prince William County Department of Transportation with site plan submission,

- 1) To the extent the same is not provided by others, provide for the modification of the signal timing and coordination of existing traffic signals along Lee Highway at Heathcote Boulevard, the entrance to the VDOT commuter parking lot and at University Boulevard.

c. Intersection #5 (University Boulevard with Park & Ride/East Site Entrance/Land Bay B) – Full Signalized Intersection

If required and approved by VDOT and/or the Prince William County Department of Transportation with site plan submission,

- 1) Construct a westbound left turn bay and a westbound combination through-right turn lane along the westbound approach from the site.
- 2) Restripe eastbound approach to allow for a right turn lane and a combination left-through-right lane.
- 3) Modify traffic signal to accommodate the new westbound approach to the intersection.

d. Intersection #6 (Park & Ride Entrance/Land Bay A with Lee Highway) – Full Signalized Intersection

If required and approved by VDOT and/or the Prince William County Department of Transportation with site plan submission,

- 1) Construct an eastbound right turn bay with taper.
- 2) To the extent the same is not provided, extend the existing northbound right turn from Lee Highway back to the first internal entrance to land bay A from the Park & Ride Lot (approximately 400 feet) and restripe

- to a second left turn bay.
- 3) To the extent the same is not provided, construct a northbound right turn bay from Lee Highway back to the first internal entrance to land bay A from the Park & Ride Lot (approximately 400 feet).
 - 4) To the extent the same is not provided, modify traffic signal to accommodate two northbound left turns and one northbound right turn.
 - 5) To the extent the same is not provided by others, provide for the modification of the signal timing and coordination of existing traffic signals along the Lee Highway at Heathcote Boulevard, the entrance to the VDOT commuter parking lot, and at University Boulevard.

e. Intersection #7 (Site Entrance/Land Bay A with Lee Highway) – Partial Entrance – Right-In Only

If required and approved by VDOT and/or the Prince William County Department of Transportation with site plan submission,

- 1) Construct an eastbound right turn bay with taper.

The Applicant shall construct the following transportation improvements to be completed prior to the issuance of the first occupancy permit for the applicable land bay described below.

f. Intersection #8 (Site Entrance/Land Bay C-1 with Lee Highway) – Partial Entrance – Right-In/Right-Out

If required and approved by VDOT and/or the Prince William County Department of Transportation with site plan submission,

- 1) Construct an eastbound right turn bay with taper.

g. Intersection #9 (Site Entrance/Land Bay C-2 with Lee Highway) – Full Un-Signalized Entrance

If required and approved by VDOT and/or the Prince William County Department of Transportation with site plan submission,

- 1) Construct an eastbound right turn bay with taper.
- 2) Construct a westbound left turn bay with taper.

- h. While this improvement is necessitated by the VDOT commuter parking lot traffic, to the extent the same is not provided by others, provide an additional northbound left turn bay at the intersection of Lee Highway and the commuter parking lot entrance.
- 2. In lieu of public streets, the travelways on land bay B, land bay C-1 and land bay C-2 shall be private.

SITE DEVELOPMENT

- 3. Development of the Property shall be in substantial conformance with the design features depicted on Sheets 4 through 7 of the Master Zoning Plan. Provided, however, minor design modifications that do not materially alter the features shown on Sheets 4 through 7 of the Master Zoning Plan may be made due to final engineering and site plan review considerations at the time of site plan submission. For all purposes associated with the development and use of the Property, each of the land bay designations are shown on Sheet 4 of the Master Zoning Plan. The data center use shall be permitted in land bays B, C-1 and C-2. The cumulative total of development on the land bays B, C-1 and C-2 shall not exceed the lesser of a total of 3,000,000 square feet or a floor area ratio (FAR) of 0.6 for data centers use and 0.4 for any other use. For the purpose of this Proffer Statement, FAR is defined as the ratio of gross square footage of the area of buildings to be constructed on the Property to the gross square footage of land area of the Property, prior to the dedication or conveyance of any public right-of-way or land for public facilities. The size of individual land bays and the boundaries thereof may be adjusted by up to 10% of the land area of each land bay. The FAR in individual land bays B, C-1 and C-2 may exceed .6 FAR.
- 4. The maximum building height for all structures on the Property shall be permitted and limited as follows:
 - a. Buildings in land bay A shall not exceed 400 feet above mean sea level and roof structures shall not exceed 415 feet above mean sea level.
 - b. Buildings in land bay B shall not exceed 405 feet above mean sea level and roof structures shall not exceed 420 feet above mean sea level and building height plus roof structures combined shall not exceed 75 feet unless the Applicant or successors coordinates with Planning Director in consultation with Battlefield

Superintendent at site plan to perform an additional sightline balloon test from the area adjacent to and above Brawner House and after on-site clearing to confirm that any increased height above 420 feet above mean sea level and/or 75 feet total height including roof structures will not be visible above tree tops..

- c. Buildings on land bay C-1 shall not exceed 400 feet above mean sea level and roof structures shall not exceed 415 feet above mean sea level.
- d. Buildings on land bay C-2 shall not exceed 385 feet above mean sea level and roof structures shall not exceed 400 feet above mean sea level and building height plus roof structures combined shall not exceed 75 feet.

The elevations set forth above may be increased by up to two feet if necessary based upon final engineering considerations provided that no building shall exceed the lesser of one hundred feet in height as specified by the height limit on the O (H) zoning district or as otherwise provided in these proffers. For purposes of this proffer, building height shall be calculated in accordance with Article 1 of the Prince William County Zoning Ordinance and roof structures shall include mechanical (including, but not limited to, HVAC equipment) and equipment penthouses and all other roof structures described in Section 32-400.03(3) of the Zoning Ordinance. Prior to requesting a building permit release letter from Development Services, the Applicant shall submit building elevations to ensure compliance with this proffer.

- 5. Applicant shall incorporate into the design of the Property, opportunities for pedestrian movement among the various uses, (excepting data center, public utility facility or electric substation uses). Sidewalks in land bay A shall be six feet (6') in width. Where pedestrian crossings cross streets, the crossing area shall be separately designated by striping or the use of alternate treatments to pavement. Funding for offsite pedestrian-related improvements shall be paid upon approval of the first site plan for any construction on land bay A.

USES

- 6. Except as set forth hereafter, the uses identified in Section 32-404.03(2) and 32-280.41 shall be prohibited. Notwithstanding the aforesaid, the following uses shall be permitted in land bay A if special use permits for the same are approved by the Board of County Supervisors: car wash; medical care facility; motor vehicle parts with service; motor vehicle service, retail; self-storage facility, drive-in restaurant. Except as provided in proffer 8 and Sections 32-404.03(2) and 32-280.41 as modified above, all other uses

permitted by right or special use permit in the zoning districts identified on the Master Zoning Plan for each land bay shall be permitted by right or special use permit, subject to the modifications set forth in these proffers.

7. Pursuant to Section 32-404.05 of the Zoning Ordinance, if located in land bays B and C-1 and C-2, the following uses shall be permitted by right:

Data Center
Electric Substation
Sanitary Sewer Pump Station.

8. The following use shall not be permitted on the Property: motor vehicle sales.
9. The existing pond located in the RPA on land bay C-1 and land bay C-2 shall be retained as is and shall not be utilized for storm water management.
10. A minimum of sixty-five percent (65%) of the gross square footage of all buildings located on the Property shall be for employment uses. For purposes of this proffer, employment uses shall include, but shall not be limited to, the following: data centers, computer services; medical and dental offices, clinics or labs; medical care facility, specialized; pharmacy; optical and eye care facility; offices; research and development (non-hazmat); business, professional and trade schools, colleges and university; business equipment sales and servicing; any secondary and/or accessory uses permitted under the Office Mid-Rise District (including, but not limited to, cafeteria, snack bar, food truck, quick service food store, and restaurant uses); and other uses determined by the Planning Director and the Director of Economic Development to be employment uses and/or whose primary customers are businesses, consistent with the goals of the Economic Development Plan.

ARCHITECTURE AND AESTHETICS

11. Non-Data Center Buildings
 - a. The terms of this proffer shall not apply to data centers or public facilities, such as electric substation or sanitary sewer pump station uses, but shall apply to all non-data center buildings. The exterior of all non-data center buildings on the Property may be prototypical retail buildings by national and regional retailers, or similar types of buildings. The buildings may utilize design elements, features, materials and colors that are trademark and/or prototype features for specific retail

franchises. The buildings shall be situated in a manner that reflects a compact site design and encourages pedestrian walkability between each building. Building exteriors shall consist of high-quality building materials, such as, but not limited to, brick and architectural concrete masonry, stone and manufactured stone products, architectural concrete, cementitious siding material, synthetic stucco, architectural metals, and glass window or storefront fenestration. Roofs may be flat or sloped, with sloped roofing materials consisting of architectural shingles or metal roofing. Building material and color selections shall exhibit high-quality design. Painted or unpainted standard concrete block, painted or unpainted wood siding, aluminum siding and vinyl siding materials shall not be permitted on buildings on the Property. The owner shall submit building elevations/exterior design of the proposed building(s) for review by the Director of Planning to confirm compliance with this proffer prior to approval of the applicable site plan.

- b. All development in land bays A and B other than data center buildings shall be constructed with four-sided architecture (i.e., all elevations shall contain complementary architectural features and materials).
- c. Any office building shall have a minimum of twenty-five percent (25%) of the cumulative façade area of each building as windows, doors and accent material.

12. Data Center Buildings

- a. The terms of this proffer shall apply to all data center buildings. The principal building façades of any data center (which does not include structures or enclosures for an electric substation) constructed on the Property that 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 ensure compliance with this proffer. 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.

- b. Building facades facing Manassas Battlefield Park shall be non-reflective and dark green or dark brown in color, except as otherwise allowed per the below proffer and as follows. The Planning Director may approve other colors provided the Applicant demonstrates the materials will facilitate the ability for the building façade to blend into the tree line or will be screened by other buildings. Alternative paint colors or patterns may be utilized on rooftop screening facing Manassas Battlefield Park subject to approval by the Planning Director in consultation with the Battlefield Superintendent or their designee. Additionally, the Applicant, the Planning Director and the Superintendent shall coordinate and agree with respect to flexibility with this proffer for building facades that face the Battlefield but are primarily visible from I-66.
 - c. Principal building facades that face Route 29, I-66 or University Boulevard shall avoid the use of undifferentiated surfaces by including at least two of the following design elements:
 - i. Change in building height;
 - ii. Building step-backs or recesses;
 - iii. Fenestration;
 - iv. Change in building material, pattern, texture, color; or
 - v. Use of accent materials.
 - d. All DCSM requirements for canopy coverage and internal parking lot landscaping shall be met for areas developed as data centers, except that plantings in land bays B, C-1 and C-2 may be concentrated, where possible, along and adjacent to preservation and buffer areas to further enhance the buffer and preservation areas as requested by the Manassas National Battlefield, subject to County agreement and approval as part of the approval of the applicable site plan.
13. General Architectural Provisions. The terms of this proffer shall apply to all buildings on the Property.
- a. Graffiti shall be removed from structures by the Applicant and/or business owners/operators. Graffiti shall be deemed any inscription or marking on walls, buildings or structures not permitted by the sign regulations in Sec. 32-250.20 et seq. of the Zoning Ordinance. Any graffiti is to be reported to the Prince William County Police Department before removal. This proffer shall not preclude the use of wall art as otherwise permitted and approved by the County.

- b. In order to minimize visibility from adjacent roads and adjacent properties, roof top mechanical equipment shall be screened. 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.
- c. Commercial antennas mounted on structures and rooftops may be permitted on the Property in accordance with the requirements of Sec. 32-240.12 of the Zoning Ordinance.
- d. No overhead doors and loading bays shall be placed on any building facade facing University Boulevard, Route 29 and the southern boundary of the Property adjacent to I-66 where the building is located within one hundred twenty-five feet (125') of the southern boundary of the Property and seventy-five feet (75') of the other applicable road frontage property boundary lines in land bays B, C-1 and C-2.
- e. All dumpster pads shall be located on the Property as unobtrusively as possible and shall be screened, using materials which are architecturally compatible with the building(s) they serve.
- f. All buildings constructed on the Property shall be located a minimum of one hundred twenty-five feet (125') from the I-66 right of way along the southern boundary of the Property.
- g. Fencing of portions of the Property is permitted. Data center uses may have black steel or other metal security fencing no higher than eight (8) feet. Said security fencing shall not be located within the landscaped buffers or streetscape areas. Chain-link fencing or barbed wire fencing are prohibited along public street frontages. This fence allowance does not relieve a property owner 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.

14. Signage

- a. All freestanding signs shall be monument style and shall not exceed fifteen feet (15') in height and those located on Route 29 and east of University Boulevard shall not exceed ten feet (10') in height. Construction materials for said signs shall be compatible with those of the buildings constructed on the Property. All signs shall be externally lit and located at the entrance locations.
- b. There shall be no freestanding signs located along the I-66 frontage of the Property.
- c. All facade signage shall be coordinated on a section-by-section basis in color, size and materials.
- d. Facade signage may be oriented toward I-66.
- e. Applicant shall have the right to incorporate project or owner/tenant identification signs into the entrance features/walls.

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

LANDSCAPING/STREETSCAPE

16. Buffers and preservation areas at the perimeter of the Property shall be provided in accordance with the Master Zoning Plan, and except as noted, said buffers shall be planted in accordance with the applicable standard as set forth in the Design and Construction Standards Manual. All intrusions into buffer areas and preservation areas permitted by the DCSM shall be permitted.
- a. In lieu of the DCSM requiring buffering adjacent to Route 29, the Applicant shall maintain a seventy-foot (70') preservation area along the Route 29 frontage of the Property, east of University Boulevard. The Applicant shall cause the existing utility line located at the northeast portion of land bay C-2 servicing the William H. Brown House and associated utility easement in this area to be vacated and

planted or provide the preservation area outside of said line and/or easement prior to the first occupancy permit for land bay C-2.

- b. Along the southern boundary of land bay B, to the extent shown on the Master Zoning Plan, in order to preserve land designated as REC for a targeted industry, a twenty-five foot (25') buffer shall be provided with a twenty-five foot (25') supplemental planting area located in the Dominion Power easement along I-66. The planting units in the buffer and the supplemental planting area shall equal those required for a fifty-foot (50') buffer. Compliance with this proffer shall be evidenced with the submission of a landscaping plan submitted to the County Arborist or assigned designee prior to the issuance of the building permit release letter. In the event any landscaping in the supplemental planting area is disturbed due to work in the easement, the Applicant shall replant the part of the supplemental planting area that was removed.
- c. A sixty-foot (60') preservation area shall be provided along the eastern boundary of land bay C-2.
- d. A fifteen-foot (15') buffer shall be provided along the portions of the property fronting on Route 29 west of University Boulevard, the entrance road to the commuter parking lot and University Boulevard.
- e. A fifty-foot (50') buffer shall be provided along the eastern right of way of University Boulevard in land bay B as shown on the MZP.
- f. Areas designated as preservation areas that serve as buffers shall be preserved in their natural state except as provided herein.
- g. In buffer areas that are not preserved in their natural state, except in areas to be graded existing vegetation shall be maintained as provided for in the DCSM. Provided, however, that vegetation and plantings adjacent to the electric substation may be modified as requested by Dominion Virginia Power Company, or its successors in interest.
- h. All entrances may be enhanced with entrance features and associated hardscape and landscaping.
- i. The Applicant shall provide additional landscaping for viewshed protection for the

Manassas National Battlefield consisting of 300 trees from 8 to 10 feet in height at planting. Said trees shall be in addition to trees to be planted by the Applicant in the area specified in proffer 16(a). Said trees shall be planted in areas of the eastern quadrant of the northern 70 foot Preservation Area and in the northern quadrant of the 60 foot eastern Preservation Area of the Property and in land bay D (all in areas where they are likely to survive), and in the Manassas National Battlefield. The location and species of the trees shall be determined by the Superintendent of the Battlefield who shall consult with the County Arborist. The trees to be planted shall be planted by the Applicant pursuant to a plan prepared by the Applicant and approved by the Superintendent of the Battlefield after consultation with the County Arborist. They shall be planted no later than the first planting season following approval of the first site plan for land bays C-1 or C-2. Compliance with this proffer shall be evidenced by a letter from the Battlefield Superintendent that is also signed by the County Arborist certifying that the trees have been planted per the approved plan. The Applicant shall replace any trees that die within two years from the date of the compliance letter.

WATER QUALITY MONITORING

17. 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, or drainage improvements. Said contribution shall be made at the time of final plan approval for the corresponding acreage reflected on each site plan.

PHASE I AND PHASE II ARCHAEOLOGICAL TESTING AND EVALUATION; DONATION

18.
 - a. Evaluation– The applicable archaeological sites are those identified as 44 PW 1792 and the area identified on Exhibit A hereto. Site 44 PW 1792, adjacent to the William H. Brown House, will be the subject of a Phase II study including metal detection and a review of the life of William H. Brown. The area described on Exhibit A will be subject to metal detecting and a report regarding the purported artillery incident on or near the property pursuant to the scope of work prepared by the County Archaeologist as of September 23, 2019. The Applicant will curate in accordance with the recommendations of the reports. The reports and curation shall be in accordance with accepted standards, and the reports shall be prepared and submitted to the Director of Planning or his or her designee prior to submission

of the first site plan.

- b. Mitigation Plan - In the event the Phase II evaluation of 44PW1792 finds the archaeology site significant and the site will be disturbed by construction, the Applicant will either initiate mitigation of the archaeology site through Section 106 of the *National Historic Preservation Act* (NHPA), with the County as a consulting party; or, if Section 106 review is not required (land bay A has been determined to be a single and complete project separate and apart from land bays B, C-1 and C-2 by the Corps of Engineers), the Applicant will prepare a mitigation plan for approval by the Planning Director or his designee. If a County mitigation plan is required, its stipulations shall be completed prior to final site plan approval. The mitigation plan shall meet the standards set forth in the current version of the *Virginia Department of Historic Resources (VDHR) Guidelines for Conducting Cultural Resource Survey in Virginia* and also the *Advisory Council on Historic Preservation's (ACHP) Recommended Approach for Consultation on Recovery of Significant Information from Archeological Sites* (<http://www.achp.gov/archguide.html#supp>). Final reports shall be submitted in quantities, formats, and media as requested by the County Archaeologist after the report(s) have been approved by the County.
- c. Curation – Within two (2) months of acceptance of the final Phase II and if warranted the Phase III/Data Recovery report, the Applicant shall curate with the County all 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 Virginia Department of Historic Resources' curation fee will be paid by the Applicant at the time of delivery of the artifacts to the County. Ownership of all records submitted for curation shall be transferred to the County with a letter of gift. Compliance shall be demonstrated by a written confirmation from the County Archaeologist prior to the issuance of any land disturbance permit for the area impacted by the Phase II and or Phase III reports.
- d. Land bay D shall be donated to the American Battlefield Trust or its designee with a restrictive covenant that it shall remain maintained in an undisturbed state except as provided below or if the land becomes the property of the U.S. government. If the American Battlefield Trust declines said donation, the Applicant shall donate

land bay D to the County, or its designee. Said donation shall occur prior to the final site plan approval for land bay A. The Applicant shall contribute \$25,000.00 to the American Battlefield Trust or its designee or, if they decline, to the County, within one year of final nonappealed zoning approval for plantings in or improvements to land bay D related to the Civil War, such as, but not limited to, the relocation of an historical marker currently located in Conway Robinson State Forest, a Civil War Trail interpretive sign, and the repair of the Dunklin Monument.

- e. The Applicant shall assign the rights to any option it may have to repurchase the right of way acquired by VDOT for the extension of the Prince William Parkway north of Interstate 66 to the same entity that takes title to land bay D in accordance with proffer 18.d.

FIRE AND RESCUE

19. The Applicant shall make a monetary contribution to the Prince William Board of County Supervisors in an amount of \$0.61 per square foot of gross floor area ("GFA") of nonresidential space to be used for fire and rescue facilities in the area. Said contribution shall be paid prior to and as a condition of the issuance of the building permit for each building constructed on the property and the amount paid shall be based on the GFA in each such building.

ELECTRIC SUBSTATION AND SANITARY SEWER PUMP STATION

20. An electric substation shall be deemed a permitted use located in the general location identified on the Master Zoning Plan and may consist of transmission voltage switching or transformation equipment and structures of varying heights not to exceed 407 sixty-five feet (65') in height, excluding poles and lines. Subject to revisions requested by Dominion Electric upon final design of the electric substation, the substation will be located on approximately eight acres of land as reflected on the Master Zoning Plan.
21. Adjustments to the location, size and height of the accessory electric substation may be allowed by the Planning Director, or his designee, without requiring amendments to the proffers or the Master Zoning Plan, and without approval of a separate PFR.
22. The acceptance of these proffer amendments will fulfill the requirement for a Public Facility Review (PFR) of the extension and location of public sanitary sewer and water

facilities on the Property, in accordance with VA. Code Ann. §15.2-2232. The Property shall be served by public water and sanitary sewer facilities, including a sanitary sewer pump or lift station in the general location shown on the Master Zoning Plan.

23. The accessory electric substation and sewer pump station shall be deemed features shown in the Comprehensive Plan when they are identified on a site or subdivision plan pursuant to Virginia Code §15.2-2232(D) and County Code Sec. 32-201.12(a). Due to their location within the Planned Business District and their identification in these proffers, no Special Use Permit or PFR approvals are required for said electric substation or sewer pump station. Acceptance and approval of this rezoning application by the Board of County Supervisors authorizes the location and provision of those uses and facilities specifically referenced on the Master Zoning Plan, in this proffer statement, and the extension and construction of water and sewer lines and facilities and roads necessary to serve this property pursuant to the Virginia Code Section 15.2-2232 and the Prince William County Code Section 32-201.13.1. The general area of location of these uses and facilities are as shown on the Master Zoning Plan with the exact locations to be determined based on final engineering and as approved by Prince William County.

NATURAL SURVEILLANCE

- 24.
- a. The data center buildings located on the Property shall be subject to monitoring by cameras and may be subject to additional security measures.
 - b. Natural surveillance shall be provided by orienting the proposed commercial (non-data center) buildings on land bays front and main entrances to provide clear visibility from adjacent public roads. The Applicant shall provide 0.5-foot candle minimum maintained lighting level during darkness hours for nighttime security lighting consistent with County Police recommendations. Natural Access Control for the proposed commercial buildings is to be provided through the open site layout, minimizing hidden areas and concealment opportunities. The mixed-use design provides monitoring of the commercial, parking, recreational facilities, and surrounding areas. The land bay(s) used for data center uses shall be separately fenced and may employ additional security measures such as, but not limited to, the use of surveillance cameras. The owner of each land bay will, except in the preservation areas, provide for continuous and ongoing maintenance of landscaping which will minimize concealment or overgrown areas; and keeping shrubbery and trees trimmed to not interfere with security lighting and to allow

common observation from the street or buildings consistent with County Police recommendations. Territorial Reinforcement is to be provided by clearly delineating those areas of the commercial use areas intended for active use by customers and patrons and to provide distinct physical separation by varying landscaping from the natural undisturbed areas and by fencing the data center. The owner of each land bay shall trim plant overgrowth (except in buffer and preservation areas), replace inoperative lighting, pick up trash, paint and repair buildings, and consistently use spaces for their intended uses in order to give the impression of territorial control and promote crime deterrence.

POTABLE WATER AND SANITARY SEWER

25. Public water and sanitary sewer shall serve the Property. The Applicant shall be responsible for the costs of design and construction of all on and off-site improvements as required by the service provider in order to provide such services for the demand generated by the development on the Property.

ESCALATIONS

26. Escalator – In the event the monetary contributions set forth in the development proffers are paid to the Prince William Board of County Supervisors within eighteen (18) months of the approval of this rezoning, as applied for by the Applicant, said contributions shall be in the amounts stated herein. Any monetary contributions set forth in the development proffers which are paid 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 the contributions are paid, they shall be adjusted by the percentage change in the CPI-U from the 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 six (6%) percent per year, non-compounded.

MODIFICATIONS AND WAIVERS

27. Pursuant to Section 32-404.05 and 32-700.04 of the Zoning Ordinance, the following modifications and waivers are approved as part of these proffers.
 - a. Northern Property Boundary:

- (i) A fifteen-foot (15') wide buffer shall be provided along the Property frontage on Route 29, west of University Boulevard in lieu of a fifty-foot (50') perimeter buffer required by Section 32-404.04.5 of the Zoning Ordinance.
 - (ii) A seventy-foot (70') wide preservation area shall be maintained along the Property frontage on Route 29 east of University Boulevard, except for perpendicular utility crossings and entrance roadways in lieu of the fifty-foot (50') perimeter buffer required by Section 32-404.04.5 of the Zoning Ordinance.
 - b. Southern Property Boundary (adjacent to Interstate 66). The provisions of Sections 32-250.32 (2) and 32-404.04.5 of the Zoning Ordinance and Section 800 of the DCSM are modified to permit, to the extent shown on the Master Zoning Plan, a twenty-five foot (25') buffer and a twenty-five foot (25') supplemental planting area, which supplemental planting area may be located in the Dominion Electric easement, as specified in proffer 15.(b).
 - c. Southern Property Boundary alongside of substation facing Route 66. Waiver of Section 32-404.04.5 of the Zoning Ordinance and Sections 802.11 and 802.12 of the DCSM requiring a fifty-foot (50') buffer in front of the electric substation. In lieu thereof, subject to Dominion Energy of Virginia (or their successors in interests) and Planning Director approval, the Applicant shall provide for landscape enhancements between the substation and Route 66 that will provide buffer treatments in the form of plant material acceptable to Dominion Energy of Virginia; and a wall, a solid fence, a berm, or a combination thereof.
 - d. Land Bay A: A fifteen-foot (15') wide buffer will be provided around the perimeter of land bay A in lieu of the fifty-foot (50') perimeter buffer required by Section 32-404.04.5 of the Zoning Ordinance.
28. Waiver of Section 250.31 of the Zoning Ordinance and Sections 802.11 and 802.12 of the DCSM to waive all internal buffers between uses on the property.
29. The maximum FAR in land bays B, C-1 and C-2 for non-data center commercial uses shall be 0.4 and for data centers the maximum FAR shall be 0.6.
30. The Applicant shall satisfy Section 602.18 of the DCSM by making a cash proffer

contribution of \$125,000.00 toward the construction of a trail along Lee Highway. The trail may be located on the northern side or the southern side of Lee Highway as determined by Prince William County. If the trail is located on the southern side of Lee Highway the trail and all necessary grading shall be within the existing right of way as of the date of these proffers. Said payment shall be made prior to the first occupancy permit of land bay A.

31. If any portion of the development is deemed to be a shopping center under the Zoning Ordinance, the areas occupied by structures shall not be included in the calculation of impervious surfaces.
32. The following uses shall be permitted in land bay A by special use permit as specified in proffer 6: car wash; medical care facility; motor vehicle parts with service; motor vehicle service, retail; self-storage facility, drive-in restaurant.
33. Modification of the DCSM requirements for the planting of interior parking lot and trees required for canopy coverage in land bays B, C-1 and C-2 to permit them to be planted along and adjacent to the buffer and preservation areas along Route 29 east of University Boulevard and the eastern boundary of the land bay C-2 to the extent agreed to and approved by the County.
34. Waiver of the proposed trail along Pageland Lane in order to preserve existing vegetation.
35. A modification of Section 32-280.41 as to land bay A to permit buildings with a height less than thirty feet (30') and to allow parking spaces, travelways and travel lanes in front of shopping centers.
36. A modification of the uses permitted by right pursuant to Section 32-404.05 of the Zoning Ordinance to permit data centers, an electric substation, and a pump station in land bays B., C-1 and C-2 as a use permitted by right and those set forth in proffer 6 as uses permitted by a special use permit in land bay A.

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GAINESVILLE GGP

By: _____
Brian Benninghoff, Manager
Buchanan Group, LLC, a Maryland limited liability company and Sole Member of
Buchanan Gainesville Investment, LLC, a Virginia limited liability company and duly
authorized agent of Owner

With Consent of:

BGI Holding, LLC

By: _____
Brian Benninghoff, Manager
Buchanan Group, LLC, a Maryland limited liability company and Sole Member of BGI
Holding, LLC, a Virginia limited liability company, Trustee of Owner



PRINCE WILLIAM COUNTY

Office of Executive Management

Christopher E. Martino, County Executive

The Board of County Supervisors

Corey A. Stewart, Chairman
Maureen S. Caddigan, Vice Chair
Ruth M. Anderson
Victor S. Angry
Pete Candland
Jeanine M. Lawson
Martin E. Nohe
Frank J. Principi

DATE: December 4, 2019

TO: Board of County Supervisors

FROM: Rebecca Horner, AICP, CZA
Director of Planning

THRU: Christopher E. Martino
County Executive

RE: Rezoning #REZ2018-00008
Gainesville Crossing

Gainesville Magisterial District

I. **Background** is as follows:

- A. **Request:** This is a request to rezone ±152.7 acres from A-1, Agricultural, to PBD, Planned Business District, to allow a mix of commercial uses, and a modification to allow for by-right data centers, an electric substation, and other uses in the PBD district. The application also includes waivers and modifications.

Uses/Features	Existing	Proposed
Zoning	A-1, Agricultural	PBD, Planned Business District
Use(s)	Vacant	Uses allowed in the B-1, General Business; O(H), Office High-Rise; O(M), Office Mid-Rise; O(L), Office Low-Rise; O/F, Office/Flex, and M-2, Light-Industrial, districts, as proffered. A minimum of sixty-five percent (65%) of the gross square footage of all buildings located on the property will be for employment uses
	Required / Allowed in PBD Zoning District;	Provided / Proposed with PBD Zoning District;
REZ area	Minimum 15 acres	±152.7 acres
Open Space	20% minimum	20% minimum
Floor Area Ratio (FAR)	Varies, up to 1.25	Varies, up to 0.6
Maximum Height	Varies, up to 100 feet	Varies, but restricted by land bay to protect viewsheds from Manassas National Battlefield Park. May not exceed Zoning Ordinance maximums.

- B. Site Location: The site is located on the south side of Lee Hwy (Route 29) between its intersections with the Heathcote Blvd/I-66 Exit 43B off ramp and Pageland Ln, and is on the north side of I-66. The site is identified on County maps as GPINs 7497-67-8141 and 7497-26-9609 (portion), and is located within the Gainesville Magisterial District.
- C. Comprehensive Plan: The site is designated REC, Regional Employment Center, in the Comprehensive Plan. A portion of the site located west of University Boulevard is also within the I-66/Route 29 Sector Plan.
- D. Zoning: The site is zoned A-1, Agricultural; and is located within the Airport Safety Overlay District, and the Route 29 Highway Corridor Overlay District, which was approved prior to February 20, 1996.
- E. Surrounding Land Uses: To north of Route 29 is Conway Robinson State Forest and agriculturally-zoned land. To the east is the Manassas National Battlefield Park property. To the immediate west of the property is land owned by the Virginia Department of Transportation (VDOT) that is planned as a commuter parking lot. To the south is Interstate I-66 with industrial uses beyond.
- F. Background and Context: The Gainesville Crossing rezoning application was initially submitted in November 2017. At that time, the Applicant requested to rezone ±190.56 acres from A-1, Agricultural, and M-2, Light Industrial, to PMD, Planned Mixed Use District, to allow a mixed-use development consisting of 1,150 dwelling units (townhouses and multifamily), and approximately 796,000 square feet of nonresidential uses (office, office flex, assisted living, and retail). The application included land area on the north and south sides of I-66.

On August 26, 2019, the Applicant submitted the subject amended request to rezone a reduced ±152.7-acre site from A-1, Agricultural, to PBD, Planned Business District, to allow a mix of commercial uses and allow data centers as a by-right use. No residential development is currently proposed.

II. Current Situation is as follows:

- A. Planning Commission Recommendation: At the November 20, 2019, public hearing, the Planning Commission recommended approval of Rezoning #REZ2018-00008, Gainesville Crossing, subject to proffers dated, November 8, 2019, with a condition that the following be addressed prior to a hearing with the Board of County Supervisors:
- Between now and the time this case goes to the BOCS, Dominion will provide data from Dominion Power engineers that shows that no additional transmission lines will be needed for this project. In addition, Dominion needs to show their back-up redundancy to this particular power grid/substation at Haymarket and Gainesville Crossing.

Staff Comment: Planning Office staff received written correspondence from Dominion Energy Virginia, which represents comments from systems engineering, leading up to the Planning Commission meeting on November 20, 2019. In response to request of the Planning Commission, additional comments have been provided. Memoranda from Dominion Energy Virginia are provided as an attachment to the Staff Analysis.

B. Plan Revisions: After the Planning Commission meeting, the Applicant submitted revisions to their proposal. A summary of those revisions is provided below:

- The maximum floor area ratio (FAR) has been reduced from 0.8 to 0.6.
- The total square footage requested for the proposal has been reduced from 4,668,691 square feet to 3,060,000 square feet.
- Transportation proffers have been refined in coordination with PWC Department of Transportation.
- Building height proffers have been refined in coordination with the Manassas National Battlefields Park.

C. Planning Office Recommendation: Staff recommends approval of Rezoning #REZ2018-00008, Gainesville Crossing, subject to the revised proffers dated November 25, 2019, which include a reduced size proposal and technical revisions, for the following reasons:

- The proposed PBD, Planned Business District, zoning implements the REC, Regional Employment Center, designation.
- The rezoning proposal, as proffered, enables the delivery of a large-scale data center campus, which is a targeted industry use.
- The proposal directly implements key elements of the Strategic Plan, while increasing the commercial tax base and at-place employment.
- While the data center is not being approved by a special use permit, the PBD rezoning process has provided the same level of staff review, afforded the same level of public comment and public hearings, and utilized a Board adopted entitlement process. Staff is confident that the issues are appropriately mitigated in the same way as a special use permit would have.

D. Board of County Supervisors Public Hearing: A public hearing before the Board of County Supervisors has been advertised for December 10, 2019.

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 REC use designation?
2. Level of Service (LOS): 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 Rezoning #REZ2018-00008, Gainesville Crossing, subject to the proffers dated November 25, 2019.

1. Comprehensive Plan Consistency Analysis:

- a. Long-Range Land Use: The property is currently zoned A-1 and is designated REC in the Comprehensive Plan. The proposed PBD zoning is consistent with the REC designation. The Applicant proffers that a minimum of sixty-five percent (65%) of the gross square footage of all buildings located on the property shall be for employment uses, including data centers.

- b. Level of Service (LOS): Impacts would be mitigated through the following monetary contributions:

Water Quality	\$75 per acre	157.2 acres	\$11,790.00
Fire & Rescue	\$0.61 per square foot (SF) of building area	Up to ±3.06 million sq. ft	\$1,866,600.00
TOTAL			\$1,878,390.00

2. Strategic Plan:

- a. Robust Economy: The subject application proposes to rezone an A-1 property to PBD for employment uses, including data center development. This aligns with the Strategic Plan goal to increase commercial tax base as a percentage of overall tax revenue to 35%, and goals to increase at-place employment.
- b. Mobility: The subject rezoning will increase employment opportunities in the County, which may further efforts to decrease the percentage of the Prince William County workforce commuting to other localities for employment from 69%.

3. Community Input: On January 24, 2018, the Planning Office received a letter from the Bull Run Civil War Round Table that included recommendations on the prior mixed-use proposal, which were later forwarded to the Applicant. This included a request for a more extensive site survey, increased buffering of 100 feet along Route 29, a request for a park/kiosk adjacent to Route 29, and a request to repair the Dunklin monument. In follow-up correspondence the Bull Run Civil War Round Table indicated that the concerns raised in their January 24, 2018, letter are adequately addressed by the proposed proffers the exception of the Lee, Jackson, Longstreet August 29, 1862, meeting marker and site, which continue to be requested.

Notice of the application has also been transmitted to adjacent property owners within 500 feet of the subject property. After the publishing of the Planning Commission staff report and leading up to the Planning Commission meeting, staff received over 200 emails requesting that the Planning Commission deny the application, because the proposal is located outside of the Data Center Opportunity Overlay District; the Applicant requests a waiver of the special use permit requirement for data centers outside of the Data Center Opportunity Overlay District; and concerns about power needs for the proposal.

Staff also received correspondence and testimony from members of the Coalition to Protect Prince William County, a 501(c)(5) organization formed in

2014 to address the Dominion Haymarket Power Line. There are concerns that the proposal circumvents the intent of the Data Center Opportunity Overlay District and could negatively impact long term efforts to manage powerlines in this area.

The proposal is adjacent to the Manassas National Battlefield Park (MNBP), and the review of the rezoning proposal was coordinated with the MNBP Superintendent and MNBP staff. Throughout the review process the Applicant worked with the MNBP to incorporate its feedback and recommendations into the proposal.

4. Other Jurisdictional Comments: This project site is located outside of the required notification area of adjacent jurisdictions.
5. Legal Uses of the Property: If the rezoning request is approved, the subject site could be developed with uses allowed in the PBD, as proffered. 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 generally has one year from the date of an application acceptance to take action on a rezoning request. The one-year time frame ended on November 30, 2018; however, the application was dormant for over one year. The subject amended rezoning proposal, which was revised to eliminate residential uses and include commercial and data center uses, was submitted on August 26, 2019.

B. Deny Rezoning #REZ2018-00008, Gainesville Crossing.

1. Comprehensive Plan Consistency Analysis:
 - a. Long-Range Land Use: The subject site is currently designated REC, Regional Employment Center, and is zoned A-1, Agricultural. If the rezoning is denied the site would remain A-1. The existing A-1 district does not implement the REC designation.
 - b. Level of Service (LOS): Denial would not have any impact on the existing level of service.
2. Strategic Plan:
 - a. Robust Economy: The subject application proposes to rezone an A-1 property to PBD for employment uses. Denial would have no impact on the planned capacity for non-residential development; however, if the A-1 zoning remains, the site would not contribute to the growth of the commercial tax base in the County.

- b. Mobility: Denial of the rezoning would not directly result in a change in the current number of people in the Prince William County workforce currently commuting to other localities.
- 3. Community Input: On January 24, 2018, the Planning Office received a letter from the Bull Run Civil War Round Table that included recommendations on the prior mixed-use proposal, which were later forwarded to the Applicant. This included a request for a more extensive site survey, increased buffering of 100 feet along Route 29, a request for a park/kiosk adjacent to Route 29, and a request to repair the Dunklin monument. In follow-up correspondence the Bull Run Civil War Round Table indicated that the concerns raised in their January 24, 2018, letter are adequately addressed by the proposed proffers the exception of the Lee, Jackson, Longstreet August 29, 1862, meeting marker and site, which continue to be requested.

Notice of the application has also been transmitted to adjacent property owners within 500 feet of the subject property. After the publishing of the Planning Commission staff report and leading up to the Planning Commission meeting, staff received over 200 emails requesting that the Planning Commission deny the application, because the proposal is located outside of the Data Center Opportunity Overlay District; the Applicant requests a waiver of the special use permit requirement for data centers outside of the Data Center Opportunity Overlay District; and concerns about power needs for the proposal.

Staff also received correspondence and testimony from members of the Coalition to Protect Prince William County, a 501(c)(5) organization formed in 2014 to address the Dominion Haymarket Power Line. There are concerns that the proposal circumvents the intent of the Data Center Opportunity Overlay District and could negatively impact long term efforts to manage powerlines in this area.

The proposal is adjacent to the Manassas National Battlefield Park (MNBP), and the review of the rezoning proposal was coordinated with the MNBP Superintendent and MNBP staff. Throughout the review process the Applicant worked with the MNBP to incorporate its feedback and recommendations into the proposal.

- 4. Other Jurisdictional Comments: This project site is located outside of the required notification area of adjacent jurisdictions.
- 5. Legal Uses of the Property: Those uses allowed in the A-1 zoning district would be permitted. Legal issues resulting from the Board of County Supervisors action are appropriately addressed by the County Attorney's Office.

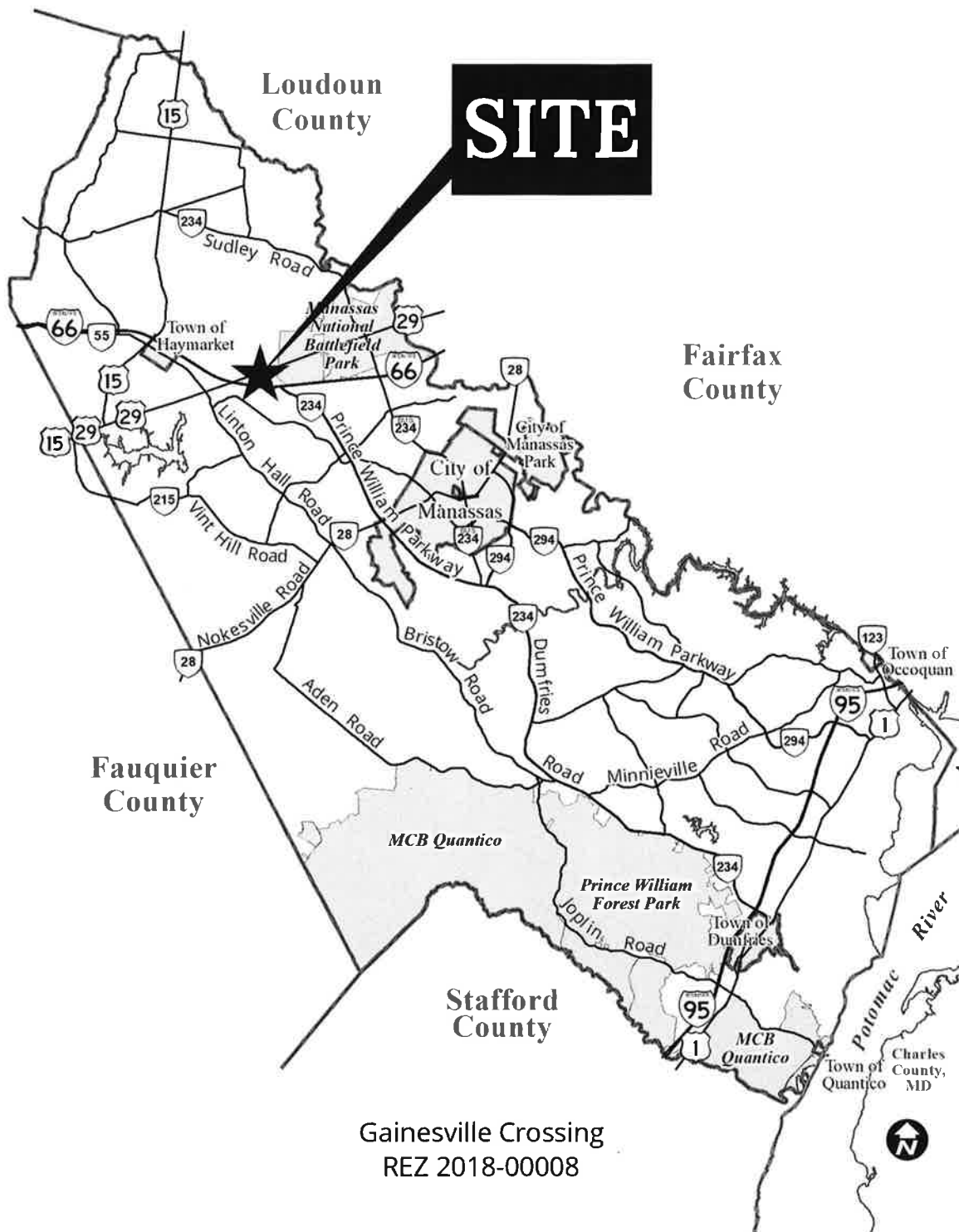
6. Timing: The Board of County Supervisors generally has one year from the date of an application acceptance to take action on a rezoning request. The one-year time frame ended on November 30, 2018; however, the application was dormant for over one year. The subject amended rezoning proposal, which was revised to eliminate residential uses and include commercial and data center uses, was submitted on August 26, 2019.

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

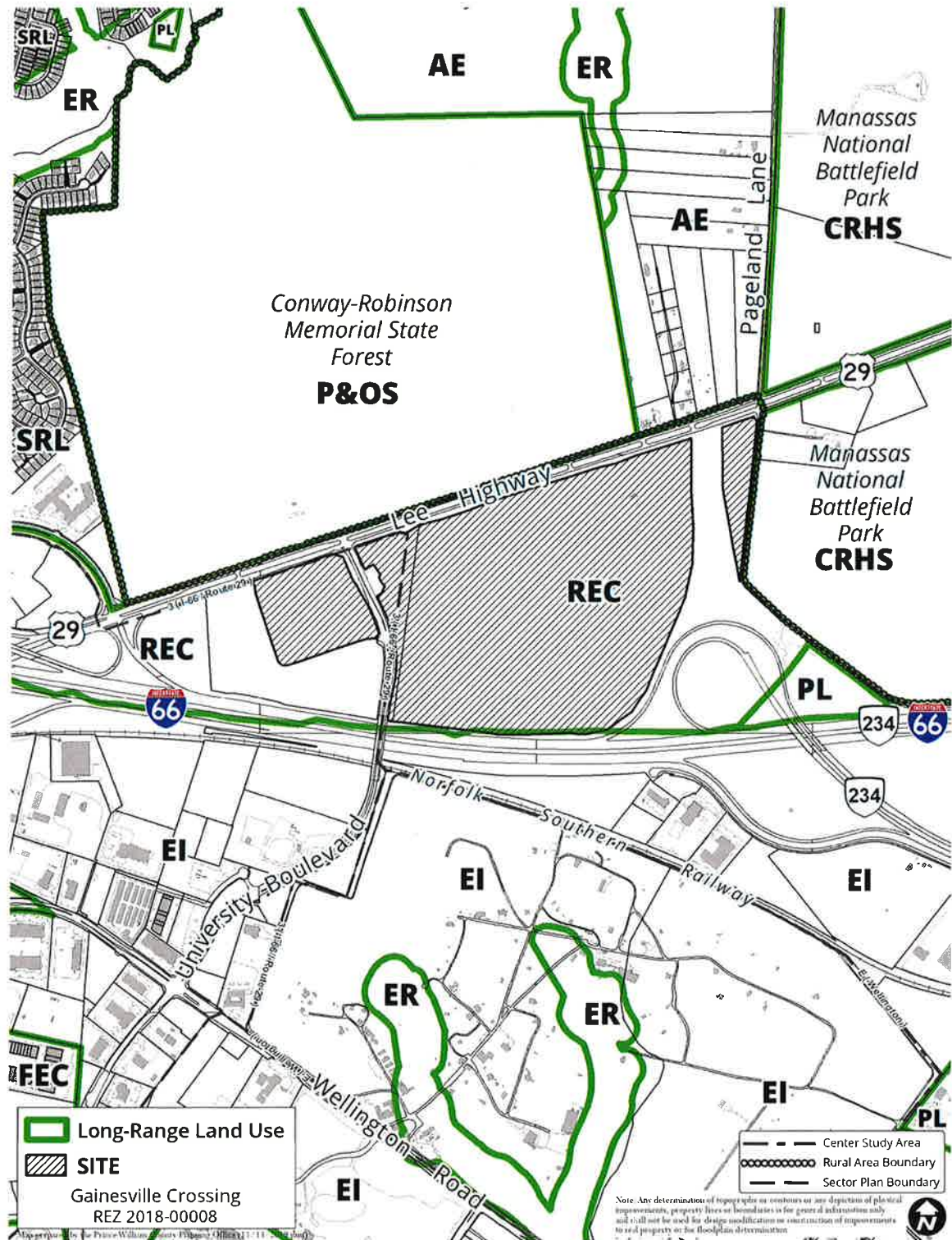
Staff: Meika F. Daus, AICP
703-792-7901

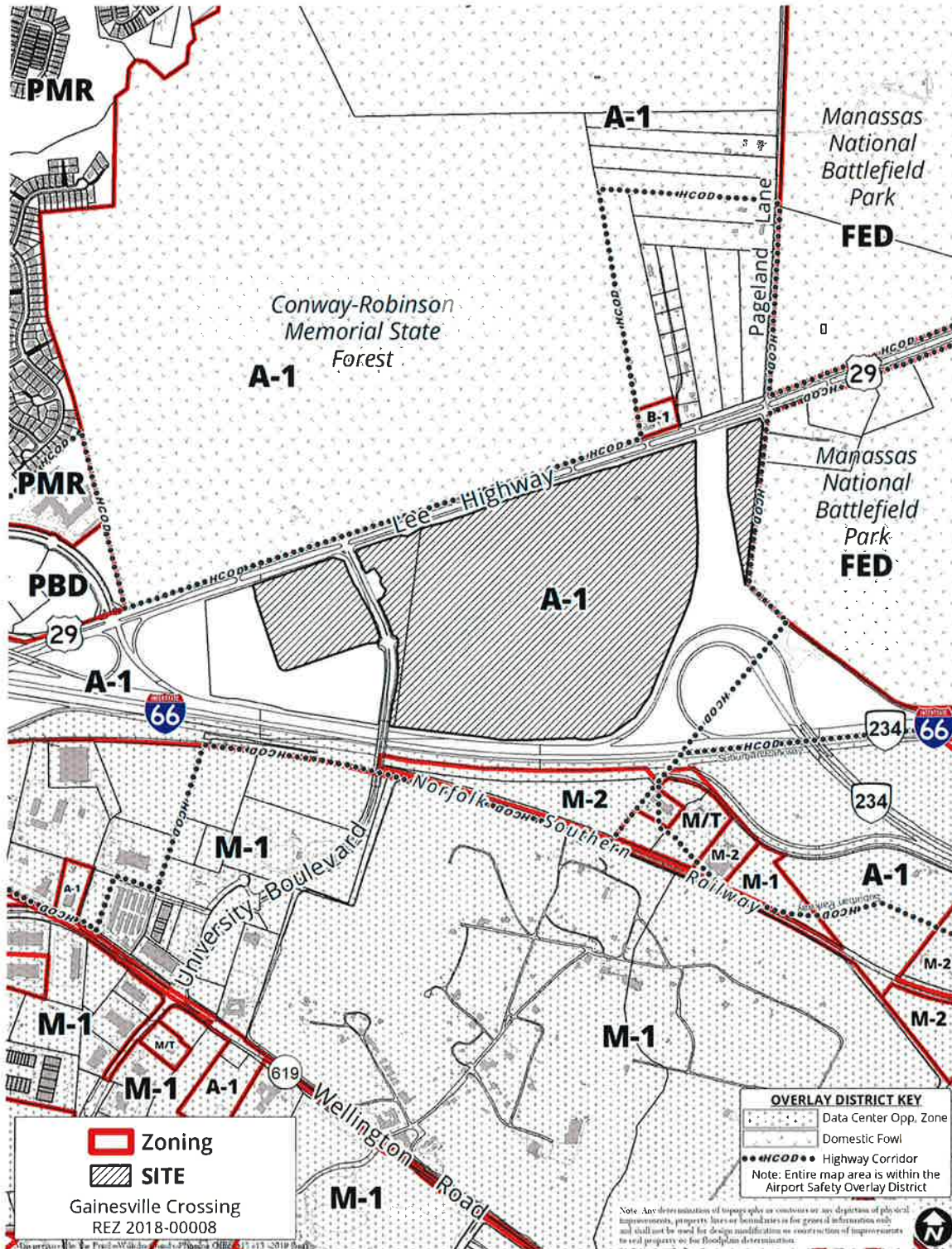
Attachments

Area Maps
Staff Analysis
Master Zoning Plan
Existing Conditions
Environmental Constraints Analysis (ECA)
Land Use Plan
Infrastructure/Utility Plan
Transportation Plan
Landscape/Buffer Plan
Illustrative Plan
Dominion Energy Virginia Correspondence
Planning Commission Resolution









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
Parks, Open Space and Trails	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	Conway Robinson Memorial State Forest, Single-family detached residential	P&OS, AE	A-1
South	I-66 with industrial uses beyond	EI	M-1 & M-2
East	Manassas National Battlefield Park	CRHS	N/A
West	VDOT right-of-way and commuter parking lot	REC	A-1

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.

The site is designated REC, Regional Employment Center, in the Comprehensive Plan and is located within the Development Area of the County. The following table summarizes the land use patterns/densities intended within the REC designation:

Long-Range Land Use Map Designation	Intended Uses and Densities
Regional Employment Center (REC)	The purpose of the Regional Employment Center classification is to provide for areas located close to and/or with good access from an interstate highway where intensive regional employment uses are to be located. REC projects* should be planned and developed in a comprehensive, coordinated manner. Primary uses in the REC are mid-rise and/or high-rise office (including government offices particularly those for Prince William County agencies), research and development facilities, lodging, and mixed-use projects. Residential uses shall represent no greater than 25 percent of the total REC gross floor area of the project. Drive-in/drive-through uses are discouraged. Shared/structured parking is encouraged. The acceptable housing type within any mixed-use REC project is multifamily, at a density of 16-30 dwelling units per gross acre, less the ER designated portion of a property. Development in REC 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 phase of the project. Development shall also occur according to a phasing plan that must ensure that office, employment, and lodging uses are always the primary uses within the area rezoned. Office development in REC areas is encouraged to be in accordance with the Illustrative Guidelines for Office Development, provided as a supplement to the Community Design Plan chapter of the

	Comprehensive Plan and available from the Planning Office. A minimum office building height of 4-6 stories is preferred. * In all instances, a “project” or “project area” is defined as the boundary of a rezoning or special use permit request.
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Below is a summary chart for the ±152.7-acre land use proposal:

Land Bay	Land Bay Designation	Use	Acreage
A	B-1, O(L), O/F	Commercial and open space	17.09
B	B-1, O(H), O(M), O/F	Open space, commercial or data centers	9.49
C-1	M-2, O(H), O(M), O/F	Data centers and open space	33.5
C-2	M-2, O(H), O(M), O/F	Data centers and open space	53.5
D		Open space	5.85

A portion of the subject site, west of University Boulevard (Land Bay A), is also located within the far eastern portion of the I-66/Route 29 Sector Plan. Applicable policy guidance contained within the Sector Plan was considered during the review.

Proposal's Strengths

- **Zoning and Long-Range Land Use Compatibility:** The property is currently zoned A-1, Agricultural, and is designated REC in the Comprehensive Plan. The proposed PBD zoning implements the REC designation.
- **Primary Uses in REC:** The land use designation for this area recommends that office, employment, and lodging uses are always the primary uses, and are phased appropriately. The Applicant proffers that a minimum of sixty-five percent (65%) of the gross square footage of all buildings located on the property shall be for employment uses.
- **Infrastructure and Phasing:** Development of REC projects is required to 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 phase of the project. The Applicant describes the phasing as follows:

The data center targeted industry use will be located on land bays B, C-1 and C-2 will be commenced in the first phase of the project and built over time. The balance of the Property will be developed over time in the second phase of the project as is typical for long-term mixed-use projects. It is anticipated that one land bay will be developed, followed by other land bays. Utilities will be provided with each phase of development.

- **Targeted Industry:** The application allows for the development of 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 in the County in which data centers are particularly encouraged. The Data Center Opportunity Overlay is adjacent to the site, on the south side of I-66. Data centers are a permissible use outside of the overlay, subject to special use permit (SUP) approval. In this case, the Applicant proposes data centers pursuant to a proffered rezoning, and has requested a modification, which is discussed in more detail in the Waivers and Modifications Section of this report.

Proposal's Weaknesses

- **Limited Substation Information:** Through this rezoning request, a ±8-acre substation is proposed in Land Bay C-2. Such substation shall not be subject to a further public facility review and is deemed to be feature in the plan. The substation is planned along the site's frontage on I-66; however limited information on the substation features is provided. Information on the layout of the substation is not currently available. The substation may consist of transmission voltage switching or transformation equipment and structures of varying heights not to exceed sixty-five feet (65') in height, excluding poles and lines. The Applicant's narrative indicates that Dominion Electric has obtained an easement on a portion of the property adjacent to I-66 for the installation of a high voltage electric transmission line that has been approved by the State Corporation Commission which, based upon the Applicant's communication with Dominion Energy Virginia, will have sufficient capacity to serve the proposed project. Correspondence from Dominion Energy Virginia is attached to this report.

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.

Proposal's Strengths

- **Buffers along Route 29:** In lieu of the required 50-foot-wide buffer adjacent to Route 29, the Applicant proposes to maintain a seventy-foot-wide tree preservation area along the Route 29 frontage of the property, east of University Boulevard. The Applicant also proposes

supplemental landscaping for additional screening and to preserve viewsheds from the Manassas National Battlefield Park (Park) and maintain Park visitor experience.

- **Data Center Architecture:** Any data center use developed on the site shall be developed in accordance with proffers. These proffers are consistent with the data center design standards contained in the Zoning Ordinance that apply to data center developments within the Data Center Opportunity Overlay District.
- **Non-Data Center Buildings:** Non-data center buildings will incorporate four-sided architecture and will require approval by the Planning Director prior to site plan approval to ensure consistency with Community Design proffers.

Proposal's Weaknesses

- **Lack of a Proffered Layout or Proffered Illustrative Images:** The Comprehensive Plan recommends that generalized development plans and master zoning plans submitted with applications for rezonings 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. The subject application does not include conceptual building design for all of the buildings and building location information for the 152.7-acre development. Illustrative layouts were provided for review, but this information has not been proffered. The Applicant has addressed design requests through design guidance that is imbedded in the proffer statement.
- **Perimeter Landscape Buffer along I-66:** The subject site is primarily wooded. While the Applicant has been able to proffer undisturbed buffers along the northern and eastern property lines, the buffer along I-66 will be a disturbed and replanted buffer area. A 50-foot-wide buffer is required along I-66 as a part of PBD development standards. The Applicant is proposing a modification of the standards in order to provide a 25-foot-wide buffer for tree plantings with a 25-foot-wide supplemental landscape area. The supplemental landscape area is proposed within an existing 100-foot-wide powerline easement that runs parallel to I-66, which should allow for shrub plantings and ornamental grasses. While the Applicant's proposal would provide a 50-foot-wide area for landscape plantings, staff believes that a 50-foot-wide tree preservation area along the site's I-66 frontage would be the most effective buffer of future development.

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

Manassas National Battlefield Park (076-271)

The site is directly adjacent to Manassas National Battlefield Park (076-271). The Manassas National Battlefield Park was established in 1940 to preserve the scene of two major Civil War battles, First and Second Manassas, occurring in 1861 and 1862 respectively. The Park's most important resources are the large tracts of land managed to represent the battlefield landscape as it existed at the time of the Civil War. The battlefield is an important cultural landscape in that it includes three houses that date from the Civil War period, several post-war historic buildings, a Confederate cemetery, the reconstructed Stone Bridge over Bull Run, six miles of historic road traces, and numerous other resources including monuments, archaeological sites, family cemeteries, trenches, and earthworks.

Cultural Resource Studies

A number of cultural resource studies have been completed on and adjacent to the project area. These studies were conducted for a number of different reasons, such as a prior land use application, whose boundaries were coterminous with the current project area; proposed transportation improvements adjacent the current project area (i.e., North County Route 234 Bypass or Bi-County Parkway, I-66 widening, Transform I-66 Outside the Beltway), and a viewshed study conducted jointly by the Planning Office and the Manassas National Battlefield Park. The results of these studies helped inform the proposed development and the cultural resources studies conducted during review of this application and the proposed proffers.

Archival research identified that all land bays are within the Second Manassas Battlefield Study Area (076-5190), as defined by the American Battlefield Protection Program (ABPP), a division of the National Park Service. No individual archaeological or architectural sites were recorded or identified on Land Bays A, B and C-1 of the current application.

On Land Bay C-2 of the current application, Phase I cultural resource studies on the project area, conducted as part of a prior review of a land use application identified the following resources: archaeology site 44PW1793 (a low intensity/low number historic scatter), the William H. Brown House archaeology site, 44PW1972, and architectural site, 076-0433. The architectural site was determined, previously by the Virginia Department of Historic Resource, not eligible for listing on the National Register of Historic Places and no additional studies were recommended. The Applicant proffered Phase II evaluation of the archaeology site associated with the Brown House and if warranted Phase III/Data Recovery mitigation. The Phase II evaluation includes survey for possible evidence of military operations during the opening artillery duel of the Second Battle of Manassas. The Applicant also proffered curation of artifacts with the County.

Archival records indicated that the opening artillery salvos of the Second Battle of Manassas might have occurred on portions of the property east of University Boulevard and parallel to the current Route 29, in Land Bay C-2. Using research methods adopted by the ABPP, specifically KOCOA (Key Terrain/Decisive Terrain, Observation and Fields of Fire, Concealment and Cover, Avenues of Approach and Withdrawal) the Applicant, the Prince William County Historical Commission and the County Archaeologist, identified the area where this action most likely occurred. The Applicant proffered conducting additional archaeological study, metal detecting, and if warranted Phase III/Data recovery in this location.

On Land Bay D of the current application cultural resource studies identified the Dunklin Monument (44PW1040/076-5035) and the Second Manassas Battlefield and the beginning of the Core Ground of the Second Battle of Manassas, as defined by the ABPP. The Applicant proffered to donate all of Land Bay D, including the Dunklin Monument, to the County or its designee with a "restrictive covenant that it shall remain maintained in an undisturbed state."

Balloon Visibility Study

The Applicant proffered maximum building heights for all land bays. These maximum heights were based on the results of a balloon visibility study, whose methodology was agreed upon by the County Archaeologist, Manassas National Battlefield Park staff and the Applicant. The purpose of this effort was to study potential impacts on Manassas National Battlefield from the data centers proposed on Land Bays B, C-1 and C-2. The Applicant conducted engineering to determine proposed base elevations of the data centers. These base elevations and the current topography were used to raise balloons into the area at the proposed real world buildout height for each proposed data center area. Additional balloons were raised at the interior edge of the proposed buffers near the corner of Pageland Lane and Route 29 to better evaluate the effectiveness of proposed buffers.

The balloon visibility study produced meaningful data. However, existing trees in Land Bays B, C-1 and C-2 that will be cleared as a part of the proposed development and that currently obscure balloons below 100 feet, preventing a full understanding of the precise impacts to MNBPP. In an attempt to overcome this limitation of the balloon study, the Applicant conducted additional line-of-sight analysis (again in consultation with Manassas National Battlefield staff) whose results provide more certainty in the assessment of impacts and further informed the proposed mitigation strategies. Based on the visibility and line of sight studies the application proffered the following mitigation: maximum building heights for all land bays; supplemental plantings; and muted building colors and architectural façade treatments.

Historical Commission Recommendation

The Prince William County Historical Commission during their regular scheduled meetings reviewed each of the three submissions of this application. During these reviews, the HC recommended balloon study or studies to assess impacts to Manassas National Battlefield Park, archaeology of the William H. Brown house, the archaeological survey for the location of the opening artillery salvos of

the Second Battle of Manassas. For the final submission of this application, the Historical Commission the offered no additional recommendations or modifications to the proposed proffers.

Proposal's Strengths

- **No Further Work:** The Historical Commission reviewed this proposal at its October 8, 2019, meeting and determined that no further work was needed.
- **Mitigation of Viewshed Impacts:** The Applicant proposes to mitigate visual impacts on the Manassas Battlefield Park through the implementation of a few strategies, as follows:
 - Limiting maximum building heights based upon the balloon heights identified during the balloon visibility study.
 - Providing wider than minimum buffers along the northern and eastern boundary of the potential data center campus, and proffering supplemental plantings.
 - Providing architectural facades and exterior colors that are consistent with design guidelines in the Data Center Opportunity Overlay District.
 - Proffering coordination with the Manassas National Battlefield Park during the implementation of the proffers.
- **Preservation of the Dunklin Monument:** The Applicant proposes to preserve the Dunklin Monument on Land Bay D by donating Land Bay D to the American Battlefield Trust, and providing a \$25,000 monetary donation for improvements to Land Bay D. These improvements may include plantings, the relocation of an existing marker, the erection of new signs, and the repair of the Dunklin Monument.

Proposal's Weaknesses

- **Limitations of Balloon Visibility and Line-Of-Sight Studies:** The Applicant conducted two visibility studies and closely coordinated the conduct of those studies with County and Manassas National Battlefield Park staff. These studies were designed to compensate for each-other's limitations, and to provide independent results. Even with the existing data available at the time of these studies it is not possible to anticipate all of the impacts of approximately 3 million square feet of data center uses.

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

- **Nonresidential Development:** The application proposes nonresidential development that will increase the County's nonresidential tax base.
- **Targeted Industry:** Data centers are a targeted industry in the County. The rezoning would allow for the implementation of approximately 3 million square feet of data center uses on the subject site.

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 is predominantly wooded and there is resource protection area and wetlands onsite.

SUBWATERSHED: Bull Run subshed 152

TOTAL SITE AREA / ER AREA: 152.7 acres/ 0 acres

AREA OF PROPOSED TREE PRESERVATION: ±27.75 acres

AREA OF IMPACTED WETLANDS: ±0.71 acres

IMPERVIOUS/ PERVIOUS: 75%/25%

RARE, THREATENED, AND ENDANGERED SPECIES: None

Proposal's Strengths

- **Monetary Contribution for Water Quality:** As proffered, a \$75 per acre monetary contribution for water quality monitoring, stream restoration, and/or drainage improvements shall be provided. Said contribution will be paid prior to and as a condition of approval of the final site plan.

- Preservation of Resource Protection Area (RPA): The RPA identified on the MZP (Sheet 4 of 7) is largely preserved by the limits of clearing and grading.

Proposal's Weaknesses

- Modifications of Minimum Standards: While some buffers on the site will well exceed minimum requirements, other buffers and landscape standards are being modified by the proposal. While staff supports the application, the Applicant is encouraged to come in to greater conformance with and exceed minimum buffer and planting requirements, and meet these requirements through the preservation of existing forest cover, where feasible. This is particularly encouraged along I-66.

On balance, this application is found to be 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 for the subject site. The address is outside the four-minute travel time criteria for fire and basic life support and inside the eight-minute travel time criteria for advanced life support. In fiscal year (FY) 2018, Fire/Rescue Station 4 responded to 4,047 incidents. The workload capacity is 2,200 incidents.

Capital Improvements in the Area

Planning staff notes that there is a planned Fire and Rescue Capital Improvement Program (CIP) improvement in the area. Station #22 is a Fire & Rescue station that will be located at 11600 Balls Ford Road in the west end of the County and is planned to be approximately 21,000 square feet. According to the CIP for Public Safety, the station will house 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 will include sleeping quarters, a kitchen and dayroom, physical fitness room, training room, storage for heavy tactical rescue equipment, and offices. The station will include three to four apparatus bays, an area for personal protective equipment, and an exterior training tower.

Construction is scheduled to be completed in September 2020 (FY21). Occupancy is scheduled for November 2020 (FY21).

Proposal's Strengths

- Inside 8.0-Minute Travel Time: The site is located within the 8.0-minute travel time for advanced life support services.
- Monetary Contributions – The Applicant proffers to contribute to the Board of County Supervisors \$0.61 per square foot of gross building area for fire and rescue purposes. The proposed monetary contributions will mitigate impacts to those services.

Proposal's Weaknesses

- Outside 4.0-Minute Travel Time: The site is located outside the recommended 4.0-minute travel time for fire suppression and basic life support.
- Station Workload: FY 2018 data shows that Fire/Rescue Station #4 responded to 4,047 incidents in FY 2018, while the workload capacity for Station 4 is 2,200 incidents. As such, based on these figures, it is operating over capacity. Staff notes that a new fire and rescue station (Station #22, West End) is planned in the Balls Ford Road corridor. The station's first due area will experience response time improvements. Systemwide response time improvements are also projected to improve, which will help ease the burden on existing stations.

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

Parks, Open Space and Trails Plan Analysis

The quality of life for residents of Prince William County is linked closely to the development and management of a well-maintained system of parks, trails, and open space. Prince William County contains a diversity of park, open space, and trail resources. These parklands, open spaces, and recreational facilities play a key role in shaping both the landscape and the quality of life of Prince William County residents through the conservation of natural and cultural resources, protection of environmental quality, and provision of recreational facilities. The Parks, Open Space and Trails Plan sets out policies and action strategies that further the County's goal of providing park lands and recreational facilities of a quantity, variety, and quality appropriate to meet the needs of the current and future residents of Prince William County. The Plan includes recommendations to preserve existing protected open space, maintain high quality open space, expand the amount of protected open space within the County, and to plan and implement a comprehensive countywide network of trails.

Tourism is the largest industry in most states, and many communities have pursued heritage tourism to strengthen and diversify their economic bases. Heritage tourism creates a diversified resource and preserves the places that make a community "home." Interpretation tells the stories

that are a community's heritage for the enjoyment and inspiration of residents and visitors. According to the National Park Service, visitors to the Manassas National Battlefield Park have ranged from roughly 600,000 to 750,000 annually.

Parks and/or Recreation Facilities near the Project Area

Park Type	Park Name
Neighborhood	N/A
Community	Rollins Ford Park parcel, Mayhew Sports Complex, Pat White Center at Ben Lomond
Regional	Prince William Golf Course
Linear/Resource	Silver Lake Regional Park, James S. Long Regional Park, Ben Lomond Regional Park/Splashdown Waterpark, Prince William Golf Course
Trails	Catharpin Greenway
Other	Conway Robinson Memorial State Forest (and trails) Manassas National Battlefield Park

During the review the Department of Parks, Recreation & Tourism (DPRT) encouraged the Applicant to provide bicycle and pedestrian connections in the project vicinity. Conway Robinson is a regionally-recognized destination for recreational mountain biking and hiking, and a major node on the County's developing Catharpin Greenway. A connection from the identified commuter lot, along Rt. 29 to the entrance of Conway Robinson is vital for bicycle and pedestrian connectivity in the project area and for promoting non-vehicular access to the County's parklands and greenway corridors. DPRT believes bicycle/pedestrian connectivity to the Manassas National Battlefield Park is also important but ultimately deferred to the National Parks Service and VDOT on the suitability of such a connection. Planning staff notes that Manassas National Battlefield Park is planned as a walking park, and bikes are prohibited on trails within the Park.

Proposal's Strengths

- **Maintaining Park Viewsheds:** Manassas National Battlefield Park has roughly 600,000 to 750,000 visitors annually. This is a significant tourism generator. The Applicant has worked closely with the Park to maintain Park viewsheds, and provide a seventy-foot-wide tree preservation area along the Route 29 frontage of the property, east of University Boulevard.

Proposal's Weaknesses

- **Limited Trail Provisions:** No trail is currently proposed along the property frontage east of University Boulevard. Transportation staff requests that the Applicant construct a Class I trail on the south side of Route 29 along the property's frontage located east of University Boulevard.

On balance, this application is found to be consistent with the relevant components of the Parks, Open Space and Trails 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.

The Applicant provided the following description of how their proposal will be developed in accordance with the Police Plan:

The PBD development in land bay A will be guided by Design Guidelines that will require the development to be designed to provide a safe environment by following Crime Prevention Through Environmental Design (CPTED) principles in land bay A. In addition, the entire data center will be fenced for security purposes and the site will utilize additional security components.

The CPTED principals will be utilized in land bay A as follows: Natural surveillance is to be provided by orienting the proposed commercial building front and main entrances to provide clear visibility from the eastbound side of adjacent public roads. Open design that does not create any areas of obstructed view at the main entrance is desired to keep any intruders easily observable from the near side of the highway. The proffers require the Applicant to provide 0.5-foot candle minimum maintained lighting level during darkness hours for nighttime security lighting consistent with County Police recommendations. Natural Access Control is to be provided through the open site layout, minimizing hidden areas and concealment opportunities. The mixed-use design provides monitoring of the commercial, parking, recreational facilities, parks, and surrounding areas. Excluding areas that are being maintained in their natural vegetative state, the PBD will provide for continuous and ongoing maintenance of landscaping outside of buffer and preservation areas which will minimize concealment or overgrown areas; and keeping shrubbery and trees trimmed to not interfere with security lighting and to allow common observation from the street or buildings consistent with County Police recommendations. Territorial Reinforcement is to be provided by clearly delineating those areas of the commercial and recreational use areas intended for active use by customers and patrons and to provide distinct physical separation from the natural undisturbed areas. Continuing Maintenance of the site and the proposed uses will continue the desired visibility. By trimming plant overgrowth, replacing inoperative lighting, picking up trash, painting and repairing buildings, and consistently using spaces for their intended uses, the impression of territorial control will be maintained and promote crime deterrence.

Proposal's Strengths

- **No Significant Impact:** The Police Department has reviewed the proposal and does not believe it will result in a significant impact on calls for Police service.
- **Secured Campus:** As proposed by the Applicant, a future data facility would be designed as a secure campus, with limited access, security measures, and perimeter fencing.

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 on-site from existing 18-inch water mains located along the western portion of the parcel. The developer may be required to provide an onsite looped water main configuration for increased reliability and water quality.

Depending on the final configuration of the on-site 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 onsite and offsite water utility improvements necessary to develop/utilize the subject property and satisfy requirements in accordance with all applicable Service Authority, County, and State requirements, standards, and regulations.

Proposal's Strengths

- **Water Connection:** The Applicant is required to comply with Zoning Ordinance Section 32-250.74, which mandates connection of the site to public water service. As proffered, the site shall be connected to public water, with the Applicant bearing all costs associated with providing onsite and offsite facilities to meet the demand generated by its uses.

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 from existing 10-inch force main located along the western portion of the parcel. At the time of site plan submission, a sewer study will be required to confirm the existing system has adequate capacity to receive wastewater flows from the proposed development.

The Applicant shall plan, design, and construct all onsite and offsite sanitary sewer utility improvements to develop/utilize the subject property and satisfy requirements in accordance with all applicable Service Authority, County, and State requirements, standards, and regulations.

Proposal's Strengths

- **Sewer Connection**: The Applicant is required to comply with Zoning Ordinance Section 32-250.75, which mandates connection of the site to public sewer service. As proffered, the Applicant shall connect to public sewer and is responsible for those onsite and offsite improvements.

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

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.

The following table represents the most current traffic count data and Level-of-Service (LOS) for the roads most impacted by the development:

Roadway Name	Lanes	2018 Traffic Study Daily Volumes	2015 Daily LOS
Lee Highway (Route 29)	4	16,700 vpd	B
University Boulevard (Route 840)	4	16,500 vpd	B

The Applicant provided the following description of the transportation proposal in their submitted traffic impact analysis (TIA):

The approximately 152.2-acre site is currently zoned agricultural (A-1) and is separated by University Boulevard into two parts. The development of commercial and data center uses is anticipated to be complete by 2022. Access to the development will be provided by the following access points:

- A full-access point along University Boulevard between Route 29 and the proposed I-66 express lanes (the future Park-and-Ride entrance);
- A full-access point along Route 29 between the Heathcote Boulevard and University Boulevard (the future Park-and-Ride entrance);
- A right-in access point along Route 29 between the proposed Park-and-Ride entrance on Lee Highway and University Boulevard;
- A right-in/right-out access point along Route 29 between University Boulevard and Pageland Lane; and
- A full-access point along Route 29 between the University Boulevard and Pageland Lane.

The TIA was submitted for evaluation by the Prince William County Department of Transportation and the Virginia Department of Transportation (VDOT). The TIA was accepted by VDOT on December 3, 2019.

Proposal's Strengths

- **Intersection Improvements:** The Applicant proffers intersection improvements as outlined in Proffer 1a through 1h to address the transportation impacts associated with the subject development.

Proposal's Weaknesses

- **Inadequate Trail Provisions:** The Applicant proposes a trail along the Route 29 frontage of Land Bay A, adjacent to the park and ride facility, and proposes \$125,000 towards further construction of a trail along Route 29, by others. The trail may be located on the northern side or the southern side of Lee Highway as determined by Prince William County. Transportation staff requests that the Applicant construct a Class I trail on the south side of Route 29 along the property's frontage located east of University Boulevard. The Applicant asserts that the demand for such a trail is not generated by the proposed development, and that the monetary contribution is appropriate.

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.

Materially Relevant

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): Due to the nature of the request for data center uses, additional information has been requested from Dominion regarding their ability to serve the site. This correspondence is attached to the staff report. Dominion has also stated that loading from the Haymarket Load Area accounts for about 97% of the capacity of the first two transformers being placed in the Haymarket Substation. However, the Haymarket substation is planned to contain (and being built for) a total of four transformers. The remaining two transformers will be put into service (as the need arises) to accommodate any additional load growth within the Haymarket Load Area. There is plenty of “capacity” in the transmission line and with a total build-out of the Haymarket substation.

Modifications / Waivers

The following waivers and/or modifications to the requirements of the Zoning Ordinance and the DCSM are being requested and are incorporated into this rezoning request. Below is a list of the Applicant's waivers with justification provided by the Applicant (*in italics*), followed by a staff response:

- Proffer 27(a)(i): *A modification is requested to permit a reduced buffer along Route 29 west of University Boulevard. This reduced buffer will match or exceed the buffer provided by VDOT along Route 29 and will offset the increased buffers along Route 29 east of University Boulevard and along the eastern boundary of land bay C-2 as requested by the Manassas National Battlefield Superintendent. Essentially a portion of the buffer is being relocated east of University Boulevard and along land bay C-2 to provide more protection in those areas.*

Staff Comment: Staff supports the 15-foot-wide buffer as a transition from the VDOT parking lot to the more extensive buffering proposed east of University Boulevard.

- Proffer 27(a)(ii): *This modification adds 20 feet of buffer along Route 29 east of University Boulevard for a distance much greater than the requested reduced buffer in proffer 26(a).*

Staff Comment: This “waiver” exceeds minimum requirements and staff supports the proffer.

- Proffer 27(b): *This proffer allows for a 25-foot buffer and a 25-foot planting strip along I-66 except where the substation is located. The planting strip is permitted inside the 100-foot Dominion Electric easement. The Applicant must replant any plants disturbed by Dominion Electric. The plant units must be equal to those in a 50-foot buffer. As a result, the protection anticipated is being provided through alternate compliance.*

Staff Comment: Staff does not support this waiver in full, because tree preservation is requested along I-66. The Applicant has indicated during the review that due to constraints on the site, and the required grading to implement the proposal, tree preservation along I-66 is not feasible.

- Proffer 27(c): *Due to the proximity of the planned overhead electric lines, the proposed electric substation is located in an area where buffers would normally be provided. For safety reasons, the*

Applicant is seeking a modification of the buffer around the substation and in lieu thereof has agreed to provide alternate compliance.

Staff Comment: A revised proffer has been provided that commits that in lieu of a 50-foot-wide buffer, subject to Dominion Energy Virginia (or their successors in interests) and Planning Director approval, the Applicant shall provide for landscape enhancements between the substation and Route 66 that will provide buffer treatments in the form of plant material acceptable to Dominion Energy of Virginia; and a wall, a solid fence, a berm, or a combination thereof. Staff has no objection.

- Proffer 27(d): *A modification is requested to permit a 15-foot perimeter buffer on land bay A adjacent to the commuter parking lot. This buffer will offset the increased buffers along Route 29 and the eastern boundary of land bay C-2 as requested by the Manassas National Battlefield Superintendent. Essentially a portion of the buffer is being relocated east of University Boulevard and along land bay C-2 to provide more protection in those areas.*

Staff Comment: Staff has no objection to this waiver.

- Proffer 28: *The Applicant seeks a waiver of internal buffers. Because land bays B, C-1 and C-2 will all be developed as a data center, there are no conflicting land uses in that area. Land bay A will be developed with commercial uses without any residential uses. Internal buffers in PBD zonings in areas limited to retail have been waived in other locations in recognition of the fact that those buffers are not consistent with the concept of a mixed-use project.*

Staff Comment: Staff has no objection to this waiver.

- Proffer 29: *This proffer is a modification to cap the FAR in land bays B, C-1 and C-2 to a level below the permitted FAR in areas designated for O(H) uses in order to provide protection for the Battlefield.*

Staff Comment: Staff has no objection.

- Proffer 30: *A modification of and alternate compliance is requested of the requirement for a trail along the south side of Route 29 to permit a donation for a trail at a location selected by the County but is limited as to the south side of Route 29 in order to preserve the existing vegetation adjacent to the project as requested by the Manassas National Battlefield Superintendent.*

Staff Comment: As stated in the Transportation section of this report, Transportation staff recommends that the trail be constructed along the property frontage and does not recommend approval of this waiver.

- Proffer 31: *A modification is requested to permit buildings in shopping centers to be deducted from the calculation of interior plantings to make it consistent with the requirements for other uses.*

Staff Comment: Staff has no objection.

- Proffer 32: *This modification permits uses by special use permit next to the commuter parking lot that could reduce overall trips on the surrounding roads.*

Staff Comment: Proffer 32 is not a waiver. It simply clarifies which uses require a special use permit. Staff has no objection.

- *Proffer 33: The Applicant is seeking a modification to allow, with the approval of the County, the ability to locate certain trees to be adjacent to the perimeter buffers as requested by the Manassas National Battlefield Superintendent in order to provide additional protection for the Battlefield.*

Staff Comment: Staff has no objection to approval of this waiver, because it clearly states that the relocation of plant materials are fully subject to approval by the County. Approval should be obtained at the time of final site plan, and is not guaranteed. Staff does not recommend approval of a full waiver of the interior planting requirements at the time of site plan.

- *Proffer 34: The Applicant is seeking a waiver of the trail along Pageland Lane in order to preserve existing vegetation.*

Staff Comment: This waiver should be removed and addressed with the PWC Department of Transportation at the time of final site plan, if required.

- *Proffer 35: To the extent Section 32-280.41 is applicable, the Applicant is seeking a waiver of certain provisions relating to uses and requirements that have been previously interpreted to only apply to Town Center Developments.*

Staff Comment: Staff has no objection to this waiver, which is provided as a clarification of the applicable County Code requirements.

- *Proffer 36: This proffer seeks to permit data centers and supporting facilities in land bays B, C-1 and C-2 by proffer rather than by special use permit and public facility review. This is specifically permitted by Section 32-404.05 of the Zoning Ordinance. It will preclude the need for additional applications that would duplicate the submission, analysis and public hearings that will occur as part of this rezoning. It will save on staff time and eliminate the need for multiple public hearings before the Planning Commission and Board of County Supervisors. In addition, it will permit the public, the Planning Commission and the Board of County Supervisors the ability to review the uses on the property in a more integrated and holistic fashion while permitting the same level of scrutiny, analysis and public input, as would occur with multiple special use permit applications in addition to the rezoning application. The subject property is directly across I-66 from the Data Center Overlay District. The planned electric line, which will have adequate capacity to serve the property, will be located on the property and the low intensity of the data center use will provide a use with very low trip generation and with a low activity level next to the Battlefield. The Applicant also is seeking to permit certain uses, but only with future special use permits, in land bay A that are compatible with the adjacent commuter lot and that should reduce trips on adjacent highways.*

Staff Comment: This supports this waiver, which will promote the implementation of a targeted industry use. Also, while the data center is not being approved by a special use permit, the PBD rezoning process has provided the same level of staff review, afforded the same level of public comment and public hearings, and utilized a Board adopted entitlement process. Staff is

confident that the issues are appropriately mitigated in the same way as a special use permit would have.

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 Virginia
- Manassas Regional Airport
- Manassas National Battlefield Park
- PWC Archaeologist
- PWC Fire Marshal Office
- PWC Historical Commission
- PWC Planning Office / Proffer & Zoning Administration
- PWC Police / Crime Prevention
- PWC Public Works – Watershed / Environmental / Arborist
- PWC Service Authority
- PWC Transportation
- Virginia Department of Transportation (VDOT)

MASTER ZONING PLAN
REZ 2018-00008

GAINESVILLE CROSSING
GAINESVILLE MAGISTERIAL DISTRICT
PRINCE WILLIAM COUNTY, VA

PROJECT TEAM

ARCHITECT/ENGINEER
BUCHANAN PARTNERS
201 N. BROADWAY
SUITE 300
GAINESVILLE, VA 20638

LAND ATTORNEY
MICHAEL R. VANDERPOOL
VANDERPOOL, FROSTICK & NISHANIAN, P.C.
2000 CAMDEN ST., SUITE 400
FALLS CHURCH, VIRGINIA 22030

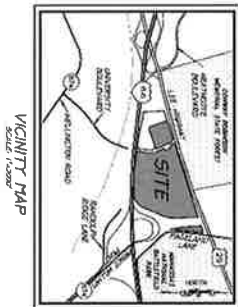
PLANNER
LESSARD DESIGN INC.
6000 LEBLANC ST., SUITE 100
VIRGINIA, VA 22030

CIVIL ENGINEER
CHRISTOPHER CONSULTANTS, LLC
4900 MAIN STREET
FOUNTAIN HILLS
MIDLAND, VA 22050

TRANSPORTATION
GORVINE / SLADE INC.
2000 LEBLANC ST., SUITE 100
VIRGINIA, VA 22030

ZONING NOTES

1. THE PROPOSED ZONING OF THE SUBJECT PROPERTY IS A-1 (RESIDENTIAL) AND IS TO BE
2. THE PROPOSED ZONING OF THE SUBJECT PROPERTY IS A-1 (RESIDENTIAL) AND IS TO BE
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14. THE PROPOSED ZONING OF THE SUBJECT PROPERTY IS A-1 (RESIDENTIAL) AND IS TO BE



SHEET INDEX:

1. COVER SHEET
- 2.0-2.4 EXISTING CONDITIONS
- 3.0-3.4 ENVIRONMENTAL CONSTRAINTS ANALYSIS
4. LAND USE PLAN
5. INFRASTRUCTURE & UTILITY PLAN
6. TRANSPORTATION PLAN
7. LANDSCAPE BUFFER PLAN

DATE OF FIRST SUBMISSION: NOVEMBER 01, 2017
DATE OF SECOND SUBMISSION: AUGUST 23, 2019
DATE OF THIRD SUBMISSION: OCTOBER 21, 2019

DATE: 10/21/19

REVISION:

PROJECT: MASTER ZONING PLAN
REZ 2018-00008

GAINESVILLE CROSSING
GAINESVILLE MAGISTERIAL DISTRICT
PRINCE WILLIAM COUNTY, VA

COVER SHEET

christopher consultants
9900 Irons Street, Suite 100, Fairfax, VA 22031
phone: 703.273.6620 fax: 703.273.6620

SCALE: 1"=500'

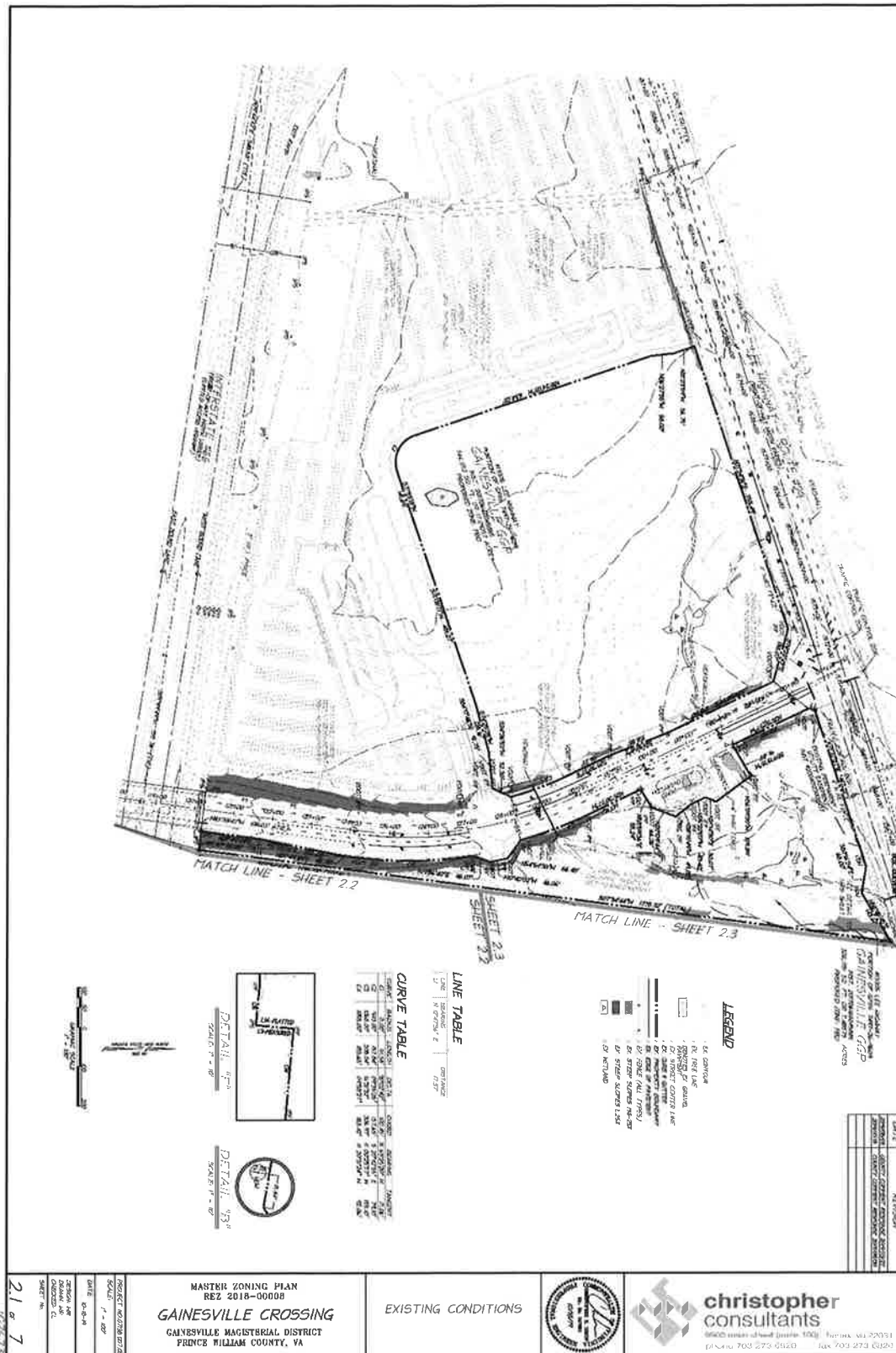
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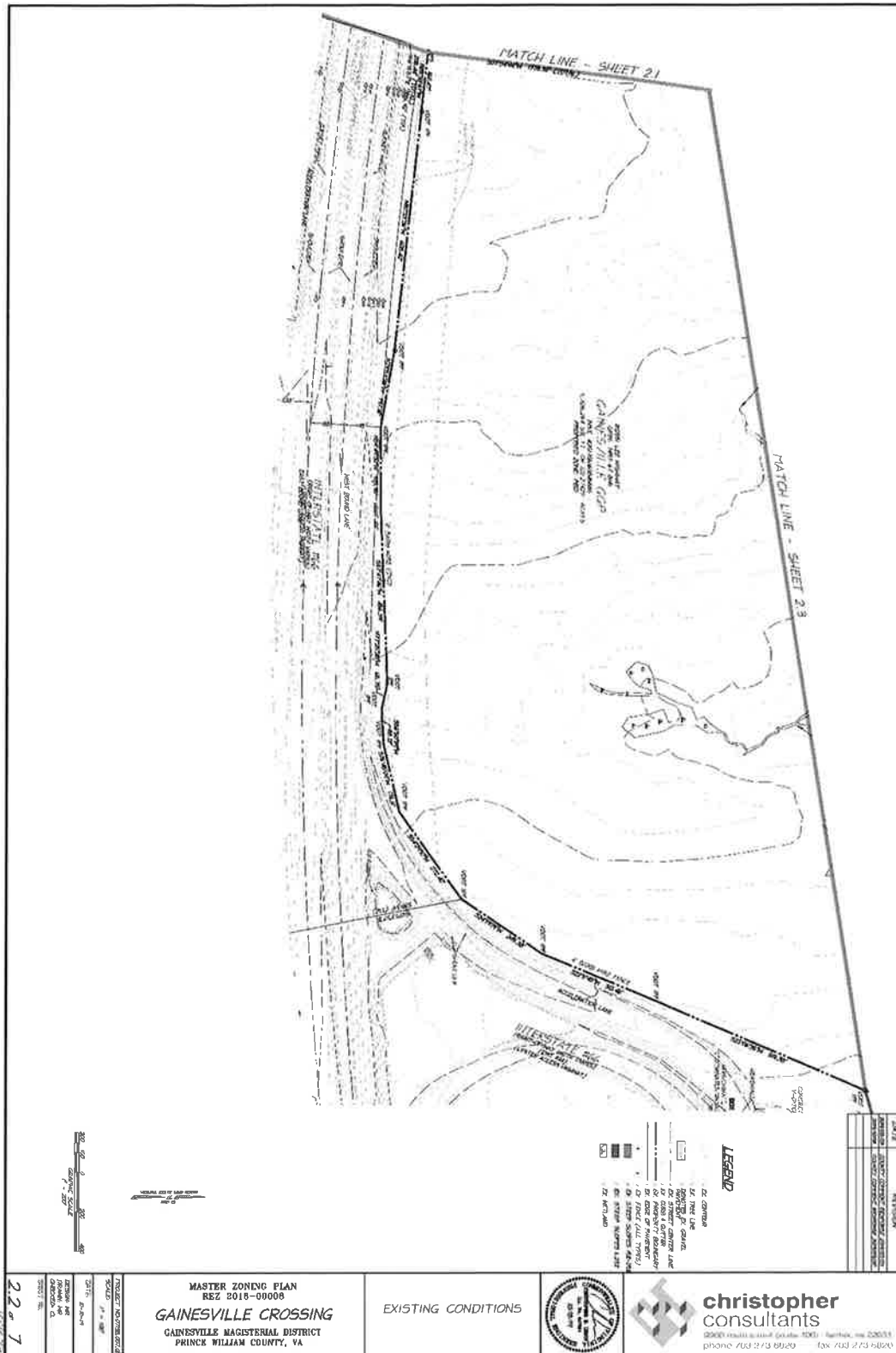
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CHECKED BY: [Name]

SHEET NO: 1 OF 7

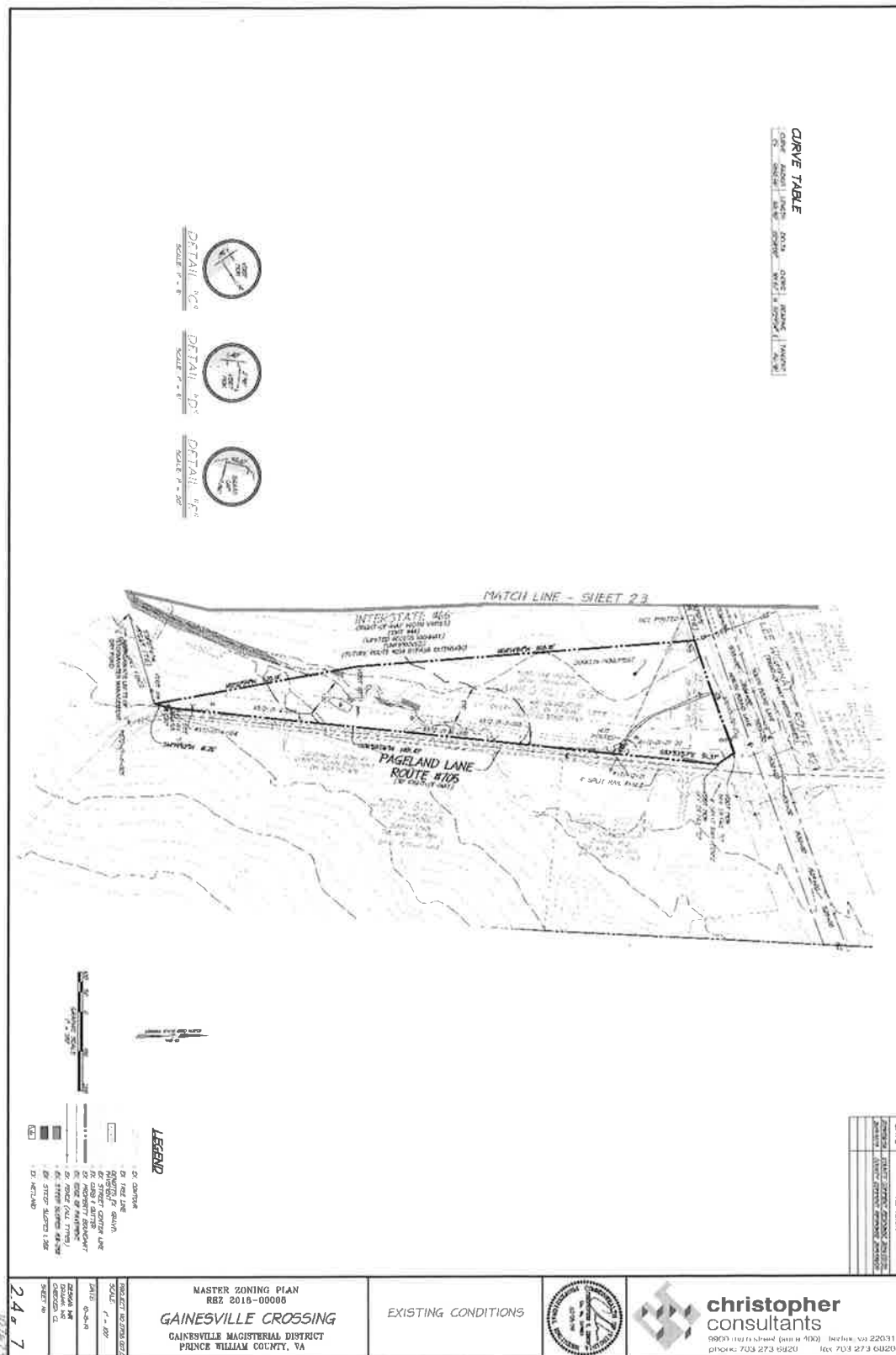




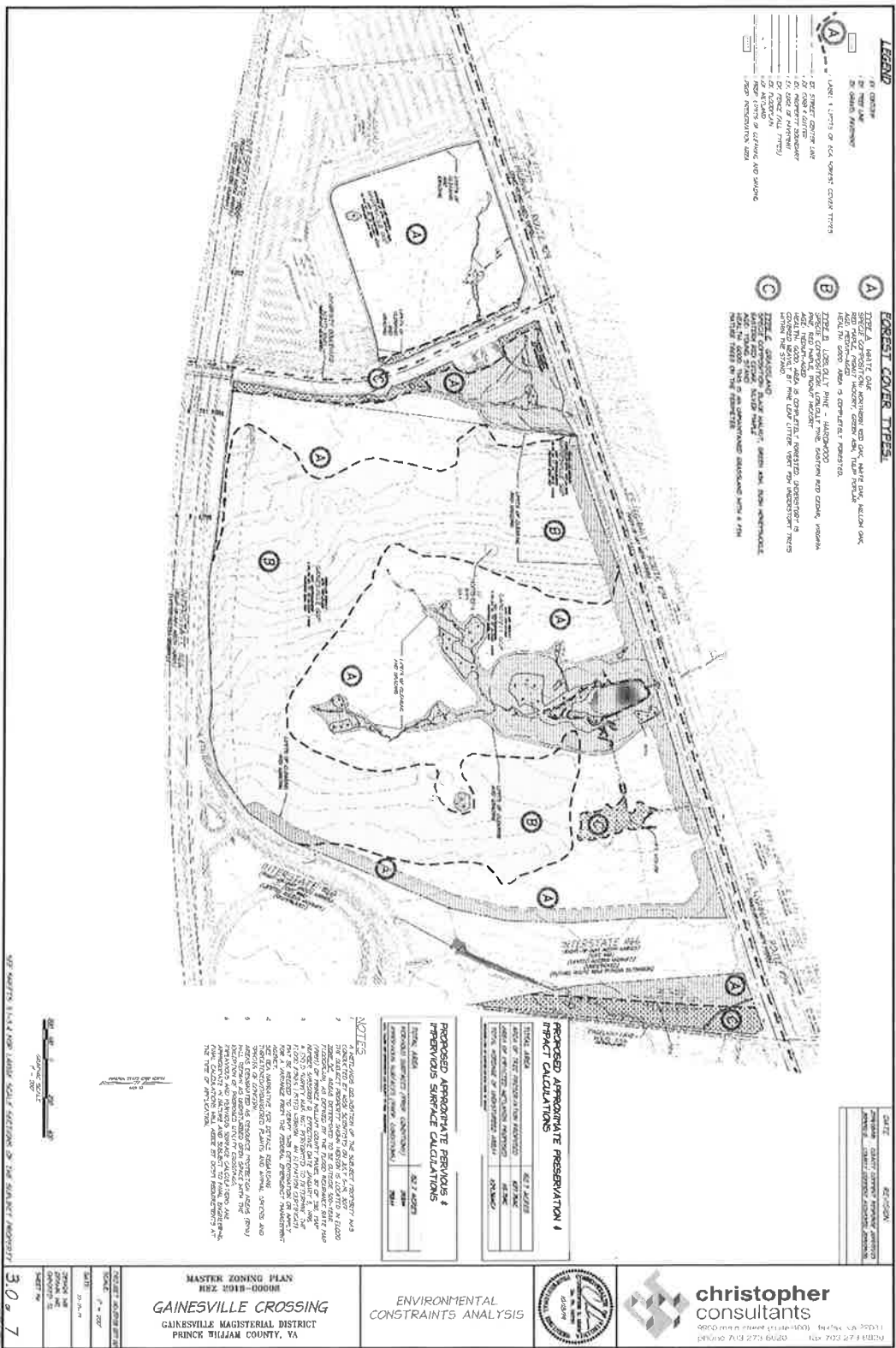


DOI: 10.1002/eqe.2497





Environmental Constraints Analysis (ECA)



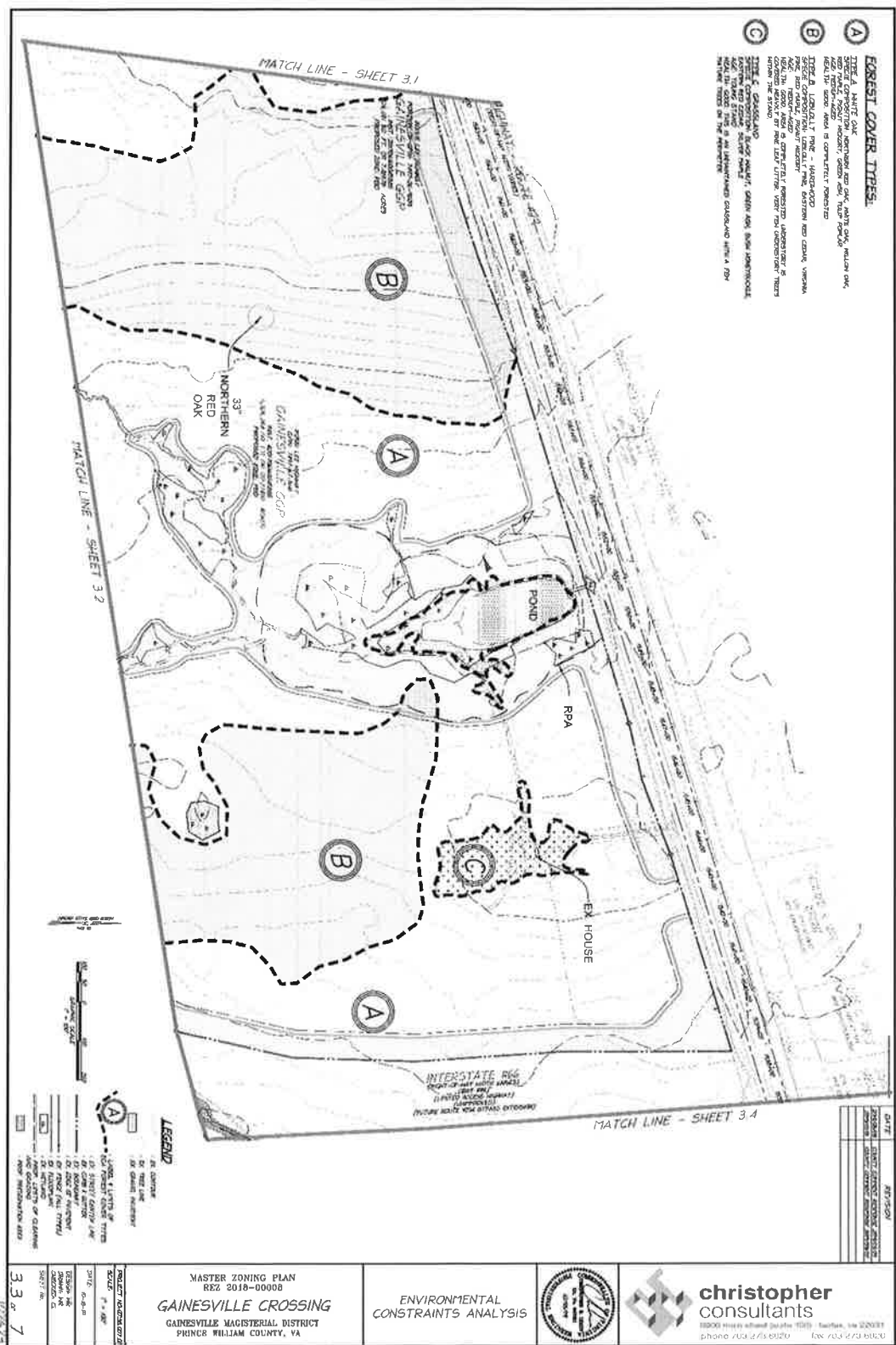
¹ Also see, e.g., [27, 28, 33, 35, 37, 38, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100, 101, 102, 103, 104, 105, 106, 107, 108, 109, 110, 111, 112, 113, 114, 115, 116, 117, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131, 132, 133, 134, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 168, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212, 213, 214, 215, 216, 217, 218, 219, 220, 221, 222, 223, 224, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253, 254, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265, 266, 267, 268, 269, 270, 271, 272, 273, 274, 275, 276, 277, 278, 279, 280, 281, 282, 283, 284, 285, 286, 287, 288, 289, 290, 291, 292, 293, 294, 295, 296, 297, 298, 299, 300, 301, 302, 303, 304, 305, 306, 307, 308, 309, 310, 311, 312, 313, 314, 315, 316, 317, 318, 319, 320, 321, 322, 323, 324, 325, 326, 327, 328, 329, 330, 331, 332, 333, 334, 335, 336, 337, 338, 339, 340, 341, 342, 343, 344, 345, 346, 347, 348, 349, 350, 351, 352, 353, 354, 355, 356, 357, 358, 359, 360, 361, 362, 363, 364, 365, 366, 367, 368, 369, 370, 371, 372, 373, 374, 375, 376, 377, 378, 379, 380, 381, 382, 383, 384, 385, 386, 387, 388, 389, 390, 391, 392, 393, 394, 395, 396, 397, 398, 399, 400, 401, 402, 403, 404, 405, 406, 407, 408, 409, 410, 411, 412, 413, 414, 415, 416, 417, 418, 419, 420, 421, 422, 423, 424, 425, 426, 427, 428, 429, 430, 431, 432, 433, 434, 435, 436, 437, 438, 439, 440, 441, 442, 443, 444, 445, 446, 447, 448, 449, 450, 451, 452, 453, 454, 455, 456, 457, 458, 459, 460, 461, 462, 463, 464, 465, 466, 467, 468, 469, 470, 471, 472, 473, 474, 475, 476, 477, 478, 479, 480, 481, 482, 483, 484, 485, 486, 487, 488, 489, 490, 491, 492, 493, 494, 495, 496, 497, 498, 499, 500, 501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 511, 512, 513, 514, 515, 516, 517, 518, 519, 520, 521, 522, 523, 524, 525, 526, 527, 528, 529, 530, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 542, 543, 544, 545, 546, 547, 548, 549, 550, 551, 552, 553, 554, 555, 556, 557, 558, 559, 560, 561, 562, 563, 564, 565, 566, 567, 568, 569, 570, 571, 572, 573, 574, 575, 576, 577, 578, 579, 580, 581, 582, 583, 584, 585, 586, 587, 588, 589, 590, 591, 592, 593, 594, 595, 596, 597, 598, 599, 600, 601, 602, 603, 604, 605, 606, 607, 608, 609, 610, 611, 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623, 624, 625, 626, 627, 628, 629, 630, 631, 632, 633, 634, 635, 636, 637, 638, 639, 640, 641, 642, 643, 644, 645, 646, 647, 648, 649, 650, 651, 652, 653, 654, 655, 656, 657, 658, 659, 660, 661, 662, 663, 664, 665, 666, 667, 668, 669, 670, 671, 672, 673, 674, 675, 676, 677, 678, 679, 680, 681, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699, 700, 701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738, 739, 740, 741, 742, 743, 744, 745, 746, 747, 748, 749, 750, 751, 752, 753, 754, 755, 756, 757, 758, 759, 760, 761, 762, 763, 764, 765, 766, 767, 768, 769, 770, 771, 772, 773, 774, 775, 776, 777, 778, 779, 780, 781, 782, 783, 784, 785, 786, 787, 788, 789, 790, 791, 792, 793, 794, 795, 796, 797, 798, 799, 800, 801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817, 818, 819, 820, 821, 822, 823, 824, 825, 826, 827, 828, 829, 830, 831, 832, 833, 834, 835, 836, 837, 838, 839, 840, 841, 842, 843, 844, 845, 846, 847, 848, 849, 850, 851, 852, 853, 854, 855, 856, 857, 858, 859, 860, 861, 862, 86



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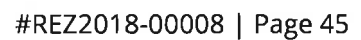


Environmental Constraints Analysis (ECA)

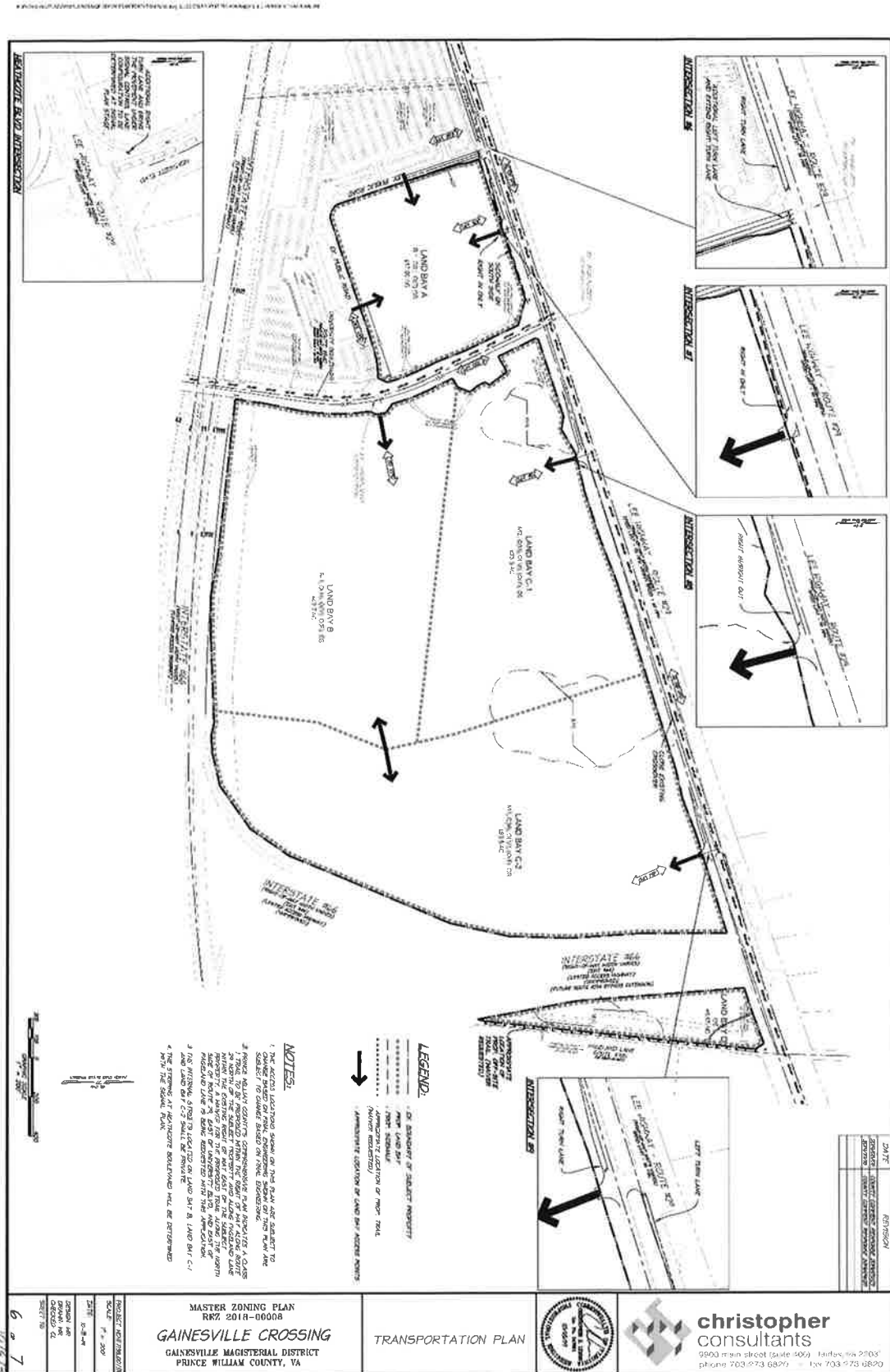


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Note: This plan is illustrative in nature and is subject to change.

GAINESVILLE CROSSING
ILLUSTRATIVE PLAN



BUCHANAN
PARTNERS

CONCEPTUAL ILLUSTRATIVE PLAN

GAINESVILLE CROSSING

PRINCE WILLIAM COUNTY
GAINESVILLE, VA

COMPILED BY 2013

A.01

SCALE: 1" = 100'





November 14, 2019

12551 LEE HIGHWAY LLC
12551 Lee Hwy
Gainesville, VA 20155

Subject: Request for Preliminary Study for Electrical Service- 127 Acre Parcel located at 12551 Lee Hwy Gainesville, VA 20155
GPIN 7497-67-8141

Gentlemen,

Pursuant to your request, Dominion Energy Virginia has performed a preliminary power study to deliver utility electric service to the subject parcel located at 12551 Lee Hwy Gainesville, VA 20155, with up to 300 MVA of utility service at this location. As a public utility, we are obligated to serve all customer power requests and have proudly done so throughout the history of our company.

Our preliminary study indicates Dominion Energy Virginia will be able to serve the first 75 MVA capacity needs from a combination of both existing and planned infrastructure. The delivery of the requested load to the site would be accomplished by using existing infrastructure adjacent to the site and extending facilities onto the site where they would terminate in a new switch and primary meter. The timeline for the first 30 MVA delivery would be 9-12 months (Q1 '21). The next 30 MVA block could be available in an additional 12 months (Q1 '22). The final 15 MVA could be available in an additional 9 months (Q4 '22). Based on current capacity and timelines, this first 75 MVA would likely be sourced out of nearby Gainesville substation. Additionally, Dominion Energy Virginia will be able to serve the future site needs from the planned infrastructure upgrade of the Haymarket transmission extension that will run across this parcel and is currently under construction. The delivery of the additional requested load to the site would be accomplished by the construction of an onsite substation that would be capable of serving 250+ MVA of capacity and fed directly off of the new transmission line where it crosses this parcel. All capacity deliveries are based on all prerequisite documents being executed and payment for associated work being received by Dominion Energy.

Please keep in mind that these timelines are based on very preliminary information, and Dominion Energy will strive to reduce the durations as much as possible as more project information becomes available. It is important to note that this information is based on the existing conditions in what is a very dynamic load area. Therefore, it is subject to change over time. The details of the delivery of service, including specific timing and costs, are based on the receipt of a completed load letter and supporting necessary documentation from the customer.

Dominion Energy is committed to delivering service to the site to support the customer's business objectives and will ensure appropriate resources are available to make this very important project successful.

Sincerely,

A handwritten signature in black ink, appearing to read "J. Blair Pritchard, Jr.", written in a cursive style.

J. Blair Pritchard, Jr.
Dominion Energy Virginia
Economic Development Market Specialist

Dominion Energy Virginia Correspondence

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



December 4, 2019

Meika F. Daus
Current Planning Manager
Prince William County Planning Office
5 County Complex Court #210
Prince William, Virginia 22192

Dear Ms. Daus,

As a public utility, we have an obligation to serve, without prejudice, any entity that requires electric service in our service territory. We take seriously our responsibilities to do so in a reliable and cost-effective manner that reasonably minimizes the impacts to the communities we serve. With that being said, the Prince William Planning Commission has requested additional information from Dominion Energy Virginia ("DEV") in response to Planning Case Number REZ2019-00008, which concerns a data center project ("Project") on what is known as the Gainesville Crossing property ("Property"). The Property is located on the south side of Lee Highway (Route 29) between its intersections with Heathcote Boulevard / I-66 Exit 43B off ramp and Pageland Lane, and is on the north side of I-66. The Property is identified on County maps as GPINs 7497-67-8141 and 7497-26-9609 (part). The Property is within our distribution and transmission service territories.

Regarding the Project, we were asked to provide and elaborate on the following:

- 1) Data from DEV engineers that confirms that no additional transmission lines will be needed to serve the Project; and,
- 2) Data on the approved and under construction transmission line from the to-be converted to 115kV #124 to the approved and under construction Haymarket Substation ("Haymarket Transmission Line"), including related to its capacity, as well as information regarding the redundancy power in this area of the Project.

Over the past few years, we have had productive, collaborative conversations with Prince William County officials about load growth and how planning for electric infrastructure works. We welcome the opportunity to continue these conversations.

Before we address the two specific requests noted above, some important background information is necessary. Federally mandated North American Electric Reliability Corporation ("NERC") Reliability Standards constitute the minimum criteria with which all public utilities must comply as components of the interstate electric transmission system. In order to maintain reliable service to customers of the Company, and to comply with these mandatory Reliability Standards, specifically FAC-001,¹ the

¹ See FAC-001-2, effective January 1, 2016 at <http://www.nerc.com/pa/Stand/Reliability%20Standards/FAC-001-2.pdf>.

Dominion Energy Virginia Correspondence

Dominion Energy Virginia · Dominion Energy North Carolina
Electric Transmission
PO Box 26666, Richmond, VA 23261
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Company's Facilities Interconnect Requirements² ("FIR") document addresses the interconnection requirements of generation, transmission, and electricity end-user facilities.

DEV's Electric Transmission Planning group performs planning studies to ensure delivery of bulk power to a continuously changing customer demand under a wide variety of operating conditions. These studies are performed in coordination with the Regional Transmission Organization (*i.e.*, PJM), and in accordance with NERC Reliability Standards. In completing these studies, the Company considers all other known generation and transmission facilities impacting the affected load area.

NERC Reliability Standard TPL-001, requirements R2, R5, and R6, require PJM, the Planning Coordinator ("PC") and Transmission Owner ("TO"), to have criteria. PJM's planning criteria outlined in Attachment D of PJM's Manual 14B requires the Company, as a TO, to follow NERC and Regional Planning Standards and criteria, as well as the TO Standards filed in DEV's FERC 715 filings. The Company's FERC 715 filing contains the DEV Transmission Planning Criteria in Exhibit A of the FIR document.

When analyzing new direct connected load, such as the proposed Project, as a Transmission Planning Engineer, it is my responsibility to ensure the Company is not in violation of any of the four major criteria taken from the sources noted above, among others:

- 1) A ring bus arrangement is required for load interconnections in excess of 100 megawatts ("MW"). (Company's FIR Section 6.2);
- 2) The amount of direct-connected load at any Substation is limited to 300 MW (Company's Transmission Planning Criteria Exhibit A, Section C.2.8);
- 3) N-1-1 contingencies load loss is limited to 300 MW (PJM Manual 14B Section 2.3.8, Attachment D, Attachment D-1, Attachment F); and,
- 4) The minimum load levels within a ten-year planning horizon for the direct interconnection to existing transmission lines is 30 MW for a 230 kV delivery (Company's FAC-001 Section 6, Load Criteria – End User).

With these considerations in mind, the below will address the County's requested information.

Haymarket Load Area

As the County is aware, and as detailed throughout the case before the State Corporation Commission ("SCC") regarding the Haymarket Transmission Line, the Company is currently in construction of that line, and the 230-34.5 kV Haymarket Substation and Heathcote Transition Station.

The Haymarket Transmission Line project ("Haymarket project") is a double circuit transmission line. That means that the right of way for the overhead and underground portion of that line will hold two 230 kV transmission lines that will loop in and out of the Haymarket Substation. Each of these lines is connected to the larger transmission grid and therefore is "networked" as part of the larger grid. The

² The Company's FIR is available at: <https://www.dominionenergy.com/library/domcom/media/large-business/selling-power-to-dominion-energy/parallel-generation-and-interconnection/facility-connection-requirements.pdf>

Dominion Energy Virginia Correspondence

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



overhead portion of the Haymarket project will be rated for 1225MVA and the underground portion rated for 1047 MVA.

The Haymarket Substation initially will be built with two 84 MVA transformers. The loading from the Haymarket Load Area (as defined in the SCC case, which includes a broader area than just the existing data center campus adjacent to the under construction Haymarket Substation) accounts for about 97% of the capacity of those two transformers, only. The Haymarket Substation, however, is planned to contain (and being built for) a total of four 84 MVA transformers, each of which has their own capacity. The remaining two transformers will be put into service (as the need arises) to accommodate any additional load growth within the Haymarket Load Area.

As part of our discussions, we have heard suggestions that there is only 3% remaining "capacity" of the Haymarket Transmission Line. That is not correct. The Haymarket Substation has a total of 300 MW of capacity (not merely the 168 MVA of transformer capacity currently planned to be installed, which capacity is being used to calculate the 97% noted above).

The Project

With the above information in mind regarding the Haymarket Transmission Line and Haymarket Substation, if the Project is approved by the Prince William County Board of Supervisors as proposed, and based on the conceptual load information from the Project developer, DEV would plan to build a 230-34.5 kV substation on the developer's property adjacent to the under construction Haymarket Transmission line. DEV would then "cut in" to the Haymarket Transmission Line to energize that substation, creating a 230 kV loop in and out of the on-Property substation. All necessary transmission and substation infrastructure for this work would be planned to be located on the Project Property or in the right of way for the Haymarket Transmission Line.

Based on the forgoing, any additional 230 kV infrastructure in the area will be needed only at such time when the combined load of Haymarket Substation, the proposed substation for the Project, and any other directly connected load to the Haymarket Transmission Line exceeds 300 MW. The timing for the need for any new 230 kV infrastructure currently is unknown as the load growth for the entirety of the area and its correlation with the Haymarket Load Area is speculation at this time.

We stress to the County that while, based solely on information known today (which is not firm from the Developer), we believe we will be able to serve the proposed Project without the need for additional transmission infrastructure beyond what is described above.

What may be necessary in the future based on firm load information from the Developer, further County economic development and 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 response to the County's request for information: it merely represents our best estimate and planning approach of what would be required to serve the proposed Project (along with the Haymarket Load Area as a whole) based on the information we have today. For example, if a new, large load customer located in or near the area of the

Dominion Energy Virginia Correspondence

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



proposed Project, such load, combined with the existing load in the area, could drive the need for additional transmission infrastructure.

In summary, based on currently available information, we believe we will be able to serve the proposed Project as described above, and that the existing and approved and under construction Haymarket Transmission Line and Haymarket Substation have sufficient capacity to support that plan. As noted, however, whether and when circumstances may change in the area of the proposed Project so as to require additional transmission infrastructure currently is not known, and this response should not be read to suggest that such infrastructure, even in the vicinity of the proposed Project, will not be necessary in the future.

We trust that this information is helpful and look forward to continuing the discussion with the county.

Sincerely,

/s/Harrison Potter

Harrison Potter
Engineer III
Electric Transmission Planning
Dominion Energy Virginia



PLANNING COMMISSION RESOLUTION

MOTION: BERRY

November 20, 2019

SECOND: TAYLOR

Regular Agenda

RES. No. 19-131

RE: REZONING #REZ2018-00008, GAINESVILLE CROSSING

ACTION: RECOMMENDED APPROVAL

WHEREAS, request to rezone ±152.7 acres from A-1, Agricultural, to PBD, Planned Business District, to allow a mix of commercial uses, and a modification to allow for by-right data centers, an electric substation, and other uses in the PBD district; and the application also includes waivers and modifications; and

WHEREAS, the site is located on the south side of Lee Hwy (Route 29) between its intersections with Heathcote Blvd/ I-66 Exit 43B off ramp and Pageland Ln, and is on the north side of I-66; and

WHEREAS, the site is identified on County maps as GPINs 7497-67-8141 and 7497-26-9609 (portion) and is currently zoned A-1, Agricultural and is located within the Airport Safety Overlay District, and the Route 29 Highway Corridor Overlay District; and

WHEREAS, the site is designated REC, Regional Employment Center, in the Comprehensive Plan; and a portion of the site located west of University Boulevard is also within the I-66/Route 29 Sector Plan; and

WHEREAS, the Prince William County Planning Commission duly ordered, advertised, and held a public hearing on November 20, 2019, at which time public testimony was received and the merits of the above-referenced case 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;

Planning Commission Resolution

November 20, 2019
Regular Meeting
RES. No. 19-131
Page 2

NOW, THEREFORE, BE IT RESOLVED that the Prince William County Planning Commission does hereby close the public hearing, accept Alternative A, and recommend approval of Rezoning #REZ2018-00008, Gainesville Crossing, subject to proffers dated, November 8, 2019, with a condition that the following be addressed prior to a hearing with the Board of County Supervisors:

- Between now and the time this case goes to the BOCS, Dominion will provide data from Dominion Power engineers that shows that no additional transmission lines will be needed for this project. In addition, Dominion needs to show their back-up redundancy to this particular power grid/substation at Haymarket and Gainesville Crossing.

Votes:

Ayes: Berry, Fry, Haynes, Milne, Moses-Nedd, Taylor

Nays: Holley, McKay

Absent from Vote: None

Absent from Meeting: None

Abstain from Vote: None

MOTION PASSED

Attest:

Jennifer Dorcsis
Clerk to the Planning Commission



PRINCE WILLIAM
COUNTY

Gainesville Crossing #REZ2018-00008

Gainesville Magisterial District

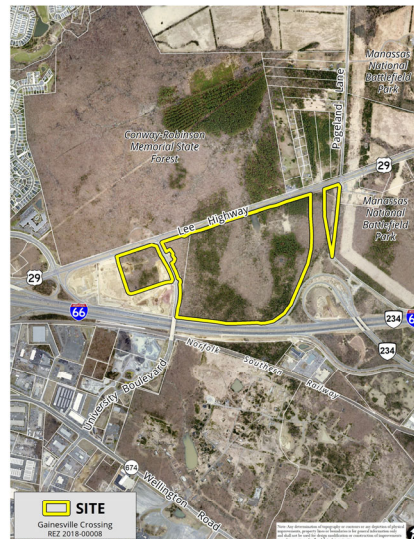
Meika F. Daus, AICP
Planning Office

Gainesville Crossing #REZ2018-00008

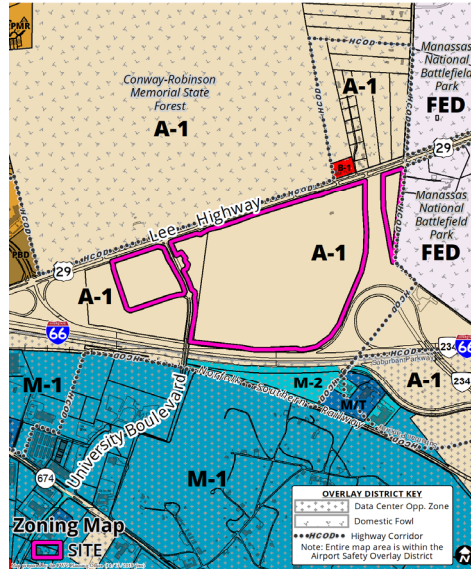


PRINCE WILLIAM
COUNTY

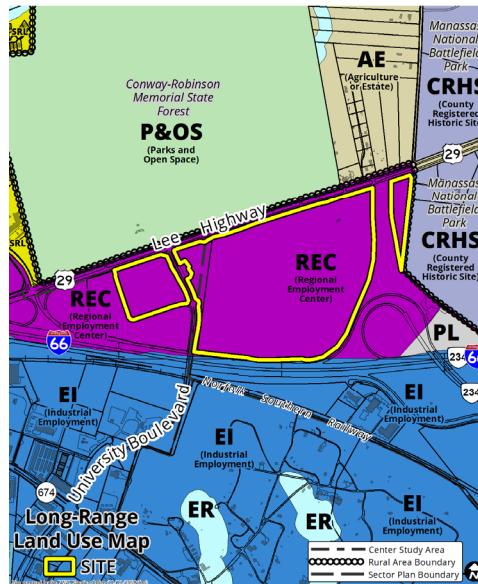
- **REZ Request** – To rezone ±152.7 acres from A-1, Agricultural, to PBD, Planned Business District, to allow a mix of commercial uses, and a modification to allow for by-right data centers, an electric substation, and other uses in the PBD district. The application also includes waivers and modifications.
- **Location** – On the south side of Lee Hwy (Route 29) between its intersections with Heathcote Blvd/ I-66 Exit 43B off ramp and Pageland Ln, and is on the north side of I-66.
- **Staff Recommendation** – Approval



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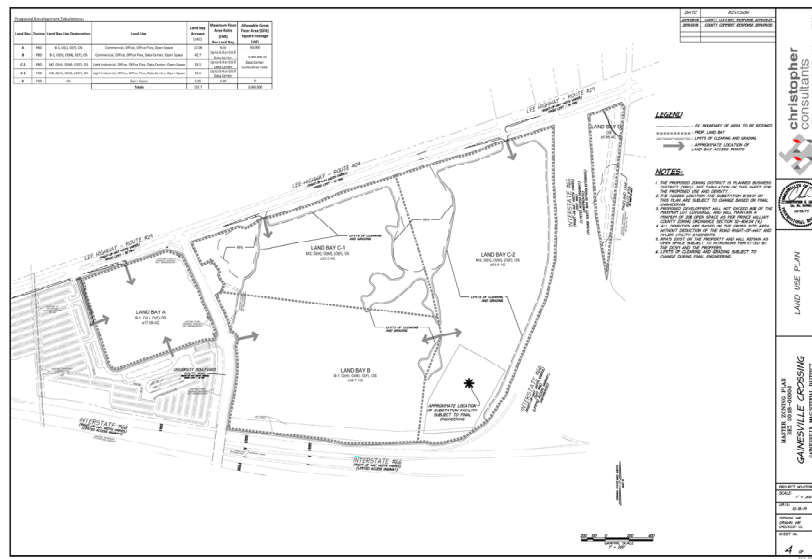


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Uses/Features	Existing	Proposed
Zoning	A-1, Agricultural	PBD, Planned Business District
Use(s)	Vacant	Uses allowed in the B-1, General Business; O(H), Office High-Rise; O(M), Office Mid-Rise; O(L), Office Low-Rise; O/F, Office/Flex, and M-2, Light-Industrial, districts, as proffered. A minimum of sixty-five percent (65%) of the gross square footage of all buildings located on the property will be for employment uses
	Required / Allowed in PBD Zoning District;	Provided / Proposed with PBD Zoning District;
REZ area	Minimum 15 acres	±152.7 acres
Open Space	20% minimum	20% minimum
Floor Area Ratio (FAR)	Varies, up to 1.25	Varies, up to 0.6
Maximum Height	Varies, up to 100 feet	Varies, but restricted by land bay to protect viewsheds from Manassas National Battlefield Park. May not exceed Zoning Ordinance maximums.

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Note: This plan is illustrative in nature and is subject to change.

GAINESVILLE CROSSING
ILLUSTRATIVE PLAN

Bowman
CONSULTING

Gainesville Crossing #REZ2018-00008



Data Center Uses with Rezoning

- Review coordinated with the Manassas National Battlefield Park.
- Applicant will work collaboratively with the Battlefield through the site plan process.
- Commitments to data center design guidelines.
- Building heights for the data center uses are limited based on a balloon study.
- Buffer widths to screen the uses have been negotiated.



subject to change.

GAINESVILLE CROSSING
ILLUSTRATIVE PLAN

Gainesville Crossing #REZ2018-00008



Rezoning Process	Special Use Permit Process
Application Submitted	Application Submitted
Staff and Agency Review	Staff and Agency Review
Recommendations Provided to Applicant	Recommendations Provided to Applicant
Revised Plans Submitted	Revised Plans Submitted
Planning Commission Public Hearing	Planning Commission Public Hearing
Board of County Supervisors Public Hearing	Board of County Supervisors Public Hearing
Negotiated Proffers	Conditions

Gainesville Crossing #REZ2018-00008



Planning Commission Recommendation: Approval subject to proffers dated November 8, 2019, with the condition that additional information from Dominion be provided.

Planning Office Recommendation: Approval of Rezoning #REZ2018-00008, Gainesville Crossing, subject to revised proffers dated November 25, 2019, for the following reasons:

- ❖ Implements the REC, Regional Employment Center, designation.
- ❖ Enables the delivery of a targeted industry use.
- ❖ Directly implements key elements of the Strategic Plan.
- ❖ The data center use has been appropriately mitigated through the PBD rezoning process.