



PLANNING COMMISSION RESOLUTION

MOTION:

November 8, 2023

SECOND:

Regular Meeting

RES. No. 23-xxx

**RE: REZONING #REZ2022-00033, DIGITAL GATEWAY SOUTH
GAINESVILLE MAGISTERIAL DISTRICT**

ACTION: RECOMMEND DENIAL

WHEREAS, this is a request to rezone ±342 acres (collectively “Property” or “Properties”) from A-1, Agricultural Zoning District, to PBD, Planned Business District, using the O(M), Office Mid-Rise District, to allow for data centers and ancillary and secondary uses; and public facilities, including electric substations. The request is for a maximum of 3.7 million square feet of gross floor area (“GFA”) with ancillary and secondary uses limited to a maximum of 10 percent (10%) of the total GFA in each building which includes such ancillary and secondary uses. The application also includes associated waivers and modifications. The proposed floor area ratio (“FAR”) for the Property is no greater than an overall 0.25 FAR; and

WHEREAS, the Properties are generally located on both the east and the west side of Pageland Lane, to the north and northwest of Manassas National Battlefield Park, north and northeast of Conway Robinson Memorial State Forest, east of Heritage Hunt Golf and Country Club, and approximately ½ mile north of Route 29/Lee Highway. The Properties are identified on County maps as GPINs 7498-42-6117, 7498-51-1835, 7498-74-6800, 7498-74-3579, 7498-83-1842, 7498-83-1869, 7498-83-6698, 7498-93-5350, 7498-94-5907, 7498-93-7484, 7498-84-6051, 7498-85-3325, 7498-85-7316, 7498-94-1180, and 7598-13-2096; and

WHEREAS, the Properties are designated I-3, T/F Technology/Flex with a T-3 Transect for density purposes (“I-3”); POS, Parks and Open Space (“POS”); and CRHS, County Registered Historic Site (“CRHS”) in the Comprehensive Plan and are located within the Airport Safety Overlay District and Domestic Fowl Overlay District. A portion of the Property is located within the ERPO, Environmental Resource Protection Overlay. The Properties are also subject to the Comprehensive Plan Amendment, CPA2021-00004, PW Digital Gateway; and

WHEREAS, the Properties are zoned A-1, Agriculture, and are partially within the Environmental Resource Protection Area Overlay District, Resource Protection Overlay District, portions of the property are located within the Airport Safety Overlay District and Domestic Fowl Overlay District; and

WHEREAS, County staff reviewed the subject application and recommends that the Planning Commission recommend denial for the reasons stated in the staff report; and

WHEREAS, the Prince William County Planning Commission duly ordered, advertised, and held a public hearing on November 8, 2023, 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 finds that public necessity, convenience, general welfare, and good zoning practice are served by recommending denial of this request;

NOW, THEREFORE, BE IT RESOLVED that the Prince William County Planning Commission does hereby close the public hearing and recommends denial of rezoning, #REZ2022-00033, Digital Gateway South, subject to proffers dated August 25, 2023.

ATTACHMENT: Proffer Statement, dated August 25, 2023

Votes:

Ayes:

Nays:

Abstain from Vote:

Absent from Vote:

Absent from Meeting:

MOTION CARRIED

Attest:

Aholibama Pena
Clerk to the Planning Commission

QTS – PW DIGITAL GATEWAY SOUTH PROFFER STATEMENT

RE: REZ2022-00033, Digital Gateway South (the “Application”)

“Owners”: Page Synder, Trustee; Pageland Farm Associates; Nicole Scolaro; Kenneth Bland; Phyllis Thompson, Trustee Thomas F. Thompson and Phyllis W. Thompson; Mary Ann Ghadban, Trustee Thomas C. Ackerly, Jr.; Thomas Underwood, Trustee

“Applicant”: GW Acquisitions Co., LLC c/o QTS Data Centers

“Property”: GPIN Nos. 7498-42-6117, 7498-51-1835, 7498-74-6800, 7498-74-3579, 7498-83-1842, 7498-83-1869, 7498-83-6698, 7498-93-5350, 7498-94-5907, 7498-93-7484, 7498-84-6051, 7498-85-3325, 7498-85-7316, 7498-94-1180 and 7598-13-2096 (the “Property”)
Gainesville Magisterial District
±342 acres
A-1, Agricultural to PBD, Planned Business District

Date: August 25, 2023

The undersigned hereby proffers that the use and development of the Property shall be in substantial conformance with the following conditions and which shall supersede all other proffers and conditions made prior hereto with respect to the Property. In the event the referenced rezoning is not granted as applied for by the Applicant, these proffers shall be withdrawn and shall be 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 the portion of the site served by the improvement, unless otherwise specified. The term “Applicant”, as referenced herein, shall include within its meaning all current and future fee owners, successors in interest and assigns of the Property.

References in this Proffer Statement to plans and exhibits as binding on the Applicant are limited to the following as described in these Proffers, with all other plans and exhibits provided for illustrative purposes only:

1. Master Zoning Plan (the “MZP”) prepared by IMEG Corp., entitled “Digital Gateway South”, dated February 28, 2022 last revised August 25, 2023, consisting of the following sheets:
 - i. Cover Sheet
 - ii. Master Zoning Plan (Sheets 02 and 03)
 - iii. Green Infrastructure Plan (Sheets 04 and 05)
 - iv. Infrastructure Plan (Sheet 06)
2. Exhibit A: Transportation Infrastructure Improvements Concept Plan & Phasing, prepared by Gorove/Slade dated January 19, 2023 and revised through August 14, 2023
3. Exhibit B: “Prince William Digital Gateway Master Corridor Plan, prepared by LandDesign, dated January 2023 and revised August 2023 (the “MCP”)
4. Exhibit C: Building Section 2 Story Concept and Rooftop Plan View
5. Exhibit D: Substation screening, depictions and examples.

USES AND SITE DEVELOPMENT

1. Master Zoning Plan: The Property shall be developed in substantial conformance with the MZP, subject to minor modifications permitted by the Prince William County Zoning Ordinance (the “Zoning Ordinance”) and as further described in this Proffer Statement.
2. Prohibited Uses: Except as set forth hereafter, the uses identified in Section 32-404.03(2) and Section 32-280.41(1) of the Zoning Ordinance shall be prohibited. The following uses as identified in Section 32-402.31, Section 32-402.32 and Section 32-402.22 of the Zoning Ordinance shall also be prohibited:
 - a. Alarm systems operations, office.
 - b. Business school.
 - c. College, university or seminary.
 - d. Computer and network services.
 - e. Hospital.

- f. Hotel, motel, or short-term lodging.
- g. Institute for special education and training.
- h. Medical care facility, specialized.
- i. Medical or dental laboratory.
- j. Medical or dental office and clinic.
- k. Neighborhood retail and fulfillment center, up to 30,000 square feet in gross floor area.
- l. Private school (no boarding).
- m. Religious institution with related facilities (excluding cemeteries).
- n. Recycling collection points, subject to the standards in section 32-250.84.
- o. Research and development (non-HAZMAT).
- p. Trade or convention center.
- q. Trade, technical or vocational school.
- r. Adult day care facility.
- s. Art gallery (private).
- t. Barber shop, beautician studio, or tanning salon.
- u. Commercial artist or photographer's studio.
- v. Fraternity, sorority, secondary to college, university or seminary (on campus only).
- w. Helistop.
- x. Hotel.
- y. Live entertainment in accordance with the provisions of section 32-400.15.
- z. Office equipment sales, lease and service.
- aa. Optical and eye care facility.
- bb. Retail store.
- cc. School of special instruction.
- dd. Travel Agency.
- ee. Bus station, commercial.
- ff. Continuing care retirement community.
- gg. Heliport, secondary only.
- hh. Helipad.
- ii. Solar energy facility.
- jj. Taxi or limousine dispatching.
- kk. Veterinary hospital.

3. Use Parameters: Pursuant to Section 32-404.05 of the Zoning Ordinance, the Applicant's use of the Property is limited to the following, provided that use and occupancy of any existing agricultural activities, dwelling units and structures located on the Property may continue until the same is removed or replaced in accordance with these Proffers. Ancillary, secondary uses shall be limited to those listed as 3.c. through 3.i below and shall be limited to a maximum of ten percent (10%) of the total gross floor area for each building which includes such uses. Ancillary, secondary uses shall be limited to those listed as 3.c. through 3.h. below and shall be limited to a maximum of ten percent (10%) of the total gross floor area for each building which includes such uses. Cultural arts center (outdoor) listed as 3.i. shall be limited to the Park and Unfinished Railroad Area in Land Bay B as shown on the MZP. Pursuant to § 32-201.12(a)(2) of the Zoning Ordinance, the MZP constitutes a Plan of Development within the meaning of Va. Code Ann. § 15.2-2232 and § 15.2-2286(a)(8), the public facilities identified on the MZP are deemed approved and not subject to separate public facilities review and determination or Special Use Permit. Should the location and/or extent of a public facility changes, or a new public facility added, and such facility is determined not to be in substantial conformance with the MZP and these Proffers, then the change and/or addition shall be permitted upon approval of a separate Public Facility Review without a requirement to amend the MZP or these Proffers.
- a. Data centers;
 - b. Public facilities including, but not limited to, streets, parks and electric substations;
 - c. Office, provided that such facilities are for the use of employees and/or contractors and visitors of employees and/or contractors to the buildings comprising the Development;
 - d. Cafeteria/lunchroom/snack bar/automat, restaurants, and restaurants (carry-out), provided that such facilities are for the use of employees and/or contractors and visitors of employees and/or contractors to the buildings comprising the Development;

- e. Recreation facility commercial (indoor), and recreation facility for employees provided that such facilities are for the use of employees and/or contractors and visitors of employees and/or contractors to the buildings comprising the Development;
 - f. Childcare facility and any associated outdoor play area, provided that such facilities are for the use of employees and/or contractors and visitors of employees and/or contractors to the buildings comprising the Development;
 - g. Event Center/Meeting Hall, provided that such facilities are primarily for the use of employees and/or contractors and visitors of employees and/or contractors to the buildings comprising the Development;
 - h. Recording Studio, provided that such facilities are primarily for the use of employees and/or contractors and visitors of employees and/or contractors to the buildings comprising the Development; and
 - i. Cultural arts center (outdoor only) (as defined below) (collectively, the “Approved Uses”).
4. Land Bays. For all purposes associated with its development and use, the Property shall be divided into four (4) Land Bays (each a “Land Bay”) as shown on Sheets 02, 03, 04, and 05 of the MZP. The Applicant may adjust the boundaries and acreage of one or more Land Bays, as part of final site plan approval, by up to 10% of the land area of each such Land Bay.
5. Floor Area Ratio: The Applicant shall develop the Property with data centers, parking, and other uses and structures as set forth in these Proffers (collectively, the “Development”), at no greater than an overall 0.25 floor area ratio (“FAR”). For purposes of these Proffers, 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 and public parks.

- a. Tabulation. As part of each final site plan submitted for the Property, the Applicant shall provide a tabulation indicating the development status of the Property to include a listing of all building(s) constructed to date and their associated gross floor area (“GFA”) and relationship to the overall maximum permitted FAR.
6. Interim Development. Pursuant to Section 32-404.05.1 of the Zoning Ordinance, the Applicant may develop by-right any portion of the Property with parking lots and/or staging areas necessary for site construction, with approval of a final site plan.
7. Height:
 - a. For purposes of this Proffer, the term “Building Height” shall include the building rooftop and parapets and/or screening walls that screen rooftop mechanical equipment. Buildings shall be limited to up to two stories. Illustrative examples of a two-story building section is depicted in Exhibit C attached to these proffers. The maximum Building Height shall be permitted and limited as follows:
 1. Buildings in Land Bay A shall not exceed a maximum building height of sixty feet (60’) measured from finished slab, nor shall buildings exceed three hundred and sixty-two feet (362’) above mean sea level. The lesser of the two measurements shall dictate the maximum building height.
 2. Buildings in Land Bay B shall not exceed a maximum building height of sixty feet (60’) measured from finished slab, nor shall buildings exceed three hundred and forty-nine feet (349’) above mean sea level. The lesser of the two measurements shall dictate the maximum building height..
 3. Buildings in Land Bay C exceed a maximum building height of sixty feet (60’) measured from finished slab, nor shall buildings exceed three hundred and eighty-six feet (386’) above mean sea level. The lesser of the two measurements shall dictate the maximum building height.

4. Land Bay D shall be developed as an Electric Infrastructure Area as addressed below in Proffer 46.
 - b. Each building may include one elevator penthouse which (i) may be up to, but no more than, ten (10) feet above the building height up to 70 feet and (ii) may not consist of more than two (2) percent of the total square footage of the entire building roof area shown in Exhibit C.
 - c. Prior to requesting a building permit release letter from Development Services, the Applicant shall submit building elevations to ensure compliance with this Proffer.
8. Federal Aviation Administration. The Applicant shall obtain approval from the FAA prior to final site plan approval for buildings whose height is subject to approval by the Federal Aviation Administration (the “FAA”). The Applicant shall provide documentation to Development Services demonstrating receipt of such FAA approvals concurrently with the submission of each applicable building permit application.
9. Construction Impact Management. The Applicant shall undertake actions to address anticipated impacts of construction, which shall include the following:
 - a. Pre-Construction Information Distribution. Prior to the commencement of construction, the Applicant shall distribute written information to the homeowner’s associations or boards of Heritage Hunt and Catharpin Valley Estates, a representative from the Virginia Department of Forestry on behalf of Conway Robinson State Forest and the Manassas National Battlefield Park (“MNBP”) Superintendent regarding planned construction activities for the Development. The information shall include: (a) the anticipated phasing of construction, (b) a preliminary schedule for each phase of construction, (c) a preliminary plan for the routing of construction vehicles, and (d) planned measures to minimize off-site dirt and debris in accordance with applicable law. In addition, the Applicant shall provide the name, email address, and telephone number of a contact person responsible for managing construction activities on the Property to the Planning Director and the Gainesville District Supervisor’s Office prior to the commencement of construction on each building(s).

- b. Construction Hours. Outdoor construction activities, including deliveries, on the Property shall occur only between the hours of 7:00 am to 9:00 pm Monday through Friday and 9:00 am to 9:00 pm on Saturday. The Applicant shall inform all contractors and subcontractors of the permitted hours of construction and reduce the use of outdoor construction site lighting outside of the designated construction activity hours. The Applicant shall post signs identifying such construction hours at all construction entrances on the Property.
- c. Construction Truck Routing. The Applicant shall prepare a plan for the routing of construction trucks, in accordance with applicable law. The Applicant shall provide such plan to the Virginia Department of Transportation (“VDOT”), Prince William County Department of Transportation (“PWCDOT”), the homeowner’s associations or boards of Heritage Hunt and Catharpin Valley Estates, a representative from the Virginia Department of Forestry on behalf of Conway Robinson State Forest Park and the Manassas National Battlefield Park Superintendent prior to the commencement of construction. The Applicant shall inform all contractors and subcontractors of the plan for the routing of construction trucks and shall post signs identifying such construction truck routes at all construction entrances on the Property.

CULTURAL RESOURCES

10. Phase I, Phase II, Mitigation Plan, Phase III.

- a. Phase I. The Applicant has completed and submitted a Phase I Archeological Survey and Phase I Historic Architecture Survey of the Property to evaluate/update previous investigations of the Property (the “Phase I Study”). Based on the results of that evaluation, the Applicant agrees to retain the services of a third-party historical or cultural resources firm and conduct one or more Phase II investigations of the Property as recommended by the Phase I Study (the “Phase II Study”).

- b. Phase II. In the event the findings of the Phase I survey indicate that a Phase II Archeological Evaluation (the “Phase II Study”) is warranted, the Applicant shall conduct such Phase II Study on identified sites and resources. The Applicant shall submit the results of the Phase II Study with the first submission of the final site plan for any Land Bay or portion thereof for which such a study is required. A qualified professional shall be hired by the Applicant to conduct all Phase II excavations. All Phase II scopes of work shall be approved by the Planning Director or designee. Three (3) copies of the draft Phase II Study documenting the results and recommendations of the archaeological evaluation shall be submitted to the Planning Office for review, comment and approval concurrent with any relevant, impacted site plan. The qualified professional, the archeological testing and the reports 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*. Final Phase II reports shall be submitted in quantities, formats and media as requested by the County Archeologist.
- a. In addition to the Phase I survey recommendations, the Applicant shall conduct Phase II Studies of Sites 076-0137 (Pageland II), 44PW0580, and 44PW0593 as documented in the *Phase I Archaeological Survey, QTS Manassas Digital Gateway, Prince William County, Virginia Project No. 0630223 dated April 10, 2023*. Additionally, the Applicant shall conduct a Phase II Study of Sites 076-0137 and 076-5190 and as documented in the *Phase I Historic Architecture Survey, QTS Manassas Digital Gateway, Prince William County, Virginia Project No. 0630223 dated April 14, 2023*. The Applicant shall submit the results of these Phase II Studies with the first submission of the final site plan of the affected Land Bay or portion thereof. A qualified professional shall be hired by the Applicant to conduct all excavations. The Phase II scope of work shall be approved by the Planning Director or designee. Three (3) copies of the draft Phase II Study documenting the results and recommendations of the archaeological evaluation shall be submitted to the Planning Office for review, comment and approval concurrent with any relevant, impacted site plan. The qualified professional, the archaeological testing and the reports 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*. Final Phase

II reports shall be submitted in quantities, formats and media as requested by the County Archaeologist.

- c. Mitigation Plan. In the event the Phase II Study finds an archeology site to be significant and such site shall be disturbed by construction, the Applicant shall initiate mitigation of the archeology 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, the Applicant shall prepare a mitigation plan for approval by the Planning Director or designee, and such approval shall be based on the mitigation plan meeting 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 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>). If a County mitigation plan is required, its stipulations shall be completed prior to final site plan approval for each Land Bay where the mitigation plan is applicable. Final mitigation 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.
 - d. Phase III. In the event the findings of the Phase II survey indicate that a Phase III Archeological Evaluation (the "Phase III Study") is warranted, the Applicant shall conduct such Phase III Study on identified sites and resources. The Applicant shall either pursue preservation in place and/or conduct a Phase III data recovery excavation and thereafter process any artifacts recovered from the Property, including completing interpretations and additional analyses of such artifacts (the "Phase III Recovery"). Data recovery must be carried out by a qualified archeologist and as approved by the Planning Director or designee.
11. Curation. The Applicant shall curate with the County all artifacts, field records, laboratory records, photographic records, and other records recovered and produced as a result of the investigations and excavations undertaken in connection with the Phase I Study, the Phase II Study and, as applicable, the Mitigation Plan, or any Phase III Recovery. Any artifacts, field records, laboratory records, photographic records, and other record generated from the investigations and/or excavations that the County

requests to receive from the Applicant shall be turned over to the County within three (3) months following completion of the final report or prior to the commencement of ground disturbance for the specific area or site, whichever is first in time. 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. The Applicant shall pay to the County a curation fee identical to VDHR's curation fee at the time of delivery to the County. Ownership of all records submitted for curation shall be transferred to the County with a letter of gift. If curation as described in this Proffer is necessary, the Applicant shall complete such curation prior to final site plan approval or any Land Bay(s) where curation is undertaken. Compliance shall be demonstrated by a written confirmation from the County Archaeologist prior site plan approval for a given Land Bay or section of a Land Bay.

12. Temporary Protection of Archeology Sites and Cemeteries. The Applicant shall erect a protective fence that is either a tree-save fence, six-foot tall temporary chain link fence, or other fence of a similar quality around archeology sites that shall be preserved, archeology sites that require additional work as outlined in Proffer 10, and all cemeteries. Such temporary fencing shall remain in place until ground disturbance activities contiguous to such resources have concluded. Conclusion of the contiguous ground disturbing activities shall be confirmed through the Applicant's (or its consulting engineers) letter to the County Archeologist prior to protective fence removal.
13. County Archeology Research. For any archeology site selected to be preserved by the Applicant, the Applicant shall permit the County to conduct archeological research, at the County's own expense, on those preserved sites. All excavations and research shall not be performed until after final site plan approval and shall be coordinated with the Applicant so as not to affect the Applicant's business needs and implementation timeline, which shall include, but may not be limited to, the processing of site and construction permits, the site work schedule, Pageland Lane improvements schedule, and security needs. The results of the research will be shared with the Applicant prior to releasing the information to the public.
14. On-Site Archeological Monitoring During Grading Activities. During initial construction rough grading and excavation activities, the Applicant shall provide an on-site

archeologist, reasonably acceptable to the Director of Planning, who will inspect areas of high and moderate potential for underground cultural resources to be found, as the topsoil is removed to identify any historically significant structures or graves (“features”) that might be uncovered. The County Archeologist or his/her designee shall be offered the opportunity to accompany the aforesaid on-site archeologist.

15. Civil War Cemetery Study. Prior to site plan approval, the Applicant shall provide a study, conducted by a qualified specialist utilizing ground penetrating radar technology or mechanical scraping, of an area 50 feet in width measured from the proposed limits of clearing and grading around any known Civil War cemetery on the Property, for the purpose of determining whether there are Civil War soldiers gravesites within the said area. The results of said study shall be provided to the Prince William County Planning Department.
16. Unanticipated Discovery of Cultural Resources or Human Remains. Prior to the issuance of final site construction permits, the Applicant shall submit an approved Unanticipated Discovery Plan (“UDP”) prepared by a third-party historical or cultural resources firm. The UDP shall include the procedures and protocols that will be used by the Applicant’s employees, contractors, and subcontractors if there is an unanticipated discovery of archaeological material or human graves/remains during construction. The UDP shall be sent to the County Archeologist, County Cemetery Preservation Coordinator, and the Virginia Department of Historic Resources (“VDHR”) for review and approval no later than at the time of first final site plan submission for the Property.
17. Reinterment of Human Remains. If the Applicant discovers human remains during any land disturbance activities, the Applicant shall follow the procedures and protocols contained in the UDP and comply with all applicable federal and state laws regarding the protection, evaluation, removal and reinterment of human remains. In addition, a specific disinterment and reburial plan shall be prepared by a third-party historical or cultural resources firm based on the circumstances of the particular location and condition of any human burial(s) that are discovered. The disinterment and reburial plan shall be submitted to the County Archeologist, County Cemetery Preservation Coordinator, and VDHR for review and comment prior to the continuation of land disturbance in the affected location. If the reinterment of human remains is

recommended on the Property, such reinterment shall occur in a location that is mutually deemed appropriate by the Applicant, the County Archeologist and VDHR. If consented to by the American Battlefield Trust, any land owned by the American Battlefield Trust and contiguous to MNBP shall be included as one of the locations considered for reinterment.

18. Preservation of Cemeteries. Prior to final site plan approval for grading or development in the vicinity of each of the known cemeteries identified on the MZP and located on the Property, the Applicant must delineate the boundaries of and thereafter preserve each cemetery in accordance with the standards of Section 32-250.110 of the Zoning Ordinance (Preservation of Existing Cemeteries). The perimeter of each cemetery must be clearly marked with protective fencing in accordance with Sections 32-250.110 of the Zoning Ordinance. In addition, the Applicant shall:

- a. Grant an access easement for family members and descendants of deceased persons buried at each such cemetery (consistent with governing Commonwealth of Virginia State guidelines). Such easement shall be shown on a plat and associated deed, and site plan as part of the relevant site plan approval for the land containing such cemetery.
- b. Erect a permanent sign providing the name of the cemetery
- c. Provide a 50' preservation area around the three delineated cemeteries (Settle and Davis), with the first 25' to be an undisturbed area and the next 25' to consist either of a modified Type B buffer (with the same plant unit count as a 30' buffer), or use the meaningful, significant, healthy existing vegetation. Buffering of the second 25' will need to be approved by the Virginia Department of Historic Resources ("VDHR"), or the Applicant shall implement a 50' undisturbed area, as typically required by VDHR. Furthermore, if buffering within the second 25' is permitted by VDHR, the buffering should be as follows:

Phillips Cemetery

- First 25' – Undisturbed
- Second 25' – Retain the meaningful, significant, healthy vegetation within the 50' perimeter. The Applicant shall work with and meet the County Archaeologist or his/her designee in the field and walk the area to identify and propose to retain as

much of the healthy vegetation as possible. Where there are cleared areas within the second 25', if VDHR allows, the Applicant shall commit to a modified Type B buffer (with the same plant unit count as a 30' buffer).

19. Avoidance Area in Land Bay B. The Applicant shall avoid ground disturbance and grading in the area adjacent to the Unfinished Railroad as delineated on Sheet 02 of the MZP.
20. Boundary Tree. The Applicant has identified a Boundary Tree that may date back to the Civil War, located in an area adjoining the southern corner of Land Bay D as depicted on Sheet 05 of the MZP. To protect and recognize this important historical and community asset, the Applicant shall design and install a plaque or similar commemorative signage in the vicinity of the Boundary Tree in consultation with the Department of Interior, Prince William County Historical Commission and the County's Department of Parks, Recreation and Tourism. The final design and location of the commemorative signage shall be sent to the consulting agencies listed above for review and approval at the time of first site plan submittal of Land Bay C. Notwithstanding the foregoing, in the event the Applicant is unable to reach agreement with Department of Interior, Prince William County Historical Commission and the County's Department of Parks, Recreation and Tourism after not less than three (3) meetings or ninety (90) days of the initial consultation, the Applicant may proceed with a final design and location selected in its sole discretion and install the same as set forth in this Proffer. The Applicant shall install/complete the commemorative signage prior to the issuance of the first occupancy permit or its equivalent for the first building on Land Bay D.
21. Portions of Land Bay D within the MNBP Legislative Boundary. Concurrent with the approval of the first site plan on Land Bay D, the Applicant shall dedicate the approximately nine (9) acres in Land Bay D contiguous to MNBP to the U.S. Department of the Interior shown as "Manassas Battlefield Park Legislative Boundary" on the MZP, contingent upon National Parks Service and/or U.S. Department of Interior acceptance of this portion of the Property. Alternatively, if the Department of Interior declines to accept this area, the Applicant will offer this nine-acre site to Prince William County's Department of Parks, Recreation and Tourism.

COMMUNITY DESIGN

22. Architecture and Building Materials. The quality and character of the architectural design for the Development shall be in substantial conformance with the building elevations shown on Page 36 of the MCP. Exterior building materials for the Development shall include, but is not limited to, a minimum of three of the following materials: brick, masonry/stone, aluminum, steel, glass, precast concrete, metal paneling, cementitious paneling, composite insulated panels, vinyl windows, and/or aluminum windows, provided that final architectural details, roofs, and accents may include other materials as approved by the Planning Director, as permitted in Section 32-700.30 of the Zoning Ordinance. Compliance with this Proffer shall be evidenced with the submission of building elevations for review and approval two (2) weeks prior to issuance of a building permit release letter.

a. Principal Building Facades Visible from Public Right of Way.

1. Building Façade Materials. The principal building facades of any data center building(s) (which does not include facades of structures or enclosures for an electric substation) constructed on the Property that are visible from public road right-of-way shall avoid the use of undifferentiated surfaces by including at least three (3) of the following design elements: 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.
2. Building Façade Design. Principal building facades as defined in this proffer shall include at least three of the following design elements:
 1. Variations in building height in accordance with Proffer 7;
 2. Building step-backs or recesses;
 3. Fenestration;
 4. Change in building material, pattern, texture and/or color; or
 5. Use of accent materials.

3. Security booths/accessory structures. The architectural design of 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. Non-Reflective and Earth Tone Façade Colors. For all building facades, the Applicant shall provide non-reflective and earth tone façade colors on all building facades, including, but not limited to, earth tone grey, brown, or green. The Applicant has separately submitted proposed, appropriate color palettes satisfying this requirement to Prince William County, chosen from a color palette that is mutually deemed appropriate by the Applicant and Planning Director or designee. The building elevations as shown on Pages 36 and 37 of the MCP depict facades in Munsell Gley 2.6 and 2.7 as previously approved by the Planning Director. The Planning Director may approve other colors for buildings to which this proffer applies, provided the Applicant demonstrates they shall facilitate the ability for the building facade to blend into the tree line or the façade shall be screened by other buildings. The Applicant shall limit any branded and trademarked company identity banners/signage that are part of the façade and façade accent colors to a maximum of 30 percent of each applicable front façade and a maximum of 15 percent of each applicable side façade. The building facades shall be submitted to Development Services two weeks prior to the issuance of a building permit release letter.
- c. Land Bay D Screening. The Applicant shall create and maintain a Type ‘C’ Buffer (Alternate 2) for portions of the southern and western property lines of Land Bay D contiguous to MNBPs as shown on Sheet 3 of the MZP. The Type ‘C’ Buffer (Alternate 2) in Land Bay D shall consist of a minimum of 50 feet in depth/width from the common property line and consist of at least two (2) rows of evergreen plantings that shall be a minimum of twelve (12) feet in height at the time of initial planting. The Applicant shall implement the initial plantings at the time of the first site plan submittal for Land Bay C or D, or portion thereof, provided that the Applicant may, due to weather or other conditions and with the concurrence of the Director of Public Works, defer installation of all or portions of the evergreen plantings to the next available planting season to provide a better chance for its long-term survival. The Applicant shall implement a maintenance

and tree replacement plan which shall last over the course of three (3) consecutive years following initial installation of the plant material.

23. Building Footprints. The Applicant shall design the layout of buildings in each Land Bay in general conformance with the illustrative QTS Land Bays shown on pages 40 through 45 of the MCP with respect to (i) the general orientation of the building(s) located in the “Development Area” for each Land Bay as shown on the MZP; (ii) the general locations of points of access to each Land Bay and accompanying pedestrian and vehicular circulation to and from the “Development Area” for each Land Bay; and (iii) the extent of the LOD within each Land Bay as more particularly set forth in these Proffers. The Applicant reserves the right to adjust the number of buildings and dimensions of each building from those represented by the illustrative concepts, provided that such changes are otherwise in general conformance with the MZP and these Proffers.
24. Rooftop Mechanical Equipment Screening. The Applicant shall screen or enclose all rooftop mechanical equipment.
25. Ground Level Mechanical Equipment Screening. The Applicant shall screen ground level mechanical equipment not screened by a principal building, topography, or vegetation which is visible from MNBP, Heritage Hunt, other adjacent land planned and zoned for residential use, adjacent land planned and zoned for agricultural use or public road rights-of-way. Such screening shall utilize a visually solid fence, screen wall or panel (louvers shall be permitted for air flow and circulation), or other visually solid screen that shall be constructed with materials and colors compatible with those used in the exterior construction of the principal building. Ground-level mechanical equipment located in a manner found to have no adverse impact on MNBP, Heritage Hunt, other adjacent land planned and zoned for residential use, adjacent land planned and zoned for agricultural use or public road right-of-way, as determined by the Planning Director or designee, shall not be required to be screened.
26. Dumpster Locations. The Applicant shall screen any dumpsters that are visible from public road rights-of-way or surrounding non-data center properties using materials that are architecturally compatible with the building(s) they serve.

27. Security Fences, Gates and Cameras. The Applicant may separately fence data center buildings in each Land Bay and may employ additional security measures such as, but not limited to, the use of surveillance cameras, inspection lanes, guard houses and similar facilities. With the exception of construction fencing used during construction of each applicable building and/or Land Bay, the design of any security fence shall include black steel or other metal, provided that chain link fencing or barbed wire fencing is prohibited along public street frontages. Security fencing shall not be located within any required buffer yards or Tree Save Area (as defined below).

28. On-site Lighting.

- a. All freestanding streetlights shall have a maximum height of thirty feet (30') and shall have fixtures that direct light downward and inward.
- b. All freestanding lighting for open, off-street parking areas shall have a maximum height of twenty-four (24) feet in height and shall be shielded and directed downward.
- c. 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, but allow for sufficient lighting for security and safety purposes.
- d. All on-site lighting shall utilize full cut-off fixtures and shall be energy-saving smart lights or incorporate automatic shut-off to conserve energy.

**LANDSCAPE. OPEN SPACE, LIMITS OF DISTURBANCE AND TREE
PRESERVATION**

29. Master Landscape Plan. The Applicant shall submit a master landscape plan that provides for a coordinated and consistent pattern of landscape throughout the Development and along Pageland Lane (the "Master Landscape Plan"). The Master Landscape Plan shall be in substantial conformance with the landscape framework and

landscape typologies depicted on Pages 22 through 31 in the MCP.

- a. Master Landscape Plan Review and Approval Process. The Applicant shall submit a Master Landscape Plan for review and approval by the Planning Director within six (6) months of approval of the first rezoning application for the Property. The Applicant may make adjustments to the tree species within the plant palettes, fence design and location, and/or the type of landscape typology depicted for a specific section of Pageland Lane, provided the modifications result in a similar quality, quantity, size and character of landscape plantings and materials as shown on the MCP. The Applicant shall also submit the Master Landscape Plan to the County Archeologist, County Arborist, MNBP, Conway Robinson State Forest, Heritage Hunt and Catharpin Valley Estates for review and comment. Following receipt of the Master Landscape Plan, the County Archeologist, County Arborist, MNBP, Conway Robinson State Forest, Heritage Hunt and Catharpin Valley Estates shall have sixty (60) days to provide comments to the Applicant. Notwithstanding the foregoing, in the event the Applicant is unable to obtain approval from the Planning Director after up to four (4) meetings or one hundred and twenty (120) days of the initial submittal, the Applicant's Master Landscape Plan shall be deemed approved. The Applicant reserves the right to modify the Master Landscape Plan for individual buildings and/or Land Bays as part of final engineering and building design for each building and/or Land Bay, or as part of the final design and engineering of the Pageland Lane transportation improvements, provided such modifications provide a similar quality, quantity and character of landscape plantings and materials as shown on the Master Landscape Plan.
- b. Master Landscape Plan Implementation. The Applicant shall implement the Master Landscape Plan in phases based on the Applicant's order of construction and staging requirements, provided that the Applicant may, due to weather or other conditions and with the concurrence if the Director of Public Works or designee, defer installation of all or portions of the required landscape to the next available planting season to provide an increased chance for its long-term

survival. The Applicant shall provide design details for the Master Landscape Plan as part of final site plan approval for each building and/or Land Bay. The Applicant shall use predominantly native or acclimated, regionally appropriate species that are considered non-invasive as determined by the Virginia Department of Conservation and Recreation Native Plant Finder for plantings and landscape materials throughout the Development. The Applicant also shall incorporate native pollinator plantings consisting of shrubs, perennials, and ornamental grasses incorporated into required and/or enhanced landscape on the Property to provide nectar or pollen during all four flowering periods.

30. Soil Compaction. Upon completion of initial, rough grading for each building(s), the Applicant shall conduct, in consultation with the Watershed Management Branch Site Inspector, one or more Agronomic Soil Fertility Analyses by a reputable, certified, agronomic soils laboratory and develop and implement specifications for amending and/or correcting the sampled soil conditions prior to installation of new plantings. The Applicant shall incorporate applicable note(s) into each applicable final site plan stating that the Applicant and/or contractor will be responsible for coordinating with the Watershed Management Branch Site Inspector for the development and implementation of specifications related to amending and/or correcting the sampled soil conditions prior to installation of new plantings.
31. Soils in Landscape Areas. To facilitate adequate expansion of tree and shrub roots to support healthy plants, all landscape areas inclusive of parking lot islands and buffers that shall be landscaped and which have been subject to pavement and/or compaction shall have, prior to planting: a) removal of all foreign materials (asphalt, concrete, rock, gravel, debris, etc.) and the soil loosened to a depth appropriate for planned vegetation, and b) a top dressing of 4" to 6" of clean topsoil provided when recommended by soil testing data results. This topsoil shall be a loam, sandy loam, clay loam, silt loam, or sandy clay loam. The topsoil shall not be a mixture of or contain contrasting textured subsoils. The topsoil shall contain less than 5% by volume of cinders, stones, slag, coarse fragments, sticks, roots, trash, or other materials larger than 1" in diameter and shall not contain gravel. The topsoil shall contain a minimum of 5% natural fine organic matter, such as leaf mold, peat moss, etc. Areas to receive this remediation shall be clearly shown on the final

site/subdivision plan. Once rough grading has been accomplished, and prior to commencing soil preparation operations (amendments, fertilizers, etc.), soil samples shall be taken from representative areas and below grade depths of the project site. Locations and depths to gather the representative soil samples shall be accomplished by the contractor under direction of the landscape architect.

32. Maintenance of Landscape and Facilities. The Applicant and/or subsequent owner of each Land Bay or building shall provide for continuous and ongoing maintenance of landscape to minimize concealment or overgrown areas, provide non-native species control, keep 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. The maintenance per this Proffer 29 shall exclude Tree Preservation Areas as shown on the MZP.
33. Open Space. The Applicant shall develop the Property such that, upon completion of the Development on the Property and the Property subject to REZ2022-00032 (the "Properties"), at least forty percent (40%) of the Properties comprise open space as more particularly defined and set forth below. Such open space shall be comprised of three (3) separate types: (i) Protected Open Space (as defined below); (ii) open space under or over existing and/or future major utility easements greater than sixty feet (60') in width ("Major Utility Easements"); and (iii) open space areas within each "Development Area" as shown on the MZP (items (i), (ii), and (iii) collectively being the "Development Open Space"). For the purpose of clarity, the Development Open Space is to be calculated cumulatively across the Properties and not within individual Land Bays or each individual Property, or portions thereof. As part of each building site plan submitted for the Properties, the Applicant shall provide a tabulation showing the acreage and percentage of Open Space and Protected Open Space (as defined below) established or approved to date on the Properties, inclusive of any Open Space to be provided in connection with the pending site plan to demonstrate compliance with this Proffer.
- a. Protected Open Space. The Applicant shall provide a minimum of thirty percent (30%) Protected Open Space on the Properties upon completion of the entire Development of the Properties. The Applicant shall designate on each site plan for the Properties areas that are to be maintained and/or established as Protected Open Space within such Land Bays or portions thereof. In no event

shall any permitted encroachments on/in areas designated as Protected Open Space (as set forth in Proffer 34 below) reduce the Applicant's obligation to achieve thirty percent (30%) Protected Open Space on the Properties. Protected Open Space shall be comprised of:

- i.) "Natural Open Space" as defined in Article 1 of the Zoning Ordinance. The Applicant shall identify areas of Natural Open Space on each site plan and, prior to final bond release for the portion of the Property shown on the site plan, either record a covenant or easement against the area designated as Natural Open Space or convey such area to a Property Owners Association with a restriction on its future use to public uses or utilities requiring a public facilities review pursuant to VA Code Section 15.2-2232, or for public or private amenities either shown on the approved site plan or as may be permitted pursuant to DCSM Sections 740 through 742. The easement or covenant or Property Owners Association documents, as applicable, shall include a requirement for perpetual maintenance of the Natural Open Space consistent with DCSM standards;
- ii.) "Restored Open Space" consisting of areas disturbed prior to or during the construction of the Development that the Applicant restores to native or acclimated (non-invasive), regionally appropriate forest ("Reforestation"), supplemental landscape areas (as shown on the MZP), pollinator meadows (as defined in Proffer 33), perimeter or roadway or internal buffers and/or wetlands, which shall be protected from further disturbance except as provided herein; and
- iii) Environmental Resource Areas consisting of Federal Emergency Management Agency (FEMA) floodplain, FEMA Flood Hazard or natural 100-year floodplains as defined by the DCSM, Chesapeake Bay Resource Protection Areas, wetlands, areas of 25% or greater slopes, areas with 15% or greater slopes in conjunction with soils with severe limitations, areas of marine clays, public water supply sources, and critically erodible shorelines and streambanks as may be present on the Property.

- b.) Pollinator Meadow. The Applicant shall include a minimum of ten percent (10%) Pollinator Meadow within its designated seeded pervious areas as shown on the MZP of the Properties (the “Seeded Pervious Area”). Plant unit species in the Pollinator Meadow shall be limited to a combination of shrubs, ornamental grasses, and perennials that will provide nectar and/or pollen sources during all four flowering periods (spring, early summer, late summer, fall). The pollinator plant species shall consist of one hundred percent (100%) Virginia native species, with an emphasis on Northern Virginia native species. Any created Pollinator Meadow shall be maintained by the Applicant or successor property owners association or other entity to include protection from pesticides, replanting or reseeding as needed to assure long-term native pollinator plant diversity. The Applicant shall limit any mowing of the Pollinator Meadow to times of each year when plants are not in flower. The Applicant shall designate on each final site plan areas that are to be maintained and/or established as Pollinator Meadows. Subject to Dominion Energy’s approval, the Applicant may install Pollinator Meadow under the existing Dominion Transmission Line Easement as shown on the MZPs of the Properties (the “Existing Power Line Easement”). If the Applicant is unable to secure approval from Dominion Energy for the Pollinator Meadow, this shall not preclude the Applicant’s ability to provide utility easement plantings set forth in Proffer 29.c. below.
- c.) Open Space Under or On Top of Major Utility Easements. The Applicant may provide plantings in open space under or on top of Major Utility Easements in accordance with the requirements of the applicable utility providers; and
- d.) Open Space areas within the “Development Areas” on the MZP. Open Space areas within the “Development Areas” on the MZP shall include, but are not limited to, lawns, decorative plantings, walkways, sidewalks, and landscaped islands.
- e.) Modifications to Location of Open Space. As part of final site plan approval, the Applicant may adjust the location and dimensions of Open Space from that shown

on the MZP, provided the Applicant provides the minimum percentages/acreage of (i) Open Space (40%) and (ii) Protected Open Space (30%) upon completion of the Development on the Properties.

34. Limits of Disturbance. The Applicant shall develop the Property in substantial conformance with the Limits of Disturbance (“LOD”) as shown on the MZP, provided that the Applicant may conduct land disturbing activities outside the LOD pursuant to the limitations set forth below:

- a. Demolition and Removal of Existing Structures and Driveways Outside the LOD and Slated for Removal. The Applicant shall demolish and remove existing structures (such as to-be-vacated houses, structures, driveways, etc.) on the Property that fall outside of the LOD identified for removal on the final site plan for the Land Bay or portion thereof and/or building where such structures or driveways are located. Following completion of the demolition and/or removal, the Applicant shall replant with grasses, reforest and/or landscape in accordance with the applicable Master Landscape Plan approved for the Land Bay or portion thereof and/or building in which such area is located. All such structures and driveways shall be disposed of properly in accordance with applicable County, state and federal laws, ordinances and regulations.
- b. LOD Encroachments Not Impacting Resource Protection Areas (“RPA”). Notwithstanding the provisions of this proffer, the Applicant may conduct land disturbance outside the LOD in areas of the Property not constituting RPA as part of final design and engineering for each Land Bay or portion thereof and/or building or to accommodate tree preservation requirements. The Applicant shall, as part of final site plan approval for the area impacted by the encroachment, quantify the extent of such encroachment and provide a 1:1 replacement of any trees impacted by the encroachment(s) elsewhere on the Property. The Applicant shall make a good faith effort to fulfill the 1:1 tree replacement within the same Land Bay; however, if this cannot be accommodated, the Applicant shall provide for the replacement trees on or in another Land Bay on the Property. The final location and species of tree for such 1:1 tree replacement is subject to review and consultation with the Department of Environmental Management and shall be shown on the final site plan submittal for the affected building and/or Land Bay.

- c. LOD Encroachments Permitted by the DCSM. The Applicant shall conduct any land disturbance outside of the LOD pursuant to Sections 740 through 742 of the DCSM, as may be amended, including:
1. Passive Recreation Facilities. The Applicant may install and maintain passive recreation facilities to include trails, fencing, lighting, pathways, supplemental landscape benches, tables, or other similar facilities for the purposes of creating and promoting a cohesive environment for employees of and visitors to the Development (collectively, the “Site Amenities”) outside of the LOD in accordance with the standards of the DCSM.
 2. Utilities. The Applicant may install wet and dry utilities, such as water/sewer lines, natural gas lines, fiber optic and telephone transmission lines, underground telecommunications and cable television lines outside the LOD in accordance with the standards of the DCSM. The Applicant shall use good faith, best efforts to coordinate with and encourage all applicable utility providers (Dominion Energy, NOVEC, Washington Gas, etc.) to (i) locate dry utility connections, electric transmission lines, and electric distribution lines running to/from the electric transmission lines and substations outside of Protected Open Space areas and the Wildlife Corridor except for minimal, perpendicular crossings and (ii) to collocate such utility connections to minimize disruption of such land disturbances outside of the LOD.
 3. Stormwater Management Facilities/BMPs. The Applicant may provide stormwater outfall (including pond outfall pipes), wetlands, wetlands mitigation, stream restoration and supplemental plantings outside the LOD in accordance with the standards of the DCSM.
 4. Public and Private Roadways. The Applicant shall be permitted to construct public and private roads and driveways outside of the LOD in accordance with the standards of the DCSM.

5. Dead, dying trees, noxious vegetation. The Applicant may remove dead or dying trees and noxious vegetation outside the LOD in accordance with the standards of the DCSM.

35. Reforestation. The Applicant shall provide reforestation in accordance with these Proffers and in the locations shown as “Reforestation Area” on the MZP; provided, however, that the Applicant reserves the right to modify and/or relocate the reforestation locations as part of PIP and/or final site plan approval, that the changes are otherwise in conformance with the MZP.

- a. Reforestation Plan. As part of each PIP and/or final site plan containing a reforestation area, the Applicant shall submit a reforestation plan, prepared by a Certified Arborist, Urban Forester, or Landscape Architect, in accordance with the reforestation standards as set forth in DCSM Section 802.21.E and shall provide plantings at a density at a minimum of four hundred and fifty (450) trees per acre, seedlings twelve (12) to eighteen (18) inches in height, and a combination of overstory and understory species indigenous to Virginia in accordance with the reforestation standards of the DCSM. Such Reforestation Plan shall also include the maintenance and restocking provisions, concurrent with the development of the building(s) or improvements on such PIP and/or final site plan for the applicable Land Bay or portion thereof. Protective tubes shall not be required as part of the Applicant’s reforestation efforts pursuant to this Proffer.
- b. Reforestation Bond. Prior to approval of each PIP and/or final site plan containing a reforestation area for the applicable Land Bay or portion thereof, the Applicant shall post a bond (the “Reforestation Bond”) with the County in an amount sufficient to cover the cost of implementing the Reforestation Plan.
- c. Two-Year Reforestation Maintenance Plan. As part of the Reforestation Plan, the Applicant shall include a maintenance plan (the “Reforestation Maintenance Plan”), which shall last over the course of two (2) consecutive years following initial installation of the plant material in accordance with the Reforestation Plan (the “Reforestation Maintenance Period”) To protect against potential

damage to such plantings during land disturbance activities, the Applicant shall commence planting following completion of land disturbing activities on each Land Bay or portion thereof on which such plantings shall be located. The Reforestation Maintenance Plan shall include a minimum of two (2) treatments using mechanical, chemical, or a combination of treatment techniques, with yearly monitoring conducted by the Applicant and the County Arborist before such treatment occurs. At the end of the Reforestation Maintenance Period, the Applicant and the County Arborist shall conduct an inspection to verify that a minimum of seventy five percent (75%) of the initial planting pursuant to the Reforestation Plan has been established. In the event that seventy five percent (75%) or more of the initial planting is determined to have been established at the time of such inspection, the Reforestation Bond shall be released. In the event that less than seventy five percent (75%) of the initial planting has been established at the time of such inspection, the Applicant shall conduct a one-time supplemental planting to achieve the full stocking identified in the Reforestation Plan, and, thereafter, upon satisfactory completion of such supplemental planting, the reforestation bond shall be released.

36. Land Erosion and Siltation During Construction. The Applicant shall provide enhanced erosion control measures beyond current Design and Construction Standards Manual (the “DCSM”) during construction. Such measures may include, but are not limited to, the use of the polymer polyacrylamide (PAM) to reduce turbidity, construction phasing, larger sediment basins, and two-layer erosion controls for areas close to environmentally sensitive areas, such as along stream valleys, wetlands and steep slopes, as appropriate to site conditions. The enhanced erosion control measures shall be finalized with each applicable submitted site plan.
37. Tree Preservation Plan. The Applicant shall develop a tree preservation plan (the “Tree Preservation Plan”) to govern the means and methods by which the Applicant shall preserve trees outside of the LOD in the portion of the Development shown on such site plan (“the Tree Save Areas”). The Tree Preservation Plan shall be provided to the County Arborist for review and approval prior to each final site plan approval. The Tree Preservation Plan shall be in accordance with the elements outlined in the DCSM Plan Selection Guide, Paragraph III. All tree preservation measures shall be clearly identified,

labeled, and detailed on the erosion and sediment control plan sheets and Tree Preservation Plan.

38. Implementation of Tree Save Areas.

- a. Tree Preservation/Pre-construction Meeting: Prior to the commencement of grading work on each land bay, the Applicant shall retain the services of a certified arborist or registered consulting arborist (also known as the “Project Arborist”) and conduct a pre-construction meeting with the Prince William County Public Works’ Watershed Management Branch’s Site Inspector to review the LOD, the Tree Preservation Plan as defined in Proffer 37 and any Site Amenities as defined in Proffer 34 to be installed by the Applicant as part of the construction of the Development. Prior to such pre-construction meeting, the Applicant shall flag or cause to have flagged the LOD for the Development and the designated Tree Save Area with a continuous line of flagging representing the approved limits of clearing and grading for areas to be disturbed and the Tree Save Area(s) areas that are to remain in their forested condition. Minor adjustments to the LOD may be made as a result of this inspection with concurrence of the Applicant and County Inspector. The Applicant must adhere to any adjustments in the LOD approved as part of such pre-construction meeting.
- b. Site Monitoring. The Applicant’s Project Arborist shall be present on site and monitor clearing, root pruning, tree protection fence installation, and any other work conducted within or adjacent to the boundaries of Tree Save Area(s) during implementation of the Phase 1 erosion and sediment control plan approved with each final site plan for the Development. In addition, the Project Arborist shall be present to monitor tree preservation measures throughout construction of the applicable building or improvements. The Project Arborist shall provide bi-monthly (that is, every two months) reports to the County Arborist and Watershed Site Inspector throughout Phase 1 erosion and sediment control activities. Once the Phase I erosion and sediment control activities are completed, the Project Arborist shall submit a final report to the County Arborist and Watershed Site Inspector prior to the Watershed Site Inspector’s final bond release inspection.

STORMWATER MANAGEMENT AND ENVIRONMENTAL SUSTAINABILITY

39. Stormwater Management. The Applicant shall design and install stormwater management facilities on the Property consistent with applicable state stormwater regulations and DCSM standards. Stormwater management measures may include dry/wet pond outfalls, bioretention areas, underground detention, Low Impact Development (“LID”) features and manufactured Best Management Practices (“BMPs”) (collectively, the “SWM Facilities”).
- a. Virginia Stormwater Management Handbook and the DCSM. All SWM Facilities must be designed and implemented in accordance with the adopted provisions of the latest edition of the Virginia Stormwater Management Handbook and the DCSM, unless modified by the County, and shall be depicted on each Public Improvement Plan (“PIP”) and/or final site plans for development of each Land Bay or part thereof or other improvements.
 - b. LID/BMPs. The Applicant shall incorporate LID/BMPs to treat stormwater runoff from the Property, that may include, but are limited to, water quality swales, bioretention facilities/rain gardens, sheet flow to vegetated buffers, cisterns, permeable pavement for driveways and/or parking spaces, filtered strips, or any alternative LID/BMPs as specified in the VA Stormwater BMP Clearinghouse and is deemed to be acceptable by the Director of Public Works or designee. The general locations of the SWM Facilities and/or related drainage areas are shown on the MZP, with the exact locations, type and number to be determined as part of final site plan approval based on final engineering and as approved by the County provided the Applicant shall provide a minimum of one (1) LID for each data center building constructed on the Property, as demonstrated at the time of submission of each PIP or final site plan. The Applicant shall install such SWM Facilities concurrently with development such SWM Facilities are intended to support shown on the approved PIP or final site plan, but in no event later than the issuance of the final occupancy permit or its equivalent for the associated building(s).
 - c. The Applicant shall submit an initial Stormwater Management Concept Plan outlining the nature and extent of the anticipated SWM Facilities needed to serve the Development (the “SWM Concept Plan”) to Environmental Services for

review and comment as part of the first site plan for the Development. The Applicant may refine and update the SWM Concept Plan as part of each subsequent site plan submitted for the Development.

- d. The Applicant shall demonstrate as part of each PIP and/or final site plan that the measures proposed thereon further the following water quality and water quantity objectives for the Property:
 1. A minimum of eighty percent (80%) of the total phosphorous nutrient reductions shall be achieved on-site before pursuing the use of off-site compliance options; and
 2. The maximum peak flow rate from the post-development, one-year 24-hour storm calculated in accordance with the Energy Balance Methodology per the latest VA Stormwater Management regulations is reduced to a “good-forested condition.”
 3. Subject to Virginia Department of Transportation (“VDOT”) approval and/or the execution of appropriate maintenance agreements, the Applicant may install LID measures in the median of Pageland Lane to provide for the treatment of storm runoff from the road surface. Design details for such measures shall be provided on each PIP for the widening of Pageland Lane, as more particularly described below.
 - e. The Applicant shall not locate SWM Facilities within Resources Protection Areas within the Development that are proposed to be maintained as part of the Development.
40. Wildlife Corridor. The Applicant shall designate and maintain a wildlife corridor through portions of Land Bay A in substantial conformance with the locations shown on Sheet 04 of the MZP to accommodate the movement of wildlife through and around the Property. The Wildlife Corridor shall consist of areas inclusive of, but not necessarily limited to, reforestation areas, tree preservation areas, supplemental

landscape, and/or stream valley no less than six hundred feet (600') in width. Applicant may collocate and provide the Natural Surface Trail, other Site Amenities, and other crossings as permitted under Proffer 31 within the Wildlife Corridor.

41. Data Center Cooling. The Applicant shall utilize air or closed-loop cooling systems for all data center buildings on the Property, or other similar technology, and shall not use groundwater, surface water withdrawals, or surface water discharges for cooling purposes associated with data center uses.
42. Sustainability Measures. The Applicant shall implement measures and techniques as part of the design and construction of data center buildings to promote sustainable design and energy efficiency (collectively, the "Sustainability Measures"). The Applicant shall incorporate specific Sustainability Measures into the applicable site plan or building documents. The Applicant shall incorporate a minimum of four (4) Sustainability Measures for each data center building and associated development on the Property. The Applicant's Sustainability Measures shall be selected from among the following, provided that the Applicant may implement alternative measures in consultation with the County's Environmental and Energy Sustainability Officer or designee(s) to reflect changes in technologies and strategies over time:
 1. Minimize impervious areas and providing enhanced landscape within the Development Areas;
 2. Use onsite renewable energy such as solar power;
 3. Use a minimum of fifty percent (50%) of solar power for aeration of water retention;
 4. Use stormwater runoff from on-site detention facilities to irrigate landscape, lawn or buffer areas;
 5. Provide a minimum of 5 EV parking spaces per building per data center employee parking area;

6. Use LED fixtures for a minimum of sixty-five percent (65%) of all interior lighting;
7. Use LED fixtures for a minimum of sixty-five percent (65%) of all exterior lighting;
8. Recycle construction material waste;
9. Incorporate heat reflective roofing on a minimum of sixty percent (60%) of the data center building roof;
10. Use sustainable building materials in the construction of data centers;
11. Capture and use reclaimed water for non-potable use;
12. Trap and reuse heat sources;
13. Prepare and implement a winter management plan in consultation with the County's Environmental and Energy Sustainability Officer (e.g., SaMS toolkit) to minimize the use of sodium and chloride, and to address any impacts of their use;
14. Improve Indoor Environmental Quality ("IEQ") through the maximization of daylighting, ventilation and moisture control, and avoiding materials with high-VOC emissions;
15. Design the data center buildings to achieve PUE (Power Utilization Effectiveness) or Green Globes;
16. Purchase of clean energy through Power Purchase Agreements or renewable energy certificates; and
17. Utilize less carbon intensive or carbon neutral energy generation for backup generation systems.

OPEN SPACE AND TRAIL NETWORK

43. Natural Surface Trail. In consultation with the County's Department of Parks, Recreation and Tourism, and subject to the issuance of any required County, state, or federal permits and/or approvals, the Applicant shall design and construct a multi-use, natural surface trail ("Natural Surface Trail") in Land Bays A located on the Property as shown on Sheet 04 of the MZP. The Natural Surface Trail shall be a minimum of five feet (5') in width as required by the Prince William County Trail Standards Manual. The Natural Surface Trail also may include, but need not be limited to wetlands crossings, retaining walls, and other infrastructure as may be required to accommodate the facilities. The design and layout of the Natural Surface Trail shall minimize disturbance of mature trees to the extent possible. The Natural Surface Trail may be constructed in phases concurrent with the development of each applicable Land Bay or portion thereof to which it is adjacent. The Applicant shall include design details for the Natural Surface Trail on the final site plan for the development of each applicable Land Bay or portion thereof to which it is adjacent and thereafter construct that section of the Natural Surface Trail prior to issuance of the occupancy permit for the first building shown on the applicable site plan. Prior to site plan approval for each Land Bay that contains the Natural Surface Trail, the Applicant shall coordinate with the Department of Parks, Recreation and Tourism to field locate the Natural Surface Trail within each such Land Bay and in an alignment consistent with the MCP. The Applicant shall have no responsibility for ongoing maintenance of the Natural Surface Trail and the Interpretive Features (as defined below) once completed.

- a. Public Interpretation Features Along Trail Network and Unfinished Railroad. The Applicant shall prepare and install an interpretative plan along the Natural Surface Trail that includes an interpretive feature for the portion of the Unfinished Railroad and Park on the Property as shown on the MZP (the "Unfinished Railroad Interpretive Site"). The interpretive plan shall include elements such as, but not limited to: (a) historical markers and other interpretative media in areas of public access; (b) a self-guided map for the Natural Surface Trail incorporating interpretation of historic resources along the trail; (c) interpretative kiosks; and (d) digital media (collectively, the

“Interpretive Features”). The Interpretive Features shall be developed in consultation with the Planning Director, or designee, the County’s Office of Historic Preservation, the Historical Commission, and the Manassas National Battlefield Park, and shall be submitted as part of final site plan approval for the first building to be constructed on the Property. Notwithstanding the foregoing, in the event the Applicant is unable to reach agreement with the County’s Office of Historic Preservation, the Historical Commission, and/or the Manassas National Battlefield Park on the design of the Interpretive Features after not less than three (3) meetings or one hundred eighty (180) days of the initial consultation, the Applicant may proceed with a final design selected in its sole discretion and install the same as set forth in this Proffer. Thereafter, each applicable final site plan should include those elements of the Interpretive Features that are to be implemented by that site plan. The Applicant shall install the Interpretive Features in phases concurrent with the development of the Land Bays in which they are located.

- b. Easements. The Applicant shall grant a minimum twenty foot (20’) non-exclusive trail easement over the Natural Surface Trail (inclusive of the Interpretive Features). The Applicant shall grant the trail easement for the Natural Surface Trail (inclusive of the Interpretive Features) prior to bond release following the Applicant’s completion of the construction of Natural Surface Trail, and shall include all necessary temporary and permanent easements to permit ongoing maintenance of the Natural Surface Trail and Interpretive Features by the County.
- c. Dedication of the Unfinished Railroad Interpretative Site and Park. Following final site plan approvals for, and the completion of the Unfinished Railroad Interpretive Site features, the Applicant shall dedicate and convey the Interpretive Site and its associated approximately five-acre park in fee simple to the Board of County Supervisors (the “Board”) as a public park
- d. Natural Surface Trail Maintenance Contribution. The Applicant shall make a monetary contribution to the Prince William Board of County Supervisors (the “Board”) in an amount of \$10,000 for each data center building constructed on the

Property to be used as seed money for the ongoing maintenance of the Natural Surface Trail and Interpretive Features located on the Property. The Applicant shall provide the contribution prior to obtaining the building permit release letter for each applicable data center building.

44. Environmental Programs and/or Ownership for Open Spaces.

a. Establishment of Environmental Programs. The Applicant also may, either on its own or in partnership with governmental and/or nongovernmental agencies and organizations (e.g., Northern Virginia Soil & Water Conservation District, etc.), or corporate foundations/entities, as appropriate, establish educational, interpretive, and other uses or activities along the Natural Surface Trail in Land Bay A to promote environmental stewardship, enhance the natural environment and conserve natural resources (collectively, the “Environmental Programs”). The potential Environmental Programs can include, but are not limited to, Adopt-a-Stream campaigns, water quality monitoring programs, bee/pollinator resources, butterfly sanctuaries, wildlife habitats, botanical gardens, etc. The Applicant shall design and construct any Site Amenities and/or improvements associated with one or more Environmental Programs (i.e., interpretive features, benches, support structures, etc.) so as to minimize land disturbance and shall install supplemental landscape or plantings to account for vegetation that is removed as part of completing such improvements.

b. Conveyance of Open Space. Notwithstanding the foregoing, either prior to or subsequent to establishment of the Environmental Programs in any such Land Bay, The Applicant may convey ownership of a portion of one or more Land Bays in which an Environmental Program is located to the County or a third party, provided that the deed of conveyance restricts the use of such land area consistent with the terms of these Proffers. For the purpose of clarity, unless and until any portion of a Land Bay on which an Environmental Program is established is conveyed to the County or a third party as provided in this Proffer, the Applicant shall provide for continuous and ongoing maintenance of such portion of the Land Bay.

NOISE ATTENUATION

45. Noise Attenuation.

- a. Noise Levels. Any noise which emanates from any operation, activity, or source on the Property, including, but not limited to, heating and cooling system(s), between the hours of 7:00 a.m. and 10:00 p.m. weekdays and from 9:00 a.m. to 10:00 p.m. on Saturdays, Sundays, and legal holidays observed by the County government, shall be subject to the following maximum permissible sound levels: 60 dBA. Any noise which emanates from any operation, activity, or source on the Property, including, but not limited to, heating and cooling system(s), between the hours of 10:00 pm to 7:00 a.m. weekdays and from 10:00 p.m. to 9:00 a.m. on Saturdays, Sundays, and legal holidays observed by the County, shall be subject to the following maximum permissible sound levels: 55 dBA when measured at the property boundary of any land planned, zoned and/or used for Cultural Resource Historical Site (CHRS) (that is, CHRS areas are defined by and limited to the contiguous MNBP) or residential use. When a noise source can be identified and its noise measured in more than one zoning district classification, the limits of the most restrictive classification shall apply. Notwithstanding the above, any person, with lawfully obtained permits, who between the hours of 7:00 a.m. and 10:00 p.m. weekdays and between the hours of 9:00 a.m. and 10:00 p.m. on Saturdays, Sundays and legal holidays observed by county government operates or causes to be operated any equipment used in construction, repair, alteration or demolition work on buildings, structures, alleys or appurtenances thereto in the outdoors shall not be subject to the levels enumerated above. Additionally, persons performing construction of public projects, repair or maintenance work for such projects or persons performing work for private or public utilities for the repair of facilities or restoration of services shall not be subject to the levels enumerated above.
- b. Sound Studies: For data center buildings, prior to obtaining a building permit release letter for each building that includes heating and cooling systems, the Applicant shall provide a Sound Study (each a “Sound Study”) prepared by a qualified acoustical consultant licensed to operate in the Commonwealth of Virginia that is specific to the proposed site layout and building type to ensure compliance with the maximum permissible sound levels as outlined in this

Proffer. The Sound Study shall include recommendations for any necessary mitigation measures, and the Applicant shall implement said measure prior to the issuance of an occupancy permit for the applicable building to the extent feasible in relation to the timing of the effectiveness of such measures. In addition, the Applicant shall conduct subsequent Sound Studies one (1) month after issuance of each occupancy permit to ensure compliance with this Proffer. The Sound Study shall be provided to the County (which agency would you like us to designate?) To the extent the Noise Study shows that noise impacts shall exceed maximum permissible sound levels as outlined in Proffer 45, the Applicant shall incorporate sound attenuation enclosures or walls around generators, heating and cooling systems, and other mechanical equipment (including rooftop equipment) to minimize noise impacts and/or other appropriate mitigation measures approved by Prince William County

- c. Emergency Operations: Emergency operations shall not be subject to the limitations outlined in Proffer 45 above. For the purposes of this section, the term “emergency” shall mean any situation arising from sudden and reasonably unforeseen events beyond the control of the facility, which situation requires the immediate use of the emergency generators to restore normal operation of the facility. The timeline for emergency operations shall meet Virginia’s Department of Environmental Quality provisions and/or other relevant federal regulation.

ELECTRIC SUBSTATIONS

- 46. Electric substations are identified as Electric Infrastructure Areas on the MZP. An electric substation shall be deemed a permitted use in the locations identified as Electric Infrastructure Areas on the MZP and shall consist of transmission voltage switching, transformation equipment and other associated NOVEC facilities, with NOVEC substation poles not to exceed seventy-five (75) feet in height. Locations of the Electric Infrastructure Areas on the Property may be modified by the Applicant as a result of additional coordination on the final design and locations in consultation with Dominion Energy and/or NOVEC. Any modifications shall not result in exceeding the maximum acreage of the Electric Infrastructure Area as shown on the MZP. In the event the side(s) of the Electric Infrastructure Areas have an unobstructed, direct line of sight from

MNBP, residentially zoned properties, or public road right-of-way, such side(s) of the Electric Infrastructure Area shall be enclosed by a visually solid fence, wall or panel a minimum of 12 feet in height and shall include a 15-foot-wide perimeter landscape buffer (“Substation Screening”). The quality and character of the visually solid fence, wall or panel shall be in general conformance with the type of screening wall depictions and examples included as Exhibit D to these Proffers. The Substation Screening does not apply to those limited areas of ingress/egress to the substation. Such access points shall remain closed when ingress/egress is not necessary. In instances where a perimeter buffer, tree preservation area, or supplemental landscape area provides screening along a side(s) of a substation, the 15-foot perimeter landscape buffer shall not be required.

FIRE AND RESCUE

47. Fire and Rescue Contributions. 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 nonresidential GFA constructed on the Property to be used for fire and rescue facilities in the vicinity of the Property. The Applicant shall pay said contribution 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 nonresidential GFA in each such building.
48. Fire Service Accessibility. For buildings with a building height higher than sixty feet (60'), the Applicant shall, as a condition of final site plan approval, be in full compliance with the fire and safety systems standards set forth in Section 300 of the DCSM, unless otherwise waived by the Fire Marshall’s office. Issuance of Occupancy Permits shall be contingent upon full compliance with Virginia Uniform Statewide Building Code requirements.

TRANSPORTATION

49. Roadway Network Improvements. Roadway Network Improvements that were identified as part of the Comprehensive Plan Amendment (“the CPA”) approved by the Board shall be provided within the approximately 2,139 acres of land along Pageland Lane, generally bounded by Route 29 in the south and Sudley Road (Route 234) to the north (the “CPA Area”). The Roadway Network Improvements shall be provided in

four (4) distinct phases based on the total GFA of data center buildings constructed in the CPA Area as shown on Exhibit A, regardless of which property therein the buildings are located (the “Road Phasing Plan”), provided that the Road Phasing Plan assumes that development of the CPA Area shall occur from south to north, with development in the area south of Artemus Road occurring the earlier phases and development north of Thornton Drive occurring in the later phases. Accordingly, subject to acquisition of all necessary rights-of-way and ancillary construction easements and approval by the Prince William County Department of Transportation (“PWCDOT”) and Virginia Department of Transportation (“VDOT”), the Applicant agrees to provide, either on its own or in cooperation with other data center developments in the CPA Area, the following improvements in accordance with the phasing schedule set forth below. If available, the Applicant can use funds held by PWCDOT or the Board of County Supervisors that were previously or may in the future be proffered by other data center projects in the CPA Area for the Road Network Improvements (the “Escrowed Funds”):

- a. Public Improvements Plan. A Public Improvement Plan (PIP) (that is, an approximate thirty percent (30%) design) for Pageland Lane (between Route 29 to the south and Sudley Road to the north, approximately 3.5+ miles) shall be submitted with the first site plan on the Property.
- b. Phase 0 – Prior to the issuance of the first occupancy for the Approved Uses in the CPA Area, the Applicant shall construct to substantial completion (that is, opened to traffic but not necessarily accepted for maintenance by VDOT) the following improvements shown on Exhibit A:
 1. Construction of a southbound right turn lane bay from southbound Pageland Lane at Route 29 ;
 2. Extension of the eastbound left turn bay along Route 29 at Pageland Lane;
 3. Modification of the signal at Route 29 with Pageland Lane, if necessary;

4. Closure of the median break along Route 29 located approximately 140 feet east of Lolan Street and 645 feet from Pageland Lane;
 5. Construction of a westbound right turn lane on Sudley Road from westbound Sudley Road to northbound Gum Springs Road and modification of the signal if necessary;
 6. Construction of a 2-lane roundabout at the intersection of Pageland Lane and Artemus Road;
 7. Realignment of Pageland Lane at the intersection of Pageland Lane and Artemus Road;
 8. The 2-lane roundabout at the intersection of Pageland Lane and Artemus Road shall transition back to existing Pageland Lane to the north and to the south of Artemus Road, and transitions back to existing Artemus Road to the west of Pageland Lane.
- c. Phase I – Prior to the issuance of an occupancy permit representing the eight millionth (8,000,000th) cumulative square foot of Approved Uses in the CPA Area, the Applicant shall construct to substantial completion (that is, opened to traffic but not necessarily accepted for maintenance by VDOT) the following improvements as shown on Exhibit A:
1. Reconstruction of the eastbound left turn bay along Route 29 at Pageland Lane to accommodate dual left bays from eastbound Route 29 to northbound Pageland Lane;
 2. Reconstruction of the southbound right turn bay along Pageland Lane at Route 29 to accommodate a free flow right turn lane from southbound Pageland Lane to westbound Route 29 and restriping of the southbound lanes;

3. Reconstruction of Pageland Lane as a four-lane divided section between Route 29 in the south and Artemus Road in the north, including a two-lane roundabout;
 4. Modification of the signal at Route 29 with Pageland Lane to accommodate the southbound free flow lane, eastbound dual lefts on Route 29 and a four-lane divided Pageland Lane north on Route 29;
 5. Construction of an eastbound right turn lane along Sudley Road at Pageland Lane and modification of the signal at the intersection of Sudley Road and Pageland Lane if necessary; and
 6. Addition of a northbound right overlap phase at Sudley Road and Pageland Lane.
- d. Phase II - Prior to the issuance of an occupancy permit representing the sixteen millionth (16,000,000th) cumulative square foot of Approved Uses in the CPA Area, the Applicant shall construct to substantial completion (that is, opened to traffic but not necessarily accepted for maintenance by VDOT) the following improvements as shown on Exhibit A:
1. Reconstruction of Pageland Lane as a four-lane divided section between Artemus Road in the south and Sudley Road in the north, including 2-lane roundabout intersections at designated locations;
 2. Extension of the southbound right turn bay along Gum Springs Road at Sudley Road;
 3. Reconstruction of the eastbound left turn bay along Sudley Road at Gum Spring Road from eastbound Sudley Road to northbound Gum Springs and modification of the signal, if necessary;

4. Reconstruction of the westbound left bay along Sudley Road at Pageland Lane to accommodate dual left turn bays from westbound Sudley Road to southbound Pageland Lane;
 5. Construction of a free-flow right turn bay from northbound Pageland Lane to eastbound Sudley Road, including a receiving lane on eastbound Sudley Road;
 6. Modification of the traffic signal at Pageland Lane and Sudley Road, if necessary;
 7. Construction of a roundabout or turn lane improvements at the intersection of Sudley Road and Catharpin Road;
 8. Construction of an “RCUT” intersection at the intersection of Sanders Lane and Sudley Road; and
 9. Construction of two eastbound travel lanes on Sudley Road from the intersection of Pageland Lane and Sudley Road to Kyle Wilson Way .
- e. Phase III - Prior to the issuance of an occupancy permit representing the twenty millionth (20,000,000th) cumulative square foot of Approved Uses in the CPA Area, the Applicant shall construct to substantial completion (that is, opened to traffic but not necessarily accepted for maintenance by VDOT) the following improvements as shown on Exhibit A:
1. Construction of two eastbound travel lanes on Sudley Road from Kyle Wilson Way extending through GPIN 7599-14-5921 and terminating prior to Marble Hill Lane;
 2. Construction of a directional site entrance along Sudley Road west of Kyle Wilson Way to accommodate a westbound left turn bay along Sudley Road and an eastbound right turn bay along Sudley Road at the proposed entrance;

3. Construction of a “RCUT” intersection at the intersection of Pageland Lane and Route 29; and

4. If not yet completed or constructed to substantial completion by others, as required in association with REZ2018-00008, construct a signal at the intersection of Route 29 and the entrance to REZ2018-00008, subject to an agreement with the owner(s) of the REZ2018-00008 property and/or VDOT or PWDOT to reimburse the Applicant for all costs associated with its construction of an improvement previously required to be constructed in association with REZ2018-00008.

50. Design Details for the Road Network Improvements. Subject to PWCDOT and VDOT approval, the Applicant shall design and construct the Road Improvements in accordance with the applicable DCSM and VDOT standards following standards and guidelines:

- a. Onsite Portions of Road Network Improvements. The Applicant shall design the onsite portions of the Road Network Improvements as shown on Exhibit A and in the roadway section set forth on the MZP and on page 21 of the Master Corridor Plan, provided subject to final engineering and PWCDOT and VDOT review and approval provided that the final design, dimensions and, as necessary or appropriate, extent of right-of-way to be dedicated shall be determined as part of PIP and/or final site plan approval for the associated improvements, but at a minimum shall accommodate:
 - i. A four-lane, divided section of Pageland Lane, including a sixteen foot (16') landscaped median, either within the existing right-of-way or right-of-way to be dedicated by the Applicant along the Property's Pageland Lane frontage;
 - ii. Roundabouts on Pageland Lane in the general locations shown on Exhibit A to these Proffers;

- iii. A ten foot (10') wide shared use path along each side of Pageland Lane along the Property's frontage; and
 - iv. A fifty-foot (50') buffer along each side of the Pageland Lane along the Property's frontage.
- b. Dedication of Right-of-Way for Road Network Improvements. The Applicant shall dedicate in fee simple, at no cost to the County, sufficient right-of-way, along with ancillary temporary construction, grading and utility easements, from the Property as may be necessary to accommodate the onsite portion of the Road Network Improvements (the "Onsite ROW Dedication"), consistent with the roadway section set forth on the MZP. The Applicant shall provide the Onsite ROW Dedication upon written demand from PWCDOT and/or VDOT as part of its review and approval of a PIP and/or final site plan approval for all or any portion of the onsite Roadway Network Improvements, whether such plans are prepared by the Applicant or on behalf of a third party proposing to construct such improvements across the Property's frontage.
- c. Offsite Portions of Roadway Network Improvements. For those portions of the Roadway Network Improvements located offsite from the Property that the Applicant proposes to construct or cause to be constructed, the Applicant shall design such improvements generally as shown on Exhibit A, with the final design, dimensions and, as necessary or appropriate, extent of right-of-way to be acquired to be determined as part of PIP and/or final site plan approval for the associated improvements. Except as set forth herein related to the use of eminent domain, the Applicant shall be responsible for the acquisition, or cost thereof (if any), of offsite right-of-way required to complete the Roadway Network Improvements, including, but not limited to, any easements required for utilities, utility relocation, and stormwater management.
51. Primary Access and Low Volume Commercial Entrances on Pageland Lane. Subject to PWCDOT and VDOT approval, the Applicant shall design and construct any data center land bay curb cuts along the Property's frontage on Pageland Lane (other than the

proposed roundabout intersections) as minor commercial entrances as shown on the MZP.

52. Bicycle Parking. The Applicant shall provide a minimum of one (1) inverted-U bicycle parking rack (that can accommodate a minimum of 5 bicycles) for each new building constructed on the Property. The bicycle parking shall be shown on the final site plan for the associated building and installed prior to issuance of an occupancy permit for such building.

WATER AND SANITARY SEWER

53. Water and Sewer. Subject to the acquisition of all necessary offsite easements and/or rights-of-way, the Applicant shall construct and install water and sewer lines to serve the demand generated by the development of the Property and provide all connections for the Development as generally shown on Sheet 6 of the MZP (collectively, the “Wet Utilities”) in accordance with the requirements of the Prince William County Service Authority. In the event an alternate routing of water and/or sanitary sewer lines is required, if such alternate routing is subject to a separate Public Facility Review, the Applicant shall not be required to amend the MZP or these Proffers. The Applicant reserves the right to phase construction of the Wet Utilities in accordance with the Applicant’s phasing plans for the Development. The Applicant shall pursue and, if successful, acquire, at no public cost, any off-site easements for the benefit of the Service Authority, if needed, to extend public water and/or sanitary sewer lines to the Property. Unless otherwise approved by the Prince William County Health Department, any existing wells and drainfields located on the Property within each Land Bay must be abandoned prior to approval of the first occupancy permit or its equivalent for the first building in such Land Bay and in accordance with Health Department standards and requirements then in effect, unless otherwise agreed to by the Health Department. Notwithstanding the foregoing sentence, the Applicant may, in consultation with the Health Department and/or the PWCSA, maintain one (1) or more existing wells in lieu of abandonment solely for the use of ongoing groundwater monitoring to assess water quality on and in the vicinity of the Property (each a “Monitoring Well”). For any such Monitoring Well, the Applicant shall, upon request by applicable county agencies and as part of final site plan approval for the portion of the Property on which the Monitoring

Well is located, grant ingress-egress easements to the County to permit access to the Monitoring Well.

54. Authorization. Acceptance and approval of this Application by the Board shall fulfill the requirement for a Public Facility review and authorizes extension and construction of water and sewer lines and facilities necessary to serve the Property pursuant to Virginia Code Section 15.2-2232(D) and Prince William County Zoning Ordinance Section 32-201.12(a)(2).
55. Water Quality Monitoring Contribution. The Applicant shall make a monetary contribution to the Board in the amount of \$75.00 per acre for water quality monitoring or offsite drainage improvements. Said contribution shall be made at the time of final site plan approval for the corresponding acreage reflected on each such site plan.
56. Expansion of Water Quality Monitoring Program. The Applicant shall work with the Virginia Department of Environmental Quality (“DEQ”), in collaboration with the Upper Occoquan Service Authority (“UOSA”), the Fairfax County Water Authority (“FCWA”), and other relevant stakeholders to expand DEQ’s water quality monitoring program and implement additional waterway monitoring to include sites along Little Bull Run and Lick Branch within the Property. The Applicant shall supply written confirmation and/or proof of collaboration, or attempt thereof, with DEQ, UOSA and FCWA and/or other relevant stakeholders to the Land Development Division prior to approval of final site plan approval of the first site plan on the Property.

MISCELLANEOUS

57. Eminent Domain. In the event the Applicant is not able to acquire off-site right-of-way required to provide any offsite improvements identified in these Proffers, including any easements required for utilities, utility relocation, grading and stormwater management for such improvements, the Applicant may request the County to acquire the right-of-way and easements by means of its condemnation powers at the Applicant's expense.

a. County's Eminent Domain Policy. The Applicant's request shall be in writing and shall comply in all respects with the County's Eminent Domain Policy. The condemnation request shall be made prior to each phase of the development as provided in Proffer 49 to the appropriate County agency (with a copy to PWCDOT) and be accompanied by the following:

1. The names of the record owners, the property addresses, tax map parcel numbers and GPIN numbers for each landowner from whom such right of way and/or easements are sought;
2. Plats, plans and profiles showing the necessary right of way and/or easements to be acquired and showing the details of the proposed transportation improvements to be located on each such property;
3. A 60-year title search of each involved property;
4. Documentation demonstrating to the County's satisfaction Applicant's good faith, best efforts to acquire the right of way and/or easements, at a cost of at least the appraised value of the involved property interests;
5. A letter of credit acceptable to the County, cash or equivalent (from a financial institution acceptable to the County) in an amount equal to the appraised value of the property to be acquired, and all damages to the residue, together with an amount representing the County's estimate of its cost of condemnation proceedings, in a form permitting the County to draw upon the same as necessary to effectuate the purposes hereof; and
6. An agreement signed by Applicant's representative and approved by the County Attorney whereby Applicant agrees to pay all costs of the condemnation, including expert witness fees, court costs, exhibit costs, court reporter fees, attorney fees for the Office of the County Attorney, and all other costs associated with the litigation, including appeals. The Agreement shall specifically provide that in the event the property owner is awarded in the condemnation suit more than the appraised value estimated by Applicant's appraiser, Applicant shall pay to the County the

amount of the award in excess of the amount represented by the letter of credit or cash deposit within fifteen (15) days of the award.

b. Pursuant to Virginia Code § 25.1-417, a determination of the value of the Property shall be based on the following:

- i. If the assessed value is less than \$25,000, then the value shall be determined by assessment records or other objective evidence; or
- ii. If the assessed value is greater than \$25,000 an independent appraisal of the value of the right of way and easements to be acquired, and any and all damages to the residue of the involved property, said appraisal to be performed by an appraiser licensed in Virginia and approved by the County.

c. In the event the County does not acquire the right of way and/or easements in accordance with the above despite its good faith, best efforts to do so, the County shall provide written notice to the Applicant of its failure to acquire said right of way and/or easements. Within a reasonable time following receipt of such written notice from the County, the Applicant shall either (i) provide the County with a cash in lieu contribution equal to the amount representing the Applicant's estimate of what it would have otherwise cost the Applicant to build or complete the portion of the Roadway Network Improvements and/or the Wet Utilities for which the County attempted, but was unable to acquire pursuant to this Proffer or (ii) use the equivalent of the Applicant's estimate in subsection (i) herein to analyze and provide alternative improvements in consultation with PWCDOT and as approved by VDOT. For the purpose of clarity, the Applicant, in coordination with the County, shall continue to develop if the right of way and/or easements are not acquired while other mitigation measures are pursued.

58. Advanced Density/Intensity Credit. Density/intensity credit is reserved for all eligible dedications of any public right-of-way or land for public facilities described herein or as may be required by Prince William County or VDOT pursuant to the DCSM at the time of the final site plan approval(s) for the Property.

59. Monetary Contribution to the Virginia Department of Forestry. If permitted to be accepted by the Virginia Department of Forestry, the Applicant shall make a monetary contribution to the Virginia Department of Forestry's State Forest Mitigation and Acquisition Fund (SFMAF) in an amount of \$10,000 for each data center building constructed on the Property to be used for forestland conservation projects near the Property. The Applicant shall provide the contribution prior to obtaining the building permit release letter for each applicable data center building.
60. Buffers and Supplemental Landscape Areas Against Future Adjacent PBD Properties. In the event adjacent properties are rezoned to PBD and developed with uses compatible (that is, data centers, substations and/or associated ancillary facilities, such as transmission corridors, water and sewer infrastructure, and similar uses) with the Development, the perimeter buffers required by the DCSM and supplemental landscape areas as shown on the MZP may be removed and/or not provided.
61. Escalator Clause. In the event that the monetary contributions set forth in this Proffer Statement are paid to the Board of County Supervisors within eighteen (18) months of final unappealable approval of this Rezoning, as applied for, said contributions shall be in the amounts stated herein. Any monetary contributions required hereby which are paid to the Board after eighteen (18) months following approval of this Rezoning shall be adjusted in accordance with the Urban Consumer Index ("CPI U") published by the United States Department of Labor, such that at the time contributions are paid they shall be adjusted by the percentage change in the CPI U from that date eighteen (18) months after approval hereof, to the most recently available CPI U to the date the contributions are actually paid, subject to a cap of six percent (6%) per year, non-compounded.
62. Extension of Time. The Applicant reserves the right to request from the Planning Director an extension of the time within which specific proffers may be fulfilled or completed to reflect challenges or limitations beyond the Applicant's control or for such other reason as the Planning Director may agree. This Proffer 58 does shall not relieve the Applicant of the obligation to demonstrate proffer compliance if such proffer is required to be satisfied prior to County issuance of an approval or permit.

63. Successors and Assigns. These Proffers shall bind and inure to the benefit of the Applicant, the Owners and their successors, tenants and assigns. Each reference to “Applicant” in this proffer statement includes within its meaning and is binding upon the Applicants’, Owners’, and their successor(s) in interest and/or developer(s)/user(s) of any portion of the Property.
64. Counterparts. These Proffers may be executed in one or more counterparts, each of which when so executed and delivered shall be deemed an original, and all of which taken together constitutes one and the same instrument.

MODIFICATIONS AND WAIVERS

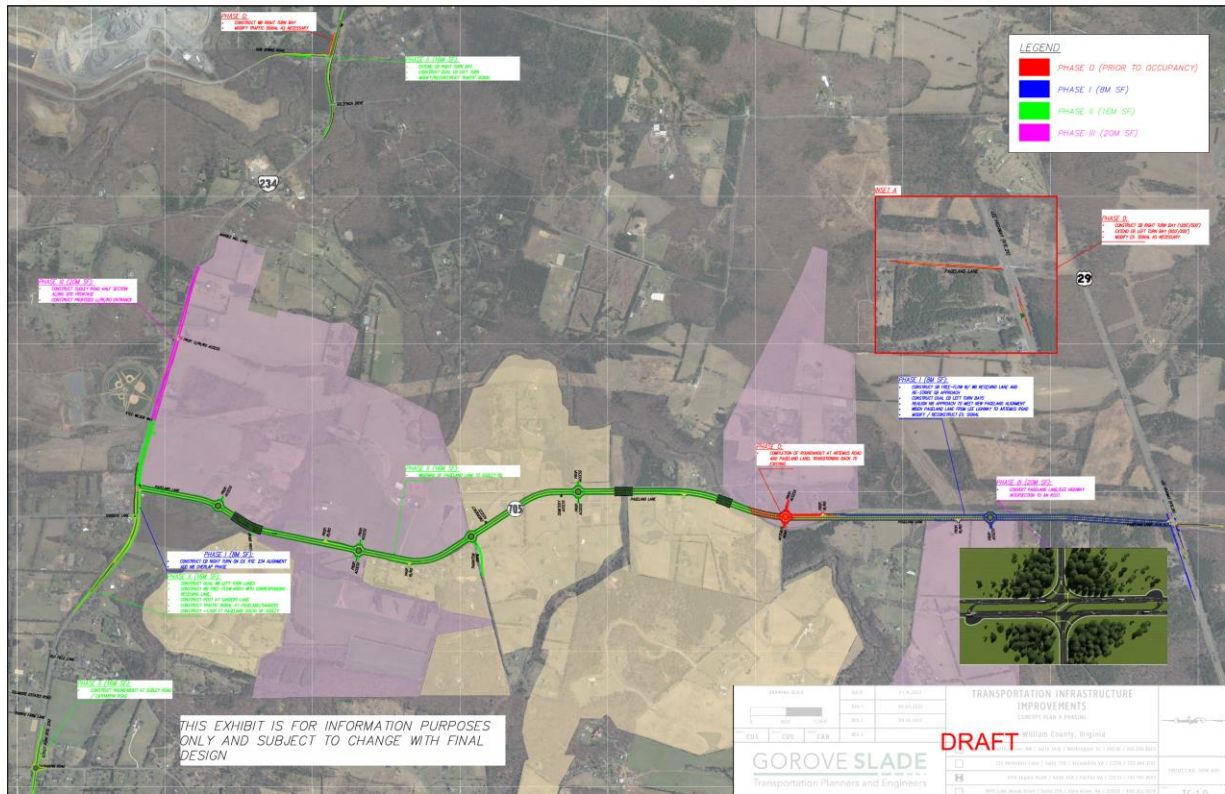
65. Pursuant to Sections 32-404.05 and 32-700.04 of the Zoning Ordinance, of the Zoning Ordinance, the following modifications and waivers are approved as part of these Proffers:
- a. Waiver of Section 32-250.31 of the Zoning Ordinance, Sections 802.11.A and DCSM Table 8-1 to not require internal buffers between similar uses and waive buffers between Land Bays on the Property to allow that as shown on the MZP.
 - b. Waiver of Section 32-404.04.5 of the Zoning Ordinance requiring a perimeter Type C buffer between Land Bays, along public right-of-way and adjacent to properties zoned PBD to allow for buffers as shown on the MZP.
 - c. Waiver of Section 32-201.18 of the Zoning Ordinance requiring a 15’ perimeter landscape area around substations (considered a public facility), for instances where a side(s) of a substation is interior to the Property and is screened and not visible from public rights-of-way, parks, and residential areas or adjacent properties that are designated and rezoned for development of data center and/or data center supporting uses compatible with the Development.

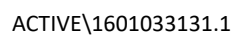
- d. A modification to the uses permitted by right pursuant to Section 32-404.05.1 of the Zoning Ordinance by modifying Section 32-402.33(3) to permit data centers, public facilities, outdoor cultural arts center and parking (per Proffer 3 above) by-right.

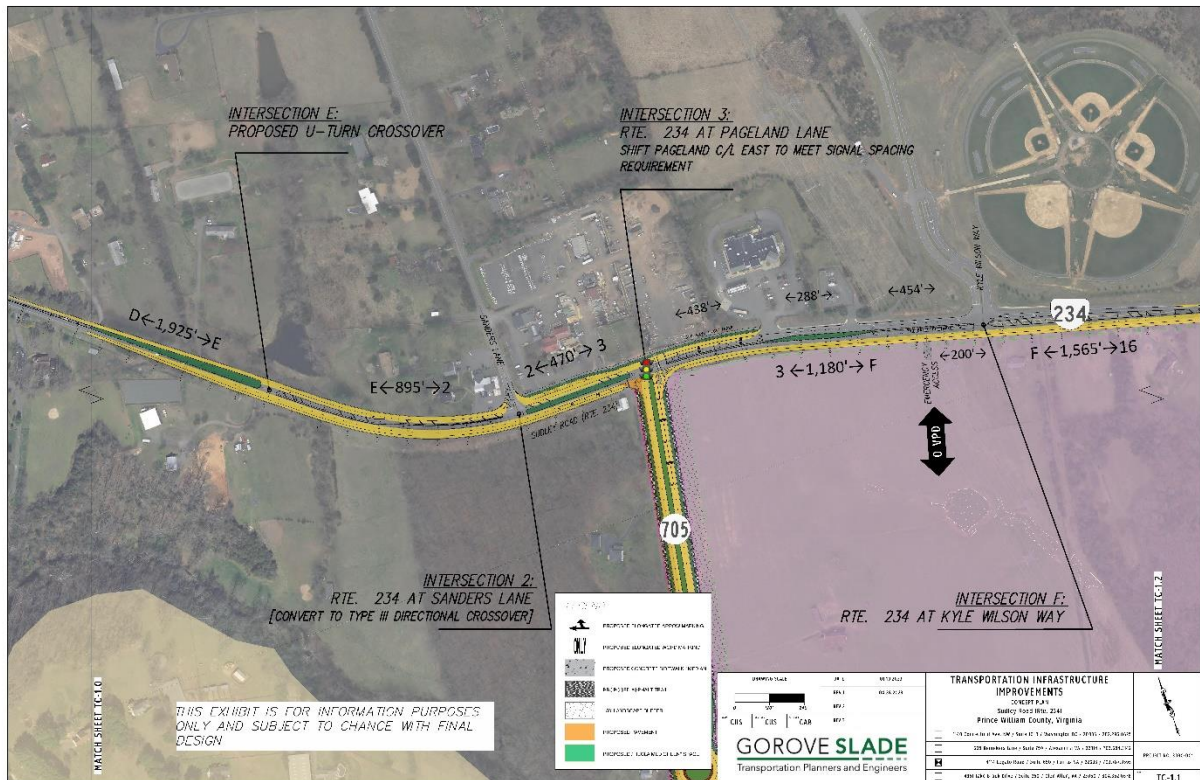
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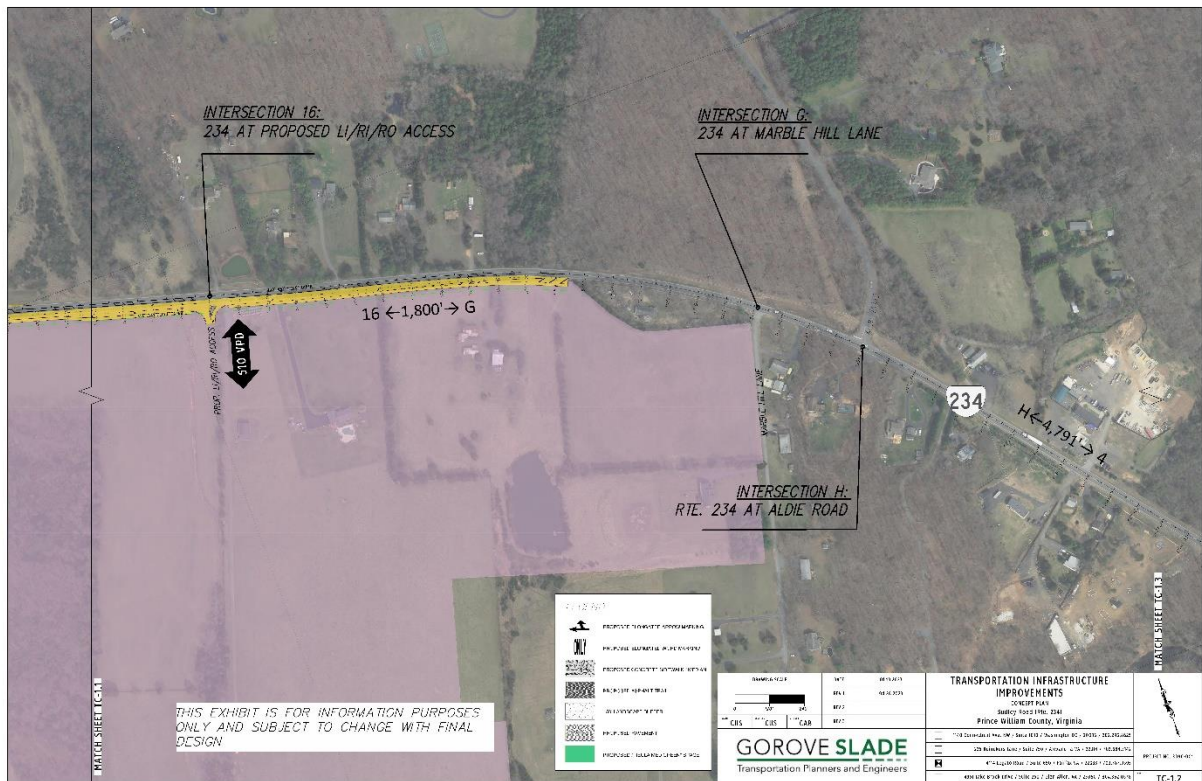
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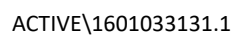
Exhibit A: Transportation Infrastructure Improvements Concept Plan & Phasing, prepared by Gorove/Slade dated January 19, 2023 and revised through August 14, 2023.

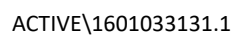


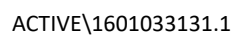


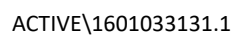


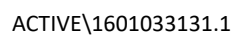












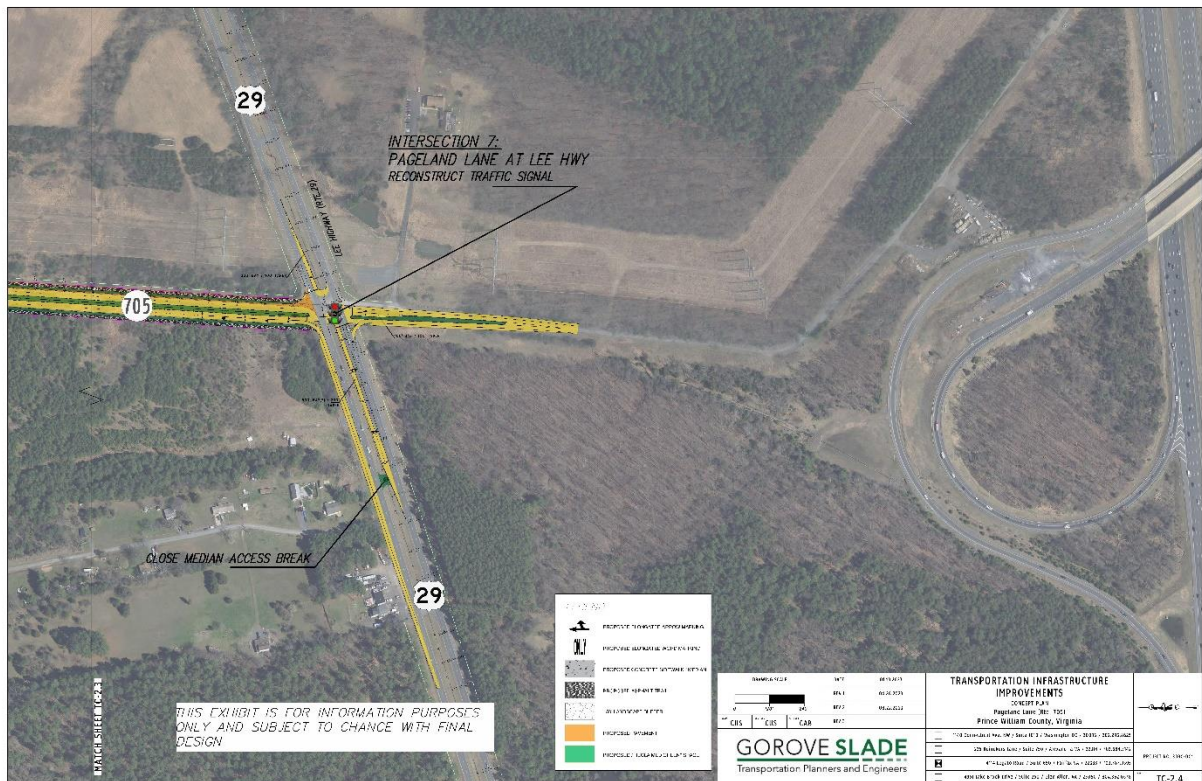
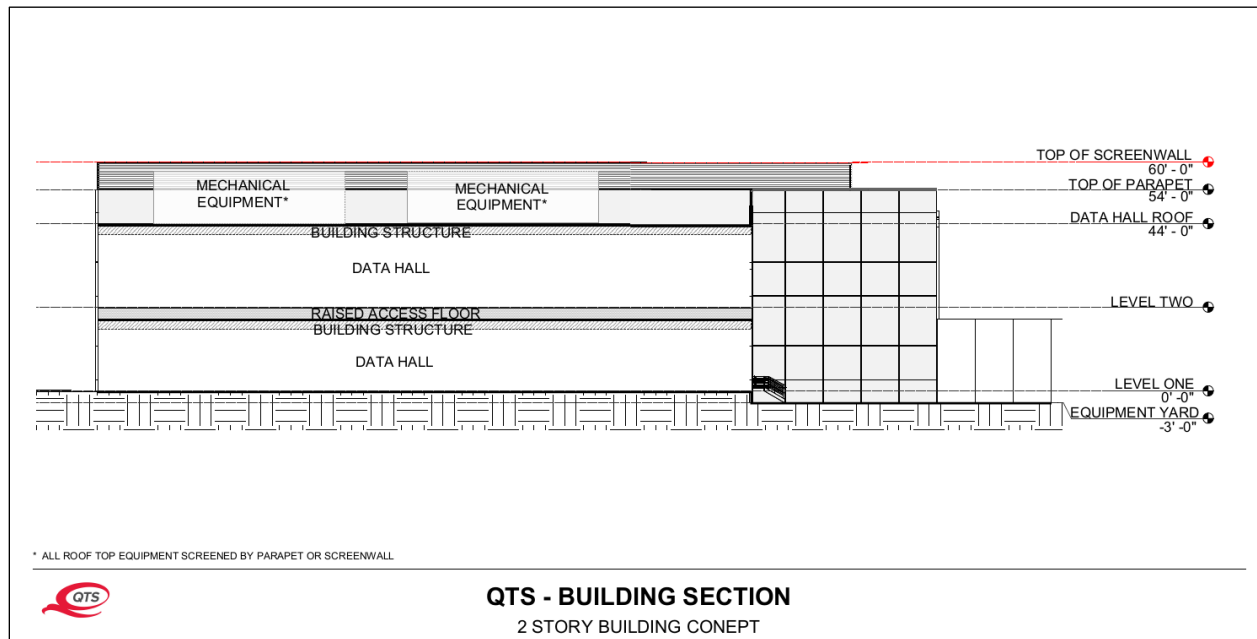
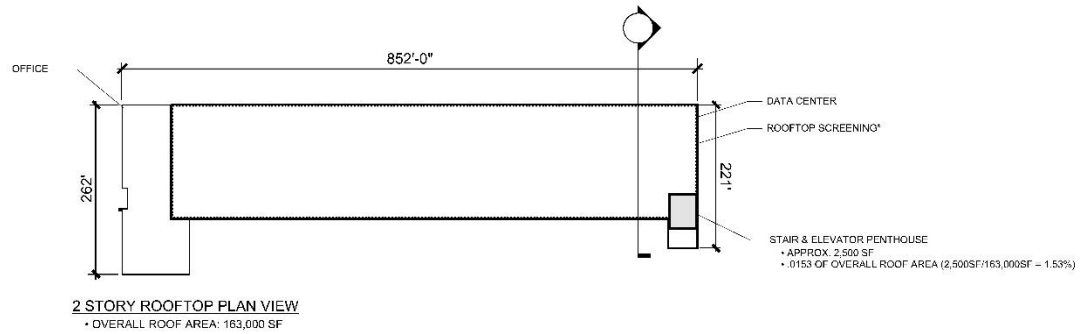


Exhibit B: “Prince William Digital Gateway Master Corridor Plan, prepared by LandDesign, dated January 2023 and revised August 2023. Provided under separate cover.

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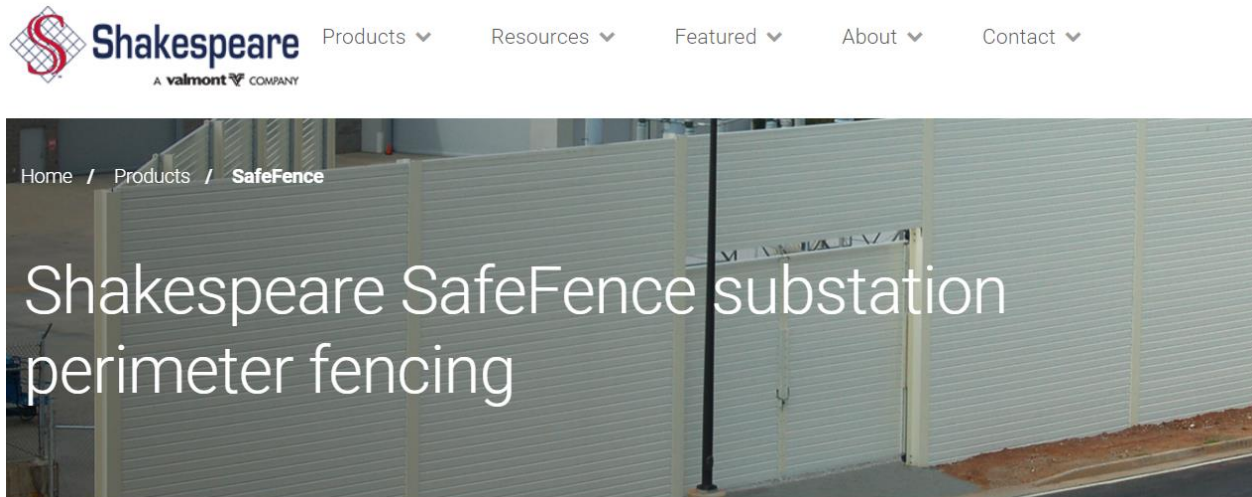
Exhibit C: Building Section 2 Story Concept and 2 Story Rooftop Plan View





QTS - BUILDING SECTION
ROOFTOP PLAN VIEW

Exhibit D: Substation screening, depictions and examples



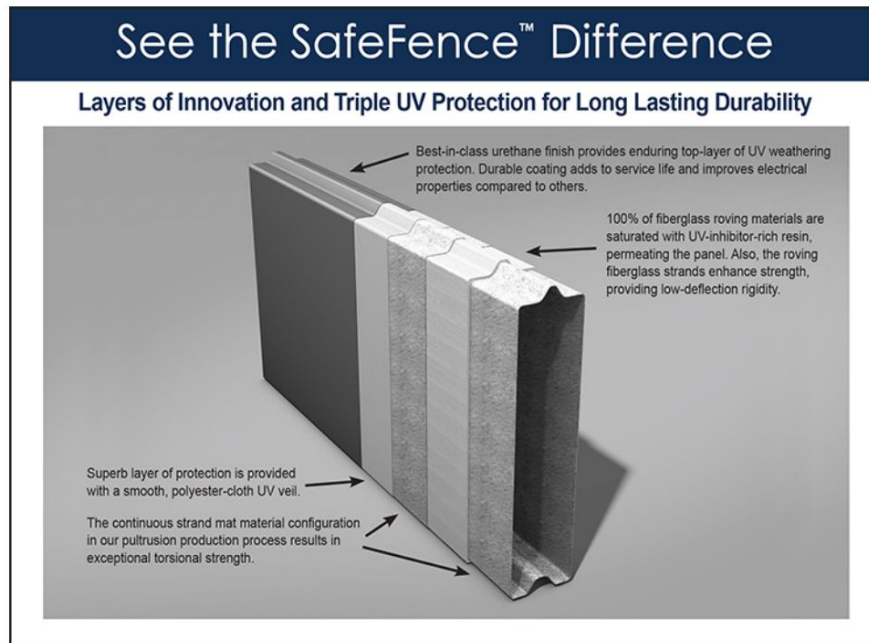
SafeFence Substation Barrier System Protects People, Utility Assets

SafeFence™ non-conductive perimeter barrier fencing provides safety and security around substations, transformer yards and other utility properties with installed power-delivery assets.

The fiberglass wall deters would-be vandals, excludes wildlife, and hides

Shakespeare SafeFence panels are available in a range of horizontal lengths and in 6-inch high or 12-inch high profiles. The 12-inch panels are now available with ballistic-grade inserts to enhance utility asset protection.





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STAFF REPORT

PC Meeting Date:	November 8, 2023
Agenda Title:	Rezoning #REZ2022-00033, Digital Gateway South
District Impact:	Gainesville Magisterial District
Requested Action:	Recommend Denial of rezoning #REZ2022-00033, Digital Gateway South, subject to proffers dated August 25, 2023.
Department:	Planning Office
Case Planner:	Christopher Perez

EXECUTIVE SUMMARY

The following is request to rezone ±342 acres (collectively "Property" or "Properties") from A-1, Agricultural Zoning District, to PBD, Planned Business District, using the O(M), Office Mid-Rise District, to allow for data centers and ancillary and secondary uses; and public facilities, including electric substations. The request is for a maximum of 3.7 million square feet of gross floor area ("GFA") with ancillary and secondary uses limited to a maximum of 10 percent (10%) of the total GFA in each building which includes such ancillary and secondary uses. The application also includes associated waivers and modifications. The proposed floor area ratio ("FAR") for the Property is no greater than an overall 0.25 FAR.

It is the recommendation of staff that the Planning Commission recommend denial of rezoning, #REZ2022-00033, Digital Gateway South, subject to proffers dated August 25, 2023.

BACKGROUND

- A. Request: To rezone ±342 acres (collectively “Property” or “Properties”) from A-1, Agricultural Zoning District, to PBD, Planned Business District, using the O(M), Office Mid-Rise District, to allow for data centers and ancillary and secondary uses; and public facilities, including electric substations. The request is for a maximum of 3.7 million square feet of gross floor area (“GFA”) with ancillary and secondary uses limited to a maximum of 10 percent (10%) of the total GFA in each building which includes such ancillary and secondary uses. The application also includes associated waivers and modifications. The proposed floor area ratio (“FAR”) for the Property is no greater than an overall 0.25 FAR.

Uses/Features	Existing	Proposed with Rezoning
Zoning	A-1 ±342 acres	PBD, Planned Business District, with a nonresidential Land Bays of O(M), Office Mid-Rise District
Use(s)	Existing dwelling units and existing farm buildings, fields, and farmland.	A maximum of 3.7 million square feet of gross floor area (“GFA”) with ancillary and secondary uses limited to a maximum of 10 percent (10%) of the total GFA in each building which includes such uses as listed in the proffers
Development Standards	Permitted in PBD, O(M)	Proposed with Rezoning to PBD, O(M)
Density/FAR	Maximum of 0.65 FAR	Maximum FAR no greater than an overall 0.25 FAR
Lot Coverage	Maximum of 80%	Maximum of 60%
Open Space	Minimum of 20%	Approximately 140 acres of Protected Open Space is proposed or 40.9% of the overall Property acreage
Building Height	Maximum of 70 feet	Maximum of 60 feet (inclusive of parapet and screening walls that screen rooftop mechanical equipment)

- B. Site Location: The four proposed Land Bays, Land Bays A through D, are depicted on the Master Zoning Plan. The Properties are generally located on both the east and the west side of Pageland Lane, to the north and northwest of Manassas National Battlefield Park, north and northeast of Conway Robinson Memorial State Forest, east of Heritage Hunt Golf and Country Club, and approximately ½ mile north of Route 29/Lee Highway. The subject Properties are identified on County maps as GPINs 7498-42-6117, 7498-51-1835, 7498-74-6800, 7498-74-3579, 7498-83-1842, 7498-83-1869, 7498-83-6698, 7498-93-5350, 7498-94-5907, 7498-93-7484, 7498-84-6051, 7498-85-3325, 7498-85-7316, 7498-94-1180, and 7598-13-2096.

- C. Comprehensive Plan: The Properties are designated I-3, T/F Technology/Flex with a T-3 Transect for density purposes ("I-3"); POS, Parks and Open Space ("POS"); and CRHS, County Registered Historic Site ("CRHS") in the Comprehensive Plan and are located within the Airport Safety Overlay District and Domestic Fowl Overlay District. A portion of the Property is located within the ERPO, Environmental Resource Protection Overlay. The Properties are also subject to the adopted Comprehensive Plan Amendment, #CPA2021-00004, PW Digital Gateway.
- D. Zoning: The Properties are zoned A-1, Agriculture, and are partially within the Environmental Resource Protection Area Overlay District, Resource Protection Overlay District, portions of the property are located within the Airport Safety Overlay District and Domestic Fowl Overlay District.
- E. Data Center Opportunity Overlay District: The Properties are not located within the Data Center Opportunity Overlay District.
- F. Surrounding Land Uses: The Properties are located on both the east and the west side of Pageland Lane. On the west side of Pageland Lane, Land Bay A is 135 acres and is generally bounded by residential parcels to the north, Land Bay B to the east, Conway Robinson State Forest to the south, and Heritage Hunt (residential) to the west. Land Bay B is approximately 51 acres and is generally bounded by residential parcels to the north, Pageland Lane to the east, Conway Robinson State Forest to the south, and Land Bay A to the west. Land Bays A and B are approximately 1/2 mile north of Route 29/Lee Highway. On the east side of Pageland Lane, Land Bay C is approximately 99 acres and is generally bounded by Civil War Preservation Trust property to the north, Land Bay D and the Dominion transmission lines/power line easement to the east, Manassas National Battlefield Park ("MNBP") to the south and Pageland Lane to the west. Land Bay D totals approximately 58 acres and is generally bounded by Civil War Preservation Trust property to the north, MNBP to the east and south, and the Dominion transmission lines/power line easement to the east. In summary, various portions of the Properties abut single-family homes, open space areas, natural areas consisting of forests, streams, fields, meadows, various agricultural properties, public roads, MNBP, and Conway Robinson State Forest.
- G. PW Digital Gateway Comprehensive Plan Amendment: On November 1, 2022, the Prince William Board of County Supervisors adopted Comprehensive Plan Amendment #CPA2021-00004 PW Digital Gateway. The CPA serves as an addition to the Comprehensive Plan, and the Policies and Action Strategies contained within the CPA represent additions or modifications to the relevant chapters of the Comprehensive Plan to address the unique conditions within the Study Area.

Existing Comprehensive Plan components and action strategies remain applicable, but where PW Digital Gateway Study Area conflicts with these policies, the PW Digital Gateway Study Area prevails.

The CPA designated this area as a technology corridor with I-3, T/F Technology/Flex with a

T-3 Transect designation, and Parks and Open Space designations. Data centers are identified as the primary uses with supportive office, retail and service commercial uses as secondary uses.

The recommended target floor area ratio (FAR) of the I-3, T/F Technology/Flex with a T-3 Transect designation is 0.23-0.57, with buildings ranging from one to three stories in height and a minimum of 30 percent open space within the entire CPA Area. The CPA encourages development in the Southern District of the CPA area, closest to Manassas National Battlefield Park and Conway Robinson State Forest to develop at the lower end of the T-3 Transect density. Building heights in the Southern District are recommended to be a maximum of 45 feet inclusive of parapets and/or screen walls that screen rooftop mechanical equipment. The CPA recommends additional viewshed analysis to be submitted with any request for building heights that exceed 45 feet. The overall vision established by the CPA is to promote opportunities for expanding the data center industry, which is a County-designated Targeted Industry, to increase the County's overall commercial tax base, while encouraging context sensitive building design, the provision of a connected trail system, and the preservation and enhancement of the natural environment and cultural resources.

- H. Concurrent Applications: In addition to this application, REZ2022-00032, Digital Gateway North, and REZ2022-00036, Compass Data Centers, have been reviewed and processed currently with this application. The figure below depicts the various rezoning applications that have been submitted to the County within the CPA study area.

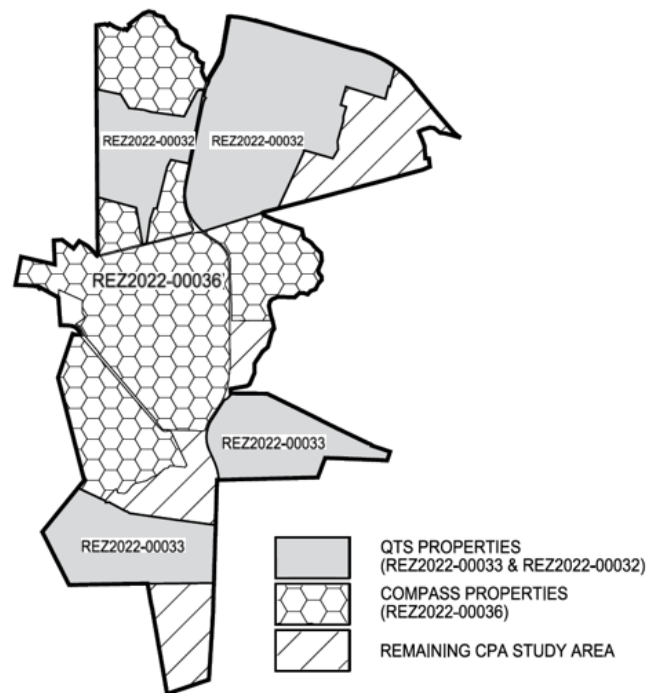


Figure 1: PW Digital Gateway Rezoning Locations within the CPA Study Area

STAFF RECOMMENDATION

Staff recommends that the Planning Commission recommend denial of Rezoning #REZ2022-00033, Digital Gateway South, subject to proffers dated August 25, 2023, for the following reasons:

- Lack of Building Footprint and Site Layout: The MZP does not provide site layouts consistent with the information required for a MZP under Sections 32-280.02 and 32-700.23 and 32-700.21 of the Zoning Ordinance, which requires the location of all buildings and other structures, the proposed plan for all major sanitary sewers, water systems and storm water management and drainage improvements. The proposal is not consistent with the Comprehensive Plan, nor the CPA policies, that encourage the depiction of site layouts for rezonings and special use permits. Currently, the Master Corridor Plan (MCP) is proffered to general conformance with respect to (i) the general orientation of the buildings, (ii) the general locations of points of access to each Land Bay, and (iii) the extent of the LOD within each Land Bay. Proffered site layouts and building footprints are of the utmost importance for this project because the viewshed analysis is predicated on the proposed building height and building locations as they are depicted on the MCP; however, in this instance, the building locations and site layouts depicted in the MCP are for illustrative purposes. As such, the Applicant provides no assurances that the buildings will be located in these specific locations and layouts upon final buildout. Without proffered site layouts that depict building footprints, the County is provided less assurances that the massing and scale of buildings and resulting viewshed impacts presented in the viewshed study is what will result when the project is built out.
- Lack of Proffered Elevations: The Applicant has not proffered elevations of the data center buildings. Staff encourages the Applicant to proffer to substantial conformance with the building elevations provided in the MCP. Without substantial conformance to the elevations, the design of the building may look different than what is shown in the elevations. Currently, the Applicant only proffers the “quality and character” of the architectural designs, whereas the CPA policy encourages colored architectural elevations for rezonings and special use permits. Without proffered elevations, the County is provided less assurances that what is presented in the MCP for the building architecture will result when the project is built out.
- Waiver of Special Use Permit (SUP) to Permit Data Centers Outside of the Data Center Opportunity Overlay District: Staff does not support the approval of this waiver because the Application lacks building footprints, site layouts, and proffered elevations, and the SUP is the mechanism by which these specific details are typically provided. The equivalent level of detail has not been provided on the MZP. Additionally, the proffers provide uncertainty in the proposed buffers and supplemental landscaping, and the ability for the Planning Director and the Applicant to make substantial changes after the BOCS approval.
- Uncertainty in Viewshed Impacts Upon Final Buildout: While the viewshed study provided by the Applicant provides some level of foresight into the potential views from the 15 camera locations provided within the MNB, there remains a level of uncertainty as to what the final impacts to viewsheds will be once the project is fully built out. As described in the Community Design Plan Analysis and the Electrical Utility Service Plan Analysis sections of

this staff report, the following aspects of the proposal contribute to the uncertainty in viewsheds upon final buildout of the project: 1) Lack of commitment to required perimeter buffers and supplemental landscaping, 2) Lack of proffered site layout and building footprints, and 3) Other than substation locations, no information is provided about the proposed location of the electrical infrastructure on the property that will serve the facilities in each land bay, such as transmission lines.

- Target Densities: As proffered, the maximum floor area ratio (FAR) for each individual land bay is undefined. This provides no assurances that the proposal is in conformance with the targeted densities of the I-3, T/F Technology/Flex with a T-3 Transect designation, as provided for in the CPA.
- Ability to Make Changes: As proffered, the Planning Director is permitted to approve changes to various proffered elements based on their own subjective decision. If the Planning Director or other County staff are approving changes, it should be based on clear, expressed, and objective criteria. Furthermore, as proffered, the Applicant is providing significant flexibility to make substantive changes to the project after Board of County Supervisors approval. These include the following: Proffer 22, which permits the Director of Planning to approve changes to architecture, building material, and building colors; Proffer 23, which provides the Applicant significant flexibility with number of buildings, the building sizes, and the building layout/orientation after BOCS approval; Proffer 29, which permits the Applicant significant authority to make changes to the Development of the Master Landscape Plan and bypasses any meaningful input from County staff; Proffer 42, which permits the Sustainability Officer to approve alternative sustainability measures than are being proffered and approved by the BOCS; Proffer 45, which permits staff to make a subjective decision related to the type of noise mitigation measures acceptable for the project; Proffer 62, which permits the Director of Planning to approve extensions of time for proffer fulfillment; additionally, various proffers provide ultimate flexibility for the Applicant to modify the proposal after the BOCS approval.
- Significant Flexibility in Landscaping: As proffered, the Applicant is providing significant flexibility to dictate what landscaping will be provided through the proffers associated with the Master Landscape Plan, proposed limits of disturbance, reforestation areas, buffers, and tree save areas. Staff will have limited ability to evaluate this commitment against the goals of the Comprehensive Plan regarding landscaping.
- Proposed Electrical Infrastructure: Other than substation locations, no information is provided about the proposed location of the electrical infrastructure on the property that will serve the facilities in each land bay, such as transmission lines. Without this information, staff is not fully able to analyze the projects' impacts on the surrounding community, to include but not limited to impacts on viewsheds, proposed open space, proposed tree preservation areas, buffering, and site layout. By not including proposed transmission line corridors on the MZP, and as proffered to provide maximum flexibility for the location of these utility lines, the Applicant is likely causing these transmission corridors to be located in areas identified to preserve forests and sensitive environmental resources and cultural

resources, the perimeter buffers required by the DCSM, and the supplemental landscaping areas shown on the MZP.

- Inconsistencies with the Comprehensive Plan: The application is found to be inconsistent with the relevant components of the Community Design Plan, Cultural Resources Plan, Environment Plan, Electrical Utilities Services Plan, and the Transportation Plan in the Comprehensive Plan, and the Sustainability Focus Area of the PW Digital Gateway Study Area (CPA).
- Proffer Issues/Deficiencies: As currently written, many of the proffers contain technical errors, are contradictory, and contain non-descript verbiage, that may make enforcement of some of the proffers difficult. Additionally, some of the proffers contain larger policy issues that staff is unable to support (See Attachment H).
- Outstanding 4th Review Comments: There are many unresolved issues with the following agencies (see Attachment G): Transportation Department, VDOT, Watershed Management, Parks and Recreation, Land Development, Manassas National Battlefield Park, Conway Robinson State Park, County Archaeologist and Cemetery Preservation Coordinator, Historical Commission.

Comprehensive Plan Consistency Analysis

Long-Range Land Use: The property is designated I-3, T/F Technology/Flex with a T-3 Transect and POS, Parks and Open Space in the Comprehensive Plan.

- The requested O(M), Office Mid-Rise District does not implement the I-3, T/F Technology/Flex with a T-3 Transect designation. Only three Zoning Districts implement the Technology/Flex designation, they are PBD, Planned Business District, O(F), Office/Flex District, and M-2, Light Industrial District. While the Applicant requests PBD, only O(F) and M-2 are implementing districts. However, to modify the requested implementing district to better align with the I-3, T/F Technology/Flex with a T-3 Transect designation, the Applicant has proffered out/prohibited various uses, and limited the building height including rooftop mechanical equipment and parapets. This methodology is appropriate to help the O(M), Office Mid-Rise District come closer to aligning with the designation.

Level of Service (LOS): The LOS impacts for this proposed rezoning are being mitigated by the proffered monetary contributions, as follows:

Water Quality	\$75.00 per acre	+/- 342 acres	\$25,650
Fire and Rescue	\$0.61/sf of building area	Total potential building area = 3,700,000 sf	\$2,257,000
Total			\$2,282,650

Strategic Plan

Resilient Economy: The proposed rezoning is favorably aligned with the County's Resilient Economy objective to continue efforts to preserve and expand the commercial tax revenue base. The rezoning will result in an increased assessed tax value and commercial tax base.

Targeted Industry: The proposed use positively aligns with the strategic goal to create and support programs, policies and strategies that encourage profit-generating business expansion, new business development and redevelopment that enhances or complements targeted industries.

Sustainable Growth: The proposed rezoning is not favorably aligned with the County's Strategic Plan goals associated with sustainable growth. For an analysis of the proposal and its consistency with the Sustainability component of the CPA, see the Sustainability section of this staff report.

Environmental Conservation: The proposed rezoning is not favorably aligned with the County's Strategic Plan goals associated with environmental conservation. For an analysis of the proposal and its consistency with the Environmental Section of the Comprehensive Plan and the Green Infrastructure component of the CPA, see the Environmental Plan Analysis section of this staff report.

Transportation & Mobility: The proposed rezoning is favorably aligned with the County's Transportation & Mobility objective to improve multi-modal options by increasing pedestrian connectivity and providing multi-use trails. For an analysis of the proposal and its consistency with the Mobility Plan of the Comprehensive Plan and the Mobility component of the CPA, see the Transportation Plan Analysis section of this staff report.

Community Input

Notice of this application has been transmitted to property owners within 500 feet of the site. As of the date of this staff report, staff has received verbal and written feedback from the public and interested parties on this proposal. Also, at various times throughout the review of this project members of the public have spoken at Planning Commission meetings and Board of County Supervisors meetings.

The majority of comments can be categorized under the following themes that emerged from public feedback from those opposed to the project:

1. Concerns about the environmental impacts of the rezoning on the County's wildlife, water table, and supply, environmental resources, soils, and stormwater runoff.
2. Concerns about impacts on cultural and historic resources.
3. Concerns and opposition to the change of agricultural designated land to industrial for the development of data centers.
4. Request for additional studies to be conducted to further evaluate the feasibility and potential impact of the proposed development.

5. Concerns about impacts to adjacent uses including viewsheds, noise, and pollution.
6. Concerns about the long-term viability of data center technology and marketability.
7. Concerns about energy and water consumption, and sustainability.
8. Concerns about the need for additional transmission lines.
9. Concerns about increased traffic.
10. Concerns about the power infrastructure and potential pollution caused by supplying power to the project.

The majority of comments can be categorized under the following themes that emerged from public feedback from those in support of the project:

1. Support of anticipated economic activity generated by data centers, an identified targeted industry.
2. Support for the potential increase in commercial tax offering relief to residential tax burden and supporting County Infrastructure and services.
3. Support for the location offering access to existing transmission lines, fiber optics, and available land.
4. Support for the widening of Pageland Lane and other roadway improvements to relieve traffic.
5. Support for reevaluating the land use as it is no longer “rural.”

Comments from Others

Due to the proximity to the **Manassas National Battlefield Park (MNBP), The United States Department of the Interior, National Park Service (NPS)**, was sent the proposal for review and comment. In summary, the NPS has determined that the proposed project will adversely affect MNBP and does not provide sufficient modifications to mitigate the impacts to the battlefield. NPS believes that the full extent of the impacts are unclear. Within the project area there are significant resources that are not being properly assessed through the evaluations provided in the application, notably the resources associated with historically marginalized communities. Prior to any further evaluation of the proposed project, the NPS requests that the studies, research, and investigations mentioned in their attached comment letter be completed. In addition, further investigation into potential mitigation of the effects to the battlefield are necessary in order to continue to protect and preserve these resources for future generations to enjoy and understand. Additionally, the projects transportation improvements have a critical impact on the park’s strategic goals, specifically the threat posed by increased traffic.

The viewshed analysis and updated exhibits provided in this submission of the rezoning application highlights the adverse impact that the proposed development will have on the battlefield. From multiple points within the battlefield, there will be significant viewshed impacts that will not be mitigated by the proposed mitigations of tree plantings nor can they be mitigated by other means. Additionally, the analysis is flawed and misrepresents and diminishes potential impacts in critical

areas of the battlefield. The proposed plantings are insufficient to mitigate the visual effects and additional mitigation is required. The viewshed modeling is deceiving due to the muted color palette which are helpful for the Applicant to portray that they are screening the effects of their facilities when intermittently visible through vegetation, however the substation will be entirely visible and thus the muted tones of the facilities will be insufficient to provide a meaningful mitigation. In addition to the inaccuracies of the modeling, the proposed planting types consist of trees that do not ensure longevity of the screening with a limited 3-year maintenance and replanting commitment. After this period, the battlefield is at risk of losing this mitigation and incurring additional adverse effects further degrading the historic integrity and visitor experience. The viewshed analysis methodology used does not account for the true nature of the park's visitor use.

To mitigate the visual effects from the proposed facilities, NPS requests the buildings be lowered to the PW Digital Gateway CPA prescribed height of 45 feet.

Prior to any further evaluation of this project, NPS requests that the studies, research, and investigations mentioned in their comment letter be completed. In addition, further investigation into potential mitigation to the effects to the battlefield are necessary in order to continue to protect and preserve these resources for future generations to enjoy and understand. Additionally, any of the aforementioned amendments proposed by MNBP in their comment letter should be adopted in future submissions. The outcome of these studies may additionally necessitate further amendments and mitigations which must be considered as a part of this as an informed iterative process. To review the entire letter, see Attachment G.

Additionally, due to the proximity to the **Conway Robinson State Park, the Virginia Department of Forestry** was sent the proposal for review and comment. In summary, the Department of Forestry believes that the rezoning could have substantial impacts on the local forest and associated ecosystem services, which consist of flood mitigation, water quality, clean air, habitat for forest and aquatic biodiversity, and scenic value. The Department of Forestry raised concern about the loss of open space land and riparian forest, fragmentation and loss of ecosystem functions. They also mentioned that the park provides recreational opportunities to the public and is a working forest and request consultation with VDOT about any projects that may increase access to the Conway Robinson State Forest Property. To review the entire letter, see Attachment G.

Legal Issues

If the rezoning is approved, the site could be developed with data center uses, along with associated modifications, as proffered. If the rezoning is denied, the site can continue to be utilized for by-right uses under the current A-1, Agricultural Zoning District. Legal issues resulting from the Planning Commission's action are appropriately addressed by the County Attorney's Office.

Timing

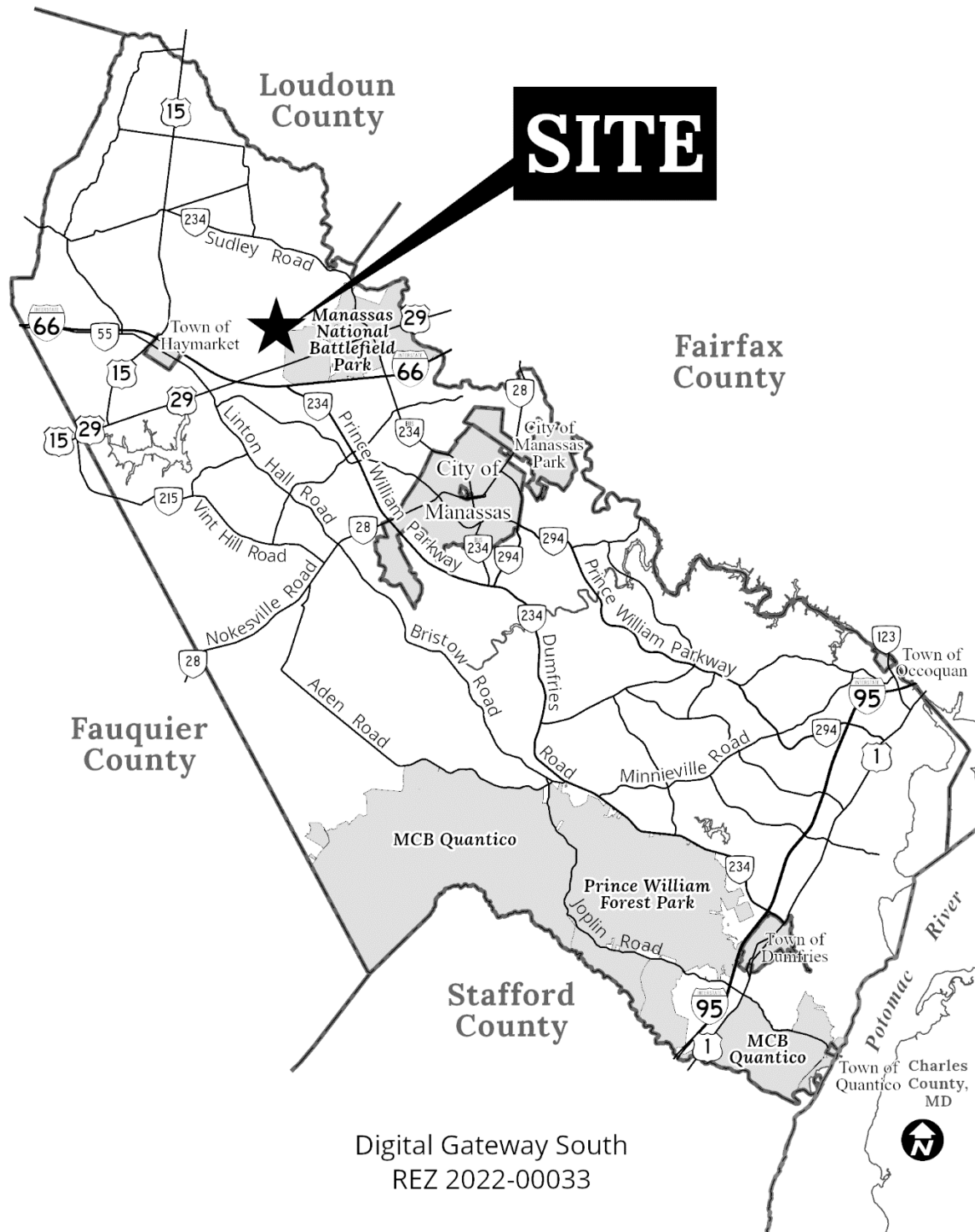
The Planning Commission has until February 6, 2024, which is 90 days from the first public hearing date, to take action. A recommendation to approve or deny the request would meet the 90-day requirement.

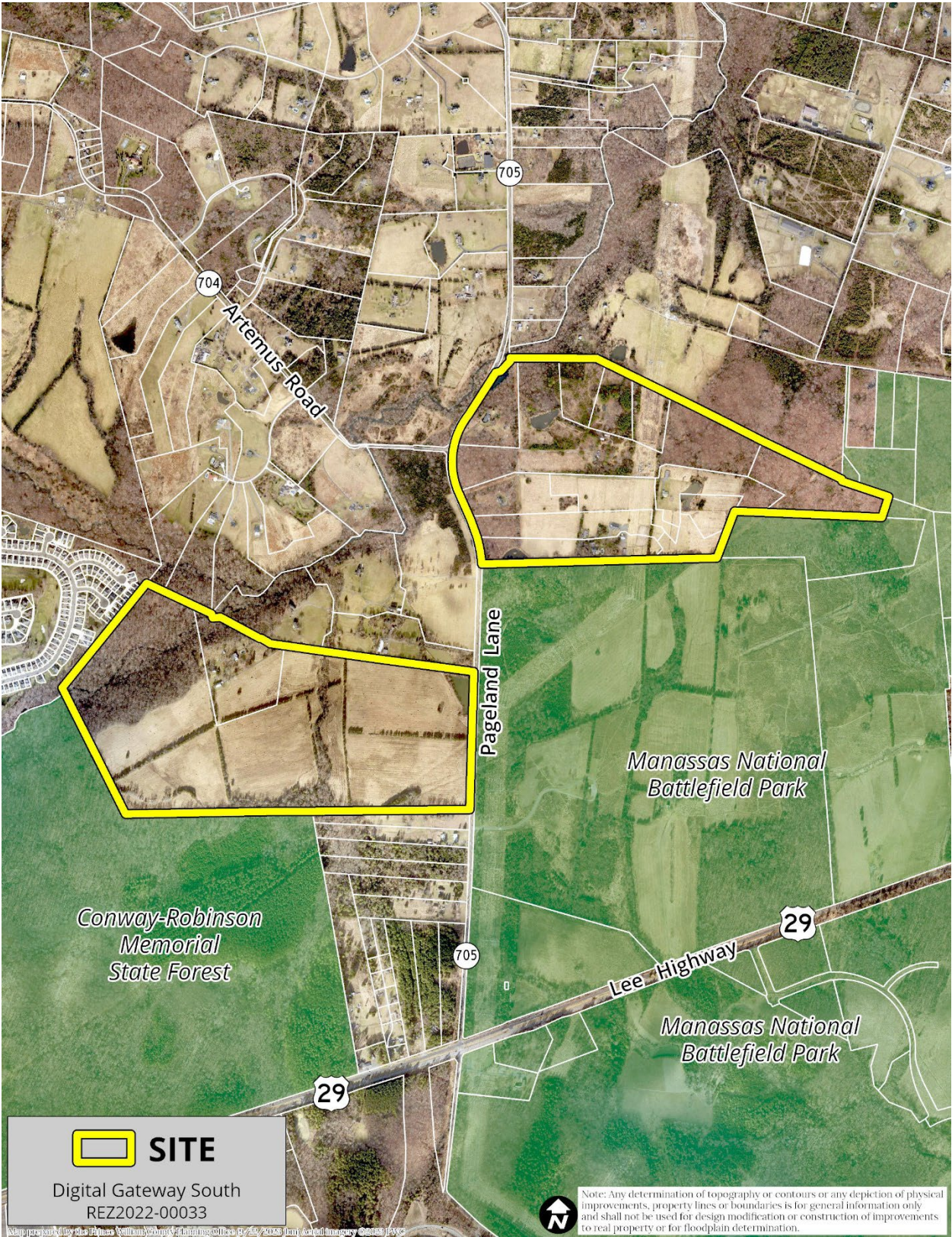
STAFF CONTACT INFORMATION

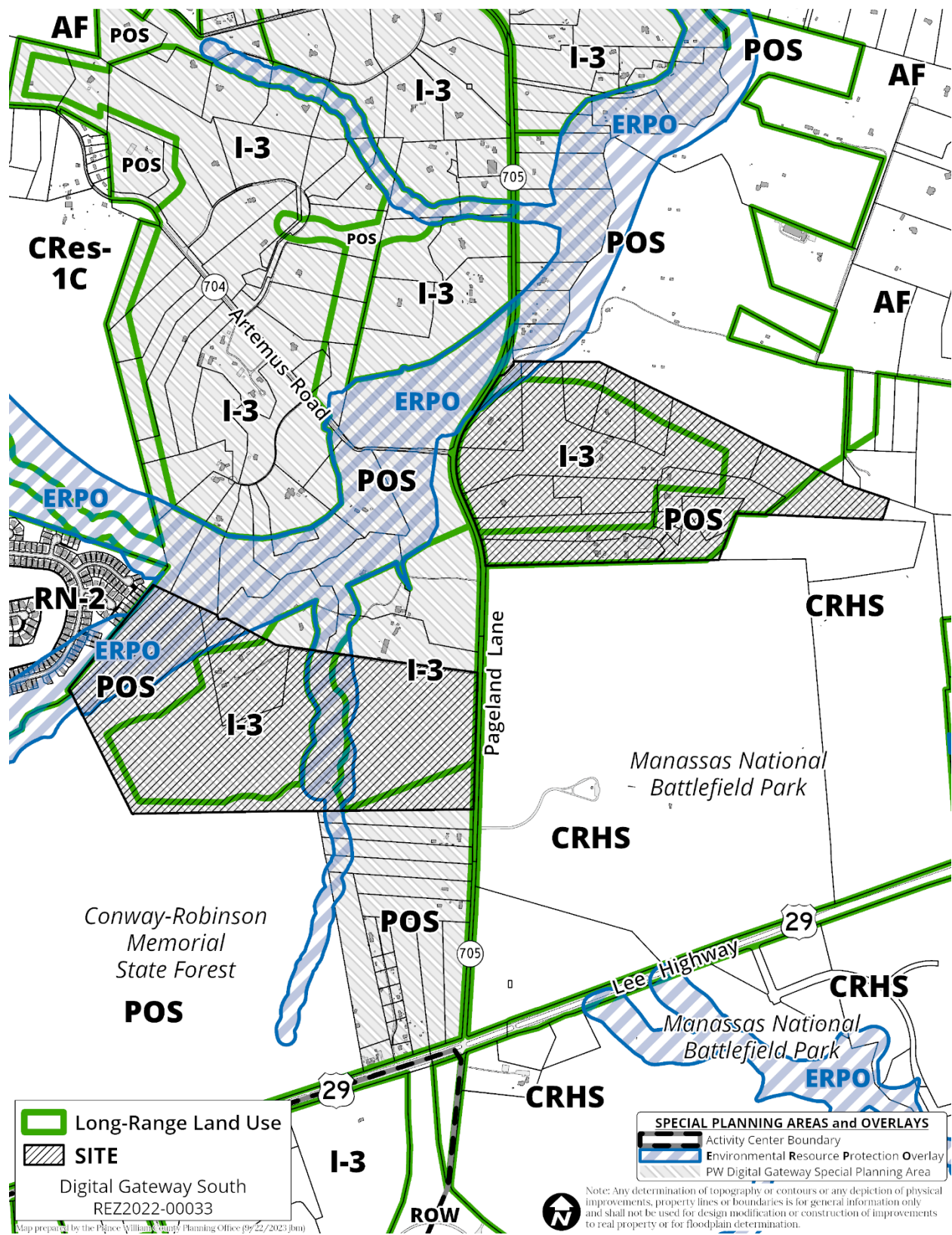
Christopher Perez | (703) 792-8050
cperez@pwcva.gov

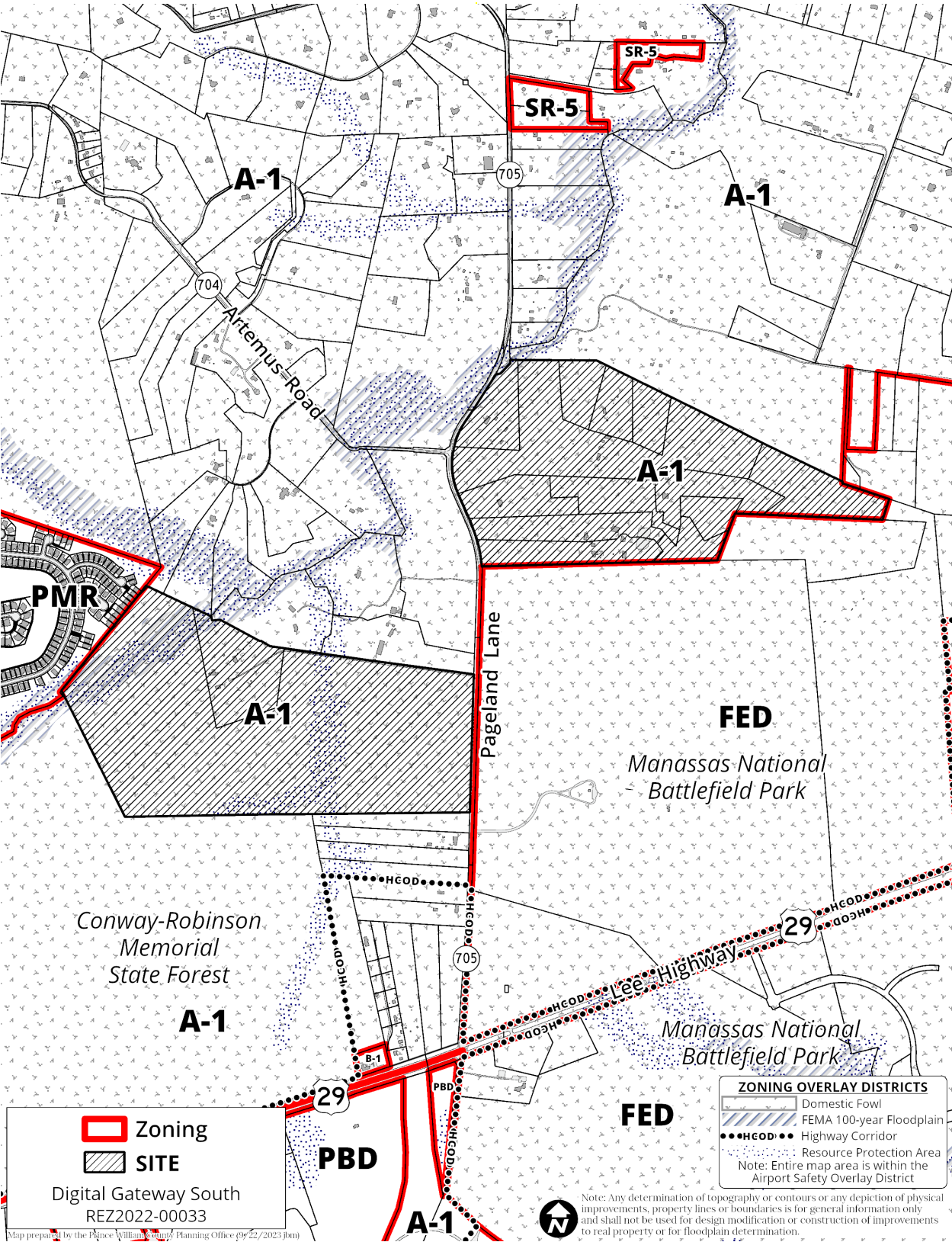
ATTACHMENTS

Attachment A - Proffers
Attachment B - Master Zoning Plan (MZP)
Attachment C - Environmental Constraints Analysis (ECA)
Attachment D - Master Corridor Plan (MCP)
Attachment E - Viewshed Analysis and Line of Sight /Cross Section Exhibits
Attachment F - Historic Commission Resolution
Attachment G - Review Agency Comments on 4th Submission
Attachment H - Proffer Issues/Deficiencies
Attachment I - Sustainability Commission Resolution
Attachment J - Transportation Infrastructure Improvements Concept Plan









Part I. Summary of Comprehensive Plan Consistency

Staff Recommendation: DENIAL

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	No
Cultural Resources	No
Economic Development	Yes
Environmental	No
Fire & Rescue	Yes
Parks, Open Space and Trails	Yes
Police	Yes
Potable Water	Yes
Sanitary Sewer	Yes
Electrical Utilities Services	No
Transportation	No

The above mentioned sections that have a “no” listed under plan consistency have been determined to be inconsistent with the relevant components of the Comprehensive Plan. These sections are weighted heavier than the sheer number of sections that received a “yes” and were found to be consistent with the relevant Comprehensive Plan section.

While there is no Comprehensive Plan chapter focused on sustainability, it is identified as a focus area in the Prince William County 2021-2024 Strategic Plan. The Sustainability component of the CPA provides additional policies and action strategies that apply specifically to Study Area.	
Sustainability	No

Part II. Comprehensive Plan Consistency Analysis

The following tables summarizes the area characteristics and are broken down by the various Land Bays of the project:

Direction	Land Use	LRLU	Zoning
North of Land Bays A & B	<ul style="list-style-type: none"> Private residential parcels that are inside the CPA study area but are not currently part of a rezoning application. 	<ul style="list-style-type: none"> POS and I-3 	<ul style="list-style-type: none"> A-1

Staff Analysis

	<ul style="list-style-type: none"> • Portions associated with REZ2022-36 Compass Data Centers 	<ul style="list-style-type: none"> • POS 	<ul style="list-style-type: none"> • Requested rezoning from A-1 to PBD
South of Land Bays A & B	<ul style="list-style-type: none"> • Conway Robinson Memorial State Forest 	<ul style="list-style-type: none"> • POS 	<ul style="list-style-type: none"> • A-1
East of Land Bays A & B	<ul style="list-style-type: none"> • Pageland Lane • Manassas National Battlefield Park 	<ul style="list-style-type: none"> • ROW • CRHS 	<ul style="list-style-type: none"> • FED
West of Land Bays A & B	<ul style="list-style-type: none"> • Heritage Hunt Community • Conway Robinson Memorial State Forest 	<ul style="list-style-type: none"> • RN-2 • POS 	<ul style="list-style-type: none"> • PMR • A-1

Direction	Land Use	LRLU	Zoning
North of Land Bays C & D	<ul style="list-style-type: none"> • Private residential parcels that are inside the CPA study area but are not currently part of a rezoning application 	<ul style="list-style-type: none"> • POS 	<ul style="list-style-type: none"> • A-1
South of Land Bays C & D	<ul style="list-style-type: none"> • Manassas National Battlefield Park 	<ul style="list-style-type: none"> • CRHS 	<ul style="list-style-type: none"> • FED
East of Land Bays C & D	<ul style="list-style-type: none"> • Manassas National Battlefield Park • Private residential parcels that are inside the CPA study area but are not currently part of a rezoning application. 	<ul style="list-style-type: none"> • CRHS • POS 	<ul style="list-style-type: none"> • FED • A-1
West of Land Bays C & D	<ul style="list-style-type: none"> • Pageland Lane • Private residential parcels that are inside the CPA study area but are not currently part of a rezoning application. • Portions associated with REZ2022-36 Compass Data Centers 	<ul style="list-style-type: none"> • ROW • POS • POS and I-3 	<ul style="list-style-type: none"> • A-1 • Requested rezoning from A-1 to PBD

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 Long-Range Land Use Chapter of the Comprehensive Plan states the policies and action strategies in support of the County's goal to promote a Countywide pattern of land use that encourages fiscally sound development and achieves a high-quality living environment. The Land Use component of the PW Digital Gateway Special Study Area provides additional policies and action strategies that apply specifically to the Study Area.

The CPA recommends Pageland Lane as a technology corridor promoting opportunities for the expanding data center industry. The Study Area is primarily intended for data center and associated uses. Other industrial uses within the corridor are discouraged.

The Properties are designated I-3, T/F Technology/Flex with a T-3 Transect, POS, Parks and Open Space and CRHS, County Registered Historic Site in the Comprehensive Plan.

Long Range Land Use Map Designation	Intended Uses and Densities										
I-3, T/F Technology/Flex with a T-3 Transect	<p>The purpose of the industrial classifications is to provide areas for a range of industrial and employment uses which promote a diverse tax base, encourage economic vitality, and support at place employment. Retail/retail service uses may be located to support the needs of those employed within the greater industrial area. Within an industrial designated area, the more intense uses shall be located in the core of the area and transition to less intense uses at the periphery. Data Centers and distribution and fulfillment centers are discouraged in I-2.</p> <p>Technology/Flex permits the following uses:</p> <p>Primary Uses</p> <table> <tr> <td>Flex Space</td><td>Light Industrial</td></tr> <tr> <td>Technology, Warehousing & Logistics</td><td>Advanced Manufacturing</td></tr> <tr> <td>Data Center</td><td></td></tr> </table> <p>Secondary Uses</p> <table> <tr> <td>Retail & Service</td><td>Office</td></tr> <tr> <td>Institutional</td><td></td></tr> </table> <p>Implemented Zoning Districts: O(F), M-2, PBD Minimum Open Space: 30% of the site Mix of Uses: Residential: 0%; Non-Residential: 95-100%; Civic: 0-5% Target FAR: 0.23-0.57 Target Building Height: 3-5 stories</p>	Flex Space	Light Industrial	Technology, Warehousing & Logistics	Advanced Manufacturing	Data Center		Retail & Service	Office	Institutional	
Flex Space	Light Industrial										
Technology, Warehousing & Logistics	Advanced Manufacturing										
Data Center											
Retail & Service	Office										
Institutional											

POS, Parks and Open Space	The purpose of this classification is to designate existing and projected parks, open space, and recreational areas of the County. This classification designates all existing federal, state, and local parks, and planned parks within the County. These areas allow for either active or passive activities or in some cases both types of uses may occur. Those areas that are dedicated open space may be planned for passive use provided there are no restrictions associated with the land. For properties within the Arts & Entertainment overlay, uses may include an equestrian center, fairgrounds, small arena, indoor track and field, or pool facility.
CRHS, County Registered Historic Site	This classification is designed to protect important cultural resources. Cultural resources include architectural, archaeological, and historical resources. CRHS designations that are mapped on the Long-Range Land Use Plan Map include existing sites and districts that have a preservation easement or are either listed, pending, or deemed eligible for listing on the National Register of Historic Places or Virginia Historic Landmarks Register; are incorporated in an Historic Overlay District or other zoning overlay district; are recorded as part of the Historic American Building Survey or the Historic American Engineering Record; or has been selected for inclusion in the annual evaluation and update of such list by the Historical Commission and approved by the Board of County Supervisors.
ERPO, Environmental Resources Protection Overlay	Includes areas located in sensitive environmental places in which special building regulations and restrictions operate in order to help to maintain natural integrity. The purpose of the Environmental Resource Protection Overlay is to maintain natural spaces, provide a safe environment for residents, control the safety of houses, keep the surface water clean, preserve habitats of wild animals, maintain slope and soil stability, as well as maintaining open spaces between buildings. Environmental Resources areas include all 100-year floodplains as determined by the Federal Emergency Management Agency ("FEMA"), Flood Hazard Use Maps or natural 100 year floodplains as defined in the DCSM, and Resource Protection Areas ("RPAs") as defined by the Chesapeake Bay Preservation Act. In addition, areas shown in an environmental constraints analysis submitted with a rezoning or special use permit application with wetlands; 25 percent or greater slopes; areas with 15 percent or greater slopes in conjunction with soils that have severe limitations; soils with a predominance of marine clays; public water supply sources; and critically erodible shorelines and stream banks. These areas should be considered as open space or part of an open space corridor. ERPO areas should not be deducted in density calculations for Activity Centers, Redevelopment Corridors, Small Area Plans and areas where Targeted Industries are to be developed. In areas with 25 percent or greater slopes and areas with 15 percent or greater slopes in conjunction with soils that have severe limitations that are to be disturbed by a proposed development, enhanced stabilization and stormwater protections should be provided during construction. In addition, to the extent required, stabilization should be provided for such remaining areas that will not be disturbed.

The Property is encumbered by and proximate to high voltage transmission lines and multi-carrier fiber optic lines, making this area uniquely well suited for data centers requiring power infrastructure and high-speed connectivity. The proposed rezoning requests data centers as the primary use, which is consistent with the CPA, with necessary supportive electric infrastructure/substation areas. Ancillary, secondary uses such as office uses are limited to a maximum of ten percent (10%) of the total gross floor area of any building.

The target density in the I-3, T/F Technology/Flex with a T-3 Transect designation is between 0.23-0.57 FAR. However, the CPA encourages development in the Southern District of the CPA Study Area to develop at the lower end of the T-3 Transect density. As proffered, the overall FAR for the rezoning is 0.25. However, the maximum FAR for each individual land bay is undefined. This allows any single land bay to potentially carry more FAR than targeted in the CPA. For example, Land Bay A could be at 0.65 FAR, if Land Bay B was at 0.16 FAR, if Land Bay C was 0.16 FAR, and Land Bay D had 0 FAR, because it's only planned for substations. With this scenario the overall FAR would be 0.24 FAR; however, this does not meet the CPA policy. As proffered, there is no assurance that the proposal is in conformance with the targeted densities encouraged in the Southern District of the CPA Study Area. To remedy this issue, the Applicant is encouraged to specify a FAR transfer maximum that ensures no single land bay develops above 0.25 FAR and still allows the transfer of undeveloped square footage from one land bay to another.

The CPA encourages building heights in the Southern District of the CPA Study Area to be limited to 45 feet inclusive of parapets and/or screen walls that screen rooftop mechanical equipment, unless a viewshed analysis is provided that shows, at the studied building height, either no impacts to viewsheds from Manassas National Battlefield Park or a mitigated impact to viewsheds from Manassas National Battlefield Park. The Applicant proposes 60 foot maximum building heights (inclusive of rooftop mechanical equipment and parapets). Each building may contain no more than one elevator penthouse that is up to ten feet in height and limited to no more than two (2) percent of the total square footage of the entire building roof area, depicted in an exhibit to the Proffer Statement. The elevator penthouse was considered in the Applicant's viewshed analysis but does not count towards the building height.

To comply with the CPA policy related to height, the Applicant provided viewshed analysis and line of sight/cross section exhibits to show the anticipated impacts to viewsheds from Manassas National Battlefield Park. The viewshed analysis accounts for maximum building heights, plus the very modest portion of the roof area (2 percent or less) for elevator penthouses, in addition to substation areas at a maximum of 75 feet in height. The analysis was conducted during leaf-off conditions (i.e. winter). During the months when foliage is present (i.e. spring, summer), enhanced screening would be expected. Additionally, the Applicant provided viewshed analysis and line of sight/cross section exhibits from the nearby Heritage Hunt Community (see Attachment E). For a detailed analysis of the impacts to viewsheds, see the Community Design section of this staff report. For the purposes of the Long Range Land Use compliance related to targeted building height in the Comprehensive Plan and CPA; the project is in compliance with both.

Proposal's Strengths

- Target Building Heights in the CPA: The Applicant proposes 60 foot maximum building heights (inclusive of rooftop mechanical equipment and parapets). To comply with the CPA policy, they have provided viewshed analysis and line of sight /cross section exhibits. For a detailed analysis of the impacts to viewsheds, see the Community Design section of this staff report. For the purposes of the Long Range Land Use compliance related to targeted building height in the Comprehensive Plan and CPA; the project is in compliance with both.
- Primary Uses Within the Technology/Flex Designated Areas: The primary uses within the Technology/Flex designated areas of the Study area are data centers and accessory uses. The proffers state that data centers and accessory uses and structures are the uses anticipated for the project. A maximum of 10 percent ancillary and secondary uses are permitted. The proposed uses for the project are in line with what was anticipated as the primary uses within the Technology/Flex designated areas in the CPA and fall in line with DGLU 1.1.
- Delivery of Targeted Industry: The primary uses being proposed with the rezoning are data centers and accessory uses. These uses are among businesses with targeted industry status by the Department of Economic Development.
- Existing Infrastructure: The site is abutting existing power infrastructure.

Proposal's Weaknesses

- Land Use & Zoning Implementation: The requested O(M), Office Mid-Rise District does not implement the I-3, T/F Technology/Flex with a T-3 Transect designation. Only three Zoning Districts implement the Technology/Flex designation, they are PBD, Planned Business District, O(F), Office/Flex District, and M-2, Light Industrial District. While the Applicant requests PBD, only O(F) and M-2 are implementing districts. However, to modify the requested implementing district to better align with the I-3, T/F Technology/Flex with a T-3 Transect designation, the Applicant has proffered out/prohibited various uses, and limited the building height including rooftop mechanical equipment and parapets. This methodology is appropriate to help the O(M), Office Mid-Rise District come closer to aligning with the designation. However, the implementation of the Technology/Flex designation remains an issue, and, as proffered any single land bay can potentially carry more FAR than targeted in the CPA.
- Target FAR in the CPA: The CPA encourages development in the Southern District of the CPA Study Area to develop at the lower end of the T-3 Transect density. The target density in the I-3, T/F Technology/Flex with a T-3 Transect designation is between 0.23-0.57 FAR. As proffered, the overall FAR for the rezoning is 0.25. However, the maximum FAR for each individual land bay is undefined. This allows any single land bay to potentially carry more FAR than targeted in the CPA. As such, the CPA's Long Range Land Use DGLU 1.2 policy is not complied with. To remedy this issue, the Applicant is encouraged to specify a FAR transfer maximum that ensures no single land bay develops above 0.25 FAR and still allows the

transfer of undeveloped square footage from one land bay to another.

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

Community Design Plan Analysis

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

The Community Design section of the CPA provides additional policies and action strategies that apply specifically to the Study Area. The PW Digital Gateway Special Study Area recommends Pageland Lane as a technology corridor promoting opportunities for the expanding data center industry. Development within the Study Area should prioritize context sensitive design considerations towards adjacent land uses, historic viewsheds, and natural resources. Protection of historic viewsheds is important to the economic development of Prince William County, as well as preservation of significant national history. The policies contained within are necessary to provide these protections, and proposed uses need to address these issues as a matter of mitigating the impacts of their proposed uses and structures. The following are features of this application that affect community design.

Building Height

The CPA encourages building heights in the Southern District of the CPA Study Area to be limited to 45 feet inclusive of parapets and/or screen walls that screen rooftop mechanical equipment, unless a viewshed analysis is provided that shows, at the studied building height, either no impacts to viewsheds from Manassas National Battlefield Park or a mitigated impact to viewsheds from Manassas National Battlefield Park. As mentioned earlier in this staff report, the Applicant proposes 60 foot maximum building heights (inclusive of rooftop mechanical equipment and parapets). To comply with the CPA policy related to height, the Applicant provided viewshed analysis and line of sight/cross section exhibits to show the anticipated impacts to viewsheds from Manassas National Battlefield Park. Additionally, the Applicant provided a viewshed analysis and line of sight/cross section exhibits from the nearby Heritage Hunt Community (see Attachment E). A detailed analysis of the viewshed studies are provided below.

Viewshed Analysis from/to Manassas National Battlefield Park

Line of Sight/Cross Section Exhibits: The Applicant provided line of sight/cross section exhibits, which are titled, *"Viewshed Study: General Massing and Rooflines of QTS Southern Landbays: A - D Cross*

Sections as seen from: Manassas National Battlefield Park". The study provides views from 6 different vantage points into various portions of the Southern application area. These views are from camera locations 1, 3, 5, 6, 9, and 15 (see Figure 1 below, which is an overview map that provides guidance as to the direction of the views presented). Below are two line of sight/cross section views for camera location 1. The first is from camera location 1 into Land Bay B and Land Bay A, which spans 0.76 miles. The second is from camera location 1 into Land Bay C, which spans 0.80 miles. To view the entire study, see Attachment E.

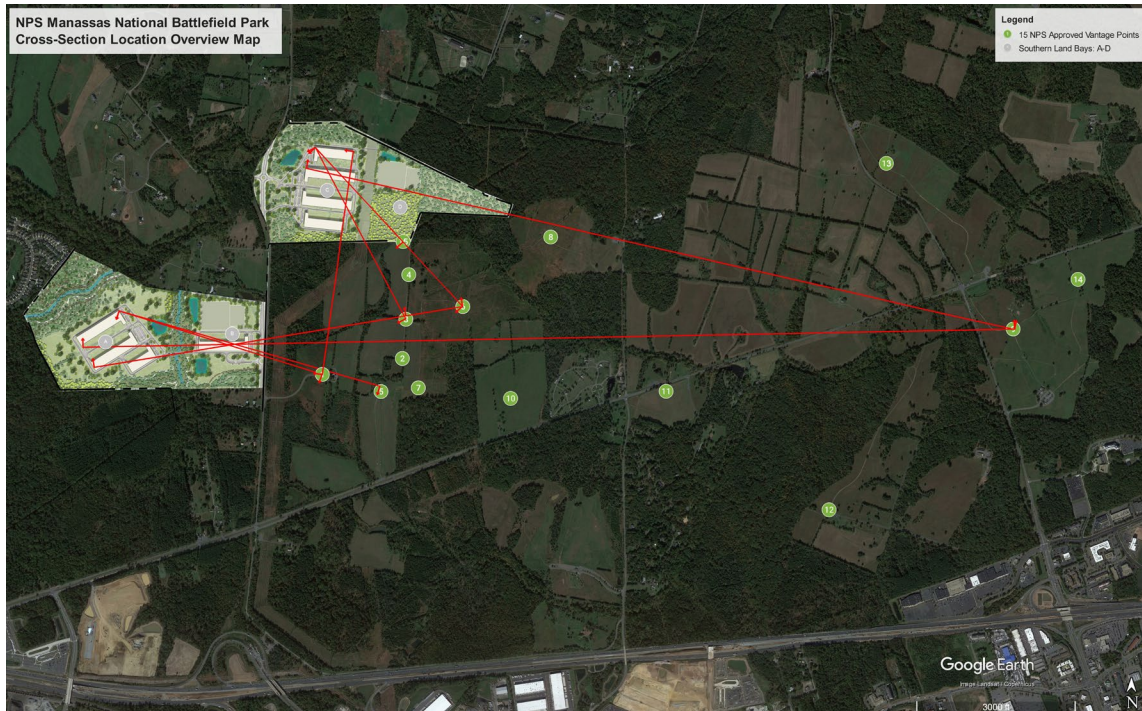


Figure 1: MNPB Location Overview Map

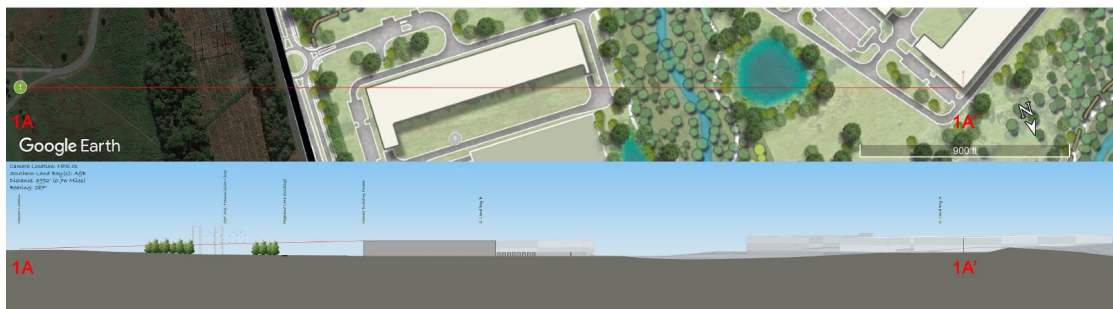


Figure 2: Line of Sight/Cross Section Exhibit

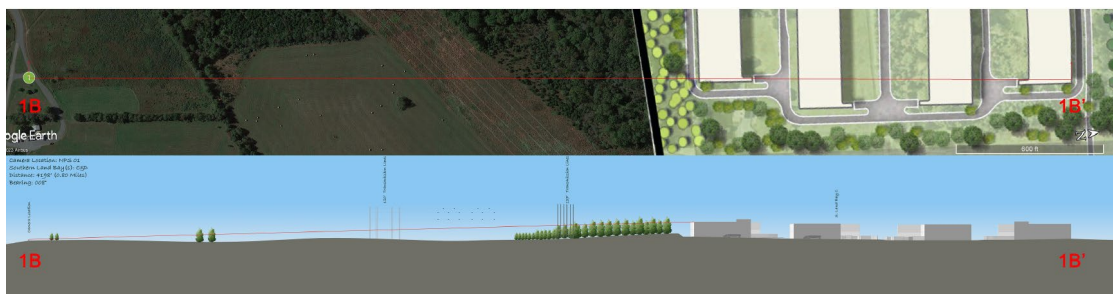


Figure 3: Line of Sight/Cross Section Exhibit

Findings: The proposed buildings and substations are located considerable distances from the camera locations, with large amounts of trees, and varied topography between the proposal and the MNBP.

Viewshed Study: The Applicant also provided the viewshed study titled *"Viewshed Study: General Massing and Rooflines of QTS Southern Landbays: A - D as seen from: Manassas National Battlefield Park."* The study provides views from 15 different vantage points into various portions of the Southern application area, and these views are from camera locations 1 through 15 (see Figure 4 below, which is an overview map that provides guidance as to the direction of the views presented). The study depicts electric substation locations and heights, proposed maximum building heights, and proposed elevator penthouse heights. To view the entire study, see Attachment E.

Below are views from Camera 1, which provides the most notable example of visibility as seen from the MNBP. In this view the buildings are visible, however, they are below and within the treeline. The mitigating factors of building height limitations, distance, topography, earthtone building color, and existing vegetation contribute to the above finding.



Figure 4: MNBP Photo Location Map



Figure 5: Viewshed Study from Camera 1 (Building & substation outlines are being shown behind the trees) - visible.



Figure 6: Viewshed Study from Camera 1 (Building and substation being shown in white to highlight locations) - visible.



Figure 7: Viewshed Study from Camera 1 (proposed condition) - mitigated visibility.
Buildings being shown in the proffered earthtone colors.
 The picture has been marked with red arrows to highlight locations - the visibility has been mitigated.



Figure 8: MNBPP Photo Location Map



Figure 9: Viewshed Study from Camera 1 (building & substation outlines are being shown behind the trees) – not visible.



Figure 10: Viewshed Study from Camera 1 - not visible.

Findings: The study shows, at the studied building height, that the proposed buildings and substations are visible from some of the camera locations provided; Camera 1 into Land Bays A & B, Camera 2 into Land Bays A & B, Camera 4 into Land Bays C & D, Camera 5 into Land Bays A & B, and Camera 15 into Land Bays C & D. However, as proffered the visibility depicted from these camera locations has been mitigated. The mitigating factors of building height limitations, distance, topography, earthtone building color, existing vegetation, and proposed plantings contribute to the above findings. However, as mentioned below, there remains an unknown level of uncertainty in the impacts to viewsheds.

Uncertainty in Viewshed Impacts Upon Final Buildout: While the viewshed study provides some level of foresight into the potential views from the 15 camera locations provided within the MNBP, there remains a level of uncertainty as to what the final impacts to viewsheds will be once the project is fully built out. As described in the Community Design Plan Analysis and the Electrical Utility Service Plan Analysis sections of this staff report, the following aspects of the proposal contribute to the uncertainty in impacts to viewsheds upon final buildout of the project:

- Lack of commitment to required perimeter buffers and supplemental landscaping
- Lack of proffered site layout and building footprints
- Other than substation locations, no information is provided about the proposed location of the electrical infrastructure on the property that will serve the facilities in each land bay, such as transmission lines.

Viewshed Analysis from/to Heritage Hunt Community

Line of Sight/Cross Section Exhibits: The Applicant provided line of sight/cross section exhibits, which are titled, *"Viewshed Study: General Massing and Rooflines of QTS Southern Landbays: A and B Cross-Sections as seen from: Heritage Hunt Community."* The study provides views from 2 different vantage points into various portions of the Southern application area, these views are from camera locations 3 and 4 (see Figure 11 below for a visual guide). Below are the views from Camera 3 and Camera 4 into Land Bay A, which spans nearly half a mile. These same line of sight/cross section exhibits can also be viewed in Attachment E.



Figure 11: Heritage Hunt Community Overview Map



Figure 12: Line of Sight/Cross Section Exhibit

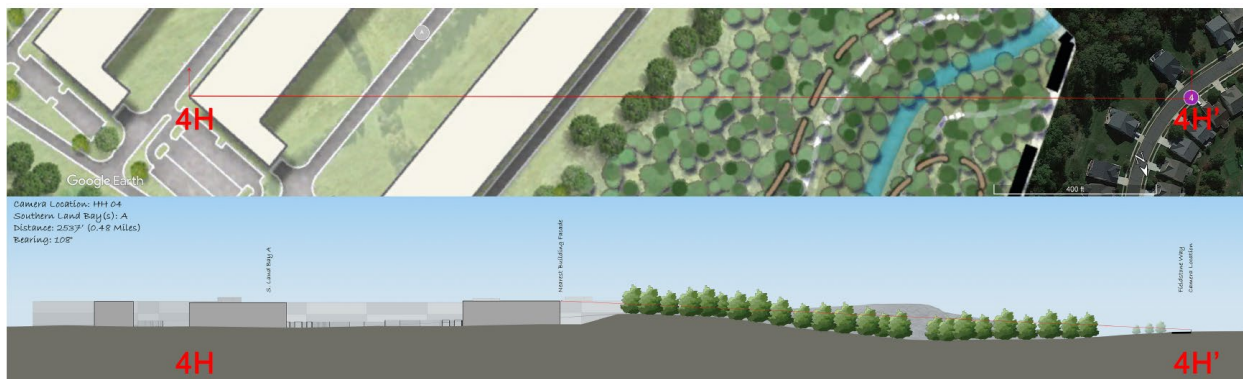


Figure 13: Line of Sight/Cross Section Exhibit

Findings: The proposed buildings and substations are located considerable distances from the camera locations, with large amounts of trees, and varied topography between the proposal and the Heritage Hunt Community.

Viewshed Study: The Applicant also provided the viewshed study titled *"Viewshed Study: General Massing and Rooflines of QTS South Landbays: A and D as seen from: Heritage Hunt Community"*. The study provides views from 6 different vantage points into various portions of the Southern application area, and these views are from camera locations 1 through 6 (see Figure 14 below, which is an overview map that provides guidance as to the direction of the views presented). The study depicts electric substation locations and heights, proposed maximum building heights, and proposed elevator penthouse heights. Below are views from Camera 4, as this is a view that is not blocked by an existing residential dwelling unit. To view the full viewshed study, see Attachment E.

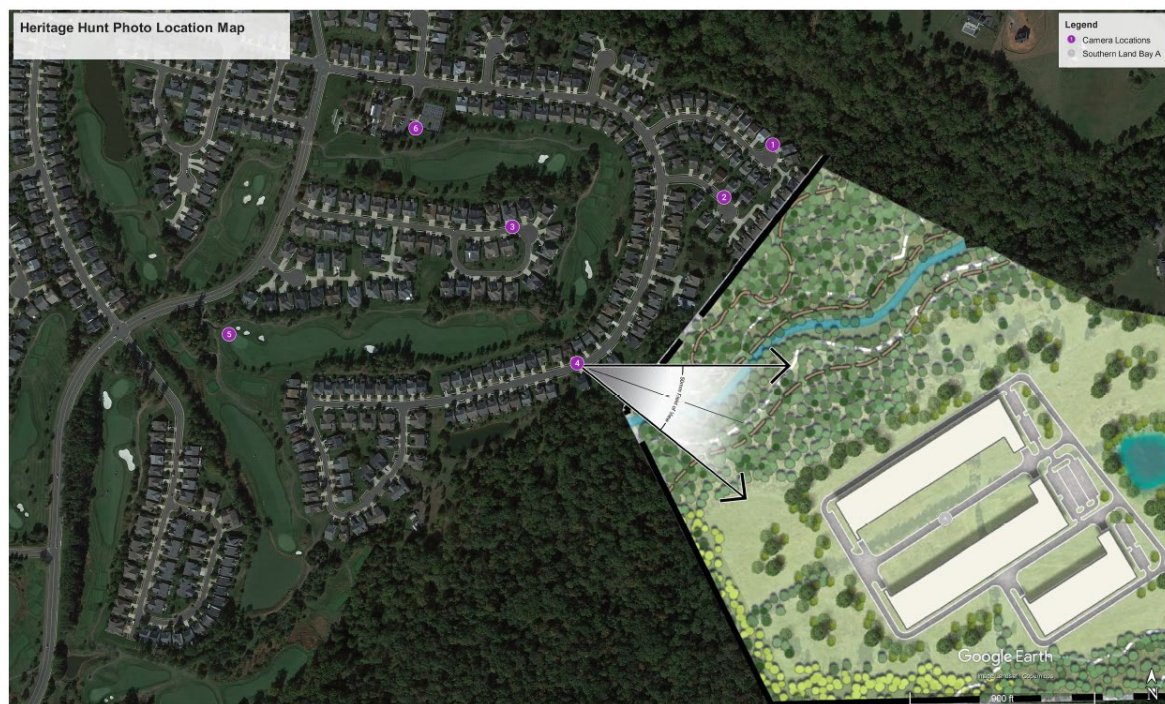


Figure 14: Heritage Hunt Community Photo Location Map



Figure 15: Viewshed Study from Camera 4 (Building outlines are being shown behind the trees) – not visible.

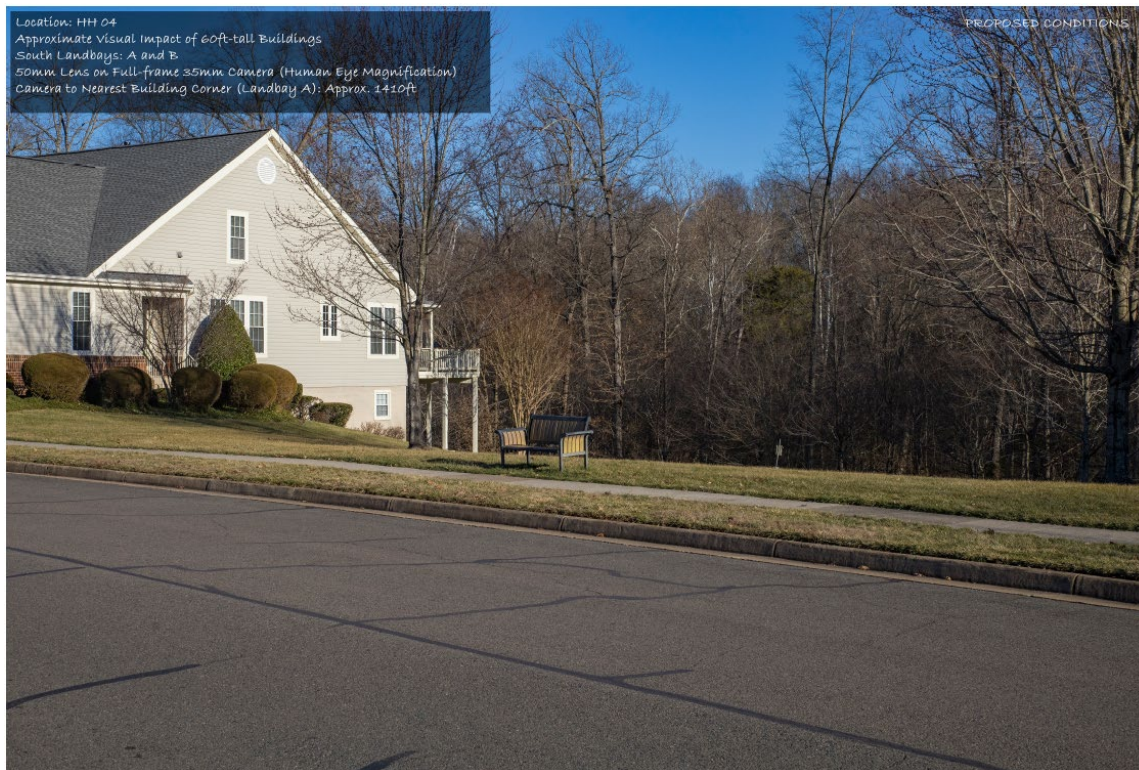


Figure 16: Viewshed Study from Camera 4 - not visible.

Findings: The study shows, at the studied building height, that the proposed buildings and substations are not visible from any of the camera locations provided. The mitigating factors of building height limitations, distance, topography, earthtone building color, existing vegetation, and proposed plantings contribute to the above findings. However, as mentioned above, while the viewshed study provides some level of foresight into the potential views from the various camera locations provided, there remains an unknown level of uncertainty as to what the final impacts to viewsheds will be once the project is fully built out. As described in the Community Design Plan Analysis and the Electrical Utility Service Plan Analysis sections of this staff report, the following aspects of the proposal contribute to the uncertainty in impacts to the viewsheds upon final buildout of the project:

- Lack of commitment to required perimeter buffers and supplemental landscaping
- Lack of proffered site layout and building footprints
- Other than substation locations, no information is provided about the proposed location of the electrical infrastructure on the property that will serve the facilities in each land bay, such as transmission lines.

Architecture

The Applicant has provided the “Prince William Digital Gateway Master Corridor Plan”, prepared by Land Design, dated January 2023 and revised August 2023 (the “MCP”), for illustrative purposes (see Attachment D). The MCP provides typical building elevations related to QTS’s proposed building designs. The Applicant has proffered that the quality and character of the architectural design for the Development shall be in substantial conformance with the building elevations shown on Page 36 of the MCP. Staff has encouraged the Applicant to proffer to substantial conformance with the building elevations. Without substantial conformance to the elevations, the design of the building may look different than what is shown in the elevations, as the only thing that is being proffered is the “quality and character” of the architectural designs.

The Applicant has not proffered the elevations; rather, they have proffered various design standards above those required in the Data Center Opportunity Overlay District. They proffered enhanced datacenter design standards of at least three design elements, which is an increase above the standard two required by Section 32-509.02.4(A) of the Zoning Ordinance. They proffered that the principal building facades of any data center building constructed on the Property that are visible from the public right-of-way shall avoid the use of undifferentiated surfaces by including at least 3 design elements as proffered. Additionally, principal building facades shall include at least 3 of the proffered standards. Additionally, the Applicant has also proffered that all building facades shall provide non-reflective and earthtone façade colors. While the Applicant has proffered the above, what is proposed is not consistent with the CPA policy that encourages colored architectural elevations for rezonings and special use permits. Without proffered elevations, the County is provided less assurances that what is being presented in the MCP for the building architecture will result when the project is built out.

Building Footprints and Site Layout

The CPA encourages all rezoning and special use permit applications to include site layouts within the MZP and/or GDP. Notably, this proposal requires a rezoning and a special use permit, because it is a

datacenter and substation proposal outside of the Data Center Opportunity Overlay District. The Applicant has requested to waive the SUP requirement as part of the rezoning.

As proposed, the MZP does not provide site layouts consistent with the information required for an MZP under Sections 32-280.02 and 32-700.23 and 32-700.21 of the Zoning Ordinance, which requires the location of all buildings and other structures, the proposed plan for all major sanitary sewers, water systems and storm water management and drainage improvements. Rather, the MZP delineates the Limits of Disturbance (LOD), development areas, right-of-way dedication, land bay entrances, the maximum acreage of substation areas, tree preservation, reforestation areas, supplemental landscape areas, buffers, trails, cemeteries, cultural resources, land dedication to NPS and for parks. Additionally, the MCP provides typical land bays associated with QTS's proposed building footprint and site layouts; however, this document is only for illustrative purposes, and is not proffered to strict conformance.

Additionally, Proffer 23 establishes "general conformance" with building footprints and land bays as shown on pages 40-45 of the Master Corridor Plan (MCP); however, the Applicant reserves the right to adjust the number of buildings and the dimensions of each building from those represented by the illustrative concepts, provided such changes otherwise are in general conformance with the MZP and these Proffers. As drafted currently, if there should be changes to the number and size of buildings, this may have a greater impact on viewsheds. By only providing illustrative concepts, there is no level of certainty of the final product at build out, and this gives the Applicant significant flexibility to make substantial changes to the project after the Board of County Supervisors approval. Staff does not support this proffer, and the Applicant is encouraged to revise the proffer to provide less flexibility and more assurances to the County and the public about the proposed site layout. The Applicant is encouraged to revise the proffer to be more definitive (i.e., "strict conformance"). Also, Proffer 23 references general conformance to the Master Corridor Plan; however, the Proffer Statement has the MCP as being for "illustrative purposes only". This appears to be in conflict.

The Applicant's latest comment response letter provides a compelling argument to not require building footprints associated with site layouts. However, such a decision to not require the information required by the Zoning Ordinance would need to be made by the BOCS with an approval of a waiver. At this time, such a waiver has not been submitted, nor requested by the Applicant.

If the BOCS agrees that building footprints and site layouts are not warranted and grants a waiver to not require them, the Applicant is also encouraged to revise the proffer to be more definitive (i.e., strict conformance). Also, Proffer 23 references general conformance to the MCP; however, the Proffer Statement has the MCP as being for "illustrative purposes only." This appears to be in conflict. Additionally, this proffer should be revised to correctly reference the pages associated with the MCP that are applicable to QTS layout of the buildings. The proffer currently lists pages 40-45; however, it appears it should be pages 42-47.

While staff understands the inherent need for flexibility, a detailed site layout that includes building footprints is required in the Zoning Ordinance per Sections 32-280.02 and 32-700.23 and 32-700.21, and the CPA encourages all rezoning and special use permit applications to include site layouts within the MZP and/or GDP.

For this project, the site layouts and building footprints are important for the project because the viewshed analysis is predicated on proposed building height and building locations that are depicted in the MCP; however, as mentioned above, the MCP is for illustrative purposes, and the Applicant provides no assurances that the buildings will be located in the specific locations and layouts. Without proffered site layouts that depict buildings footprints, the County is provided less assurances that what is being presented in the viewshed study is what will result when the project is built out.

Substation Locations and Screening

The CPA recommends that electrical infrastructure areas be located to the interior of proposed development and that screening and buffering be addressed. The Applicant proposes screening of substation areas that have an unobstructed and direct line of sight from MNBP, residentially zoned properties, or public road right-of-way. Land Bay A and Land Bay C do not contain electrical infrastructure areas. Land Bay B and Land Bay D each contain a 10 acre area reserved for electrical infrastructure; this is the planned location of substations associated with the proposal. Each of these areas is located interior to the site and is screened.

- Land Bay B: provides a 100 foot wide buffer and supplemental landscape area with a 6 foot tall berm proposed extending from the northern site entrance to the edge of the Land Bay. The Applicant has added a 30 foot wide supplemental landscape buffer behind the 50 foot buffer (80 foot wide landscape setback from Pageland right-of-way). These improvements aid in screening of the substation from the MNBP, which is directly across from the site on Pageland Lane.
- Land Bay D: Within this Land Bay, the Applicant proposes a 50 foot wide supplemental landscape area and 50 foot wide buffer along the northern boundary of this substation. Over 18 acres of preserved area (including 9 acres within the MNBP legislative boundary) is to the east of the substation. Approximately 15 acres of reforestation is proposed to the south, including a supplemental buffer that incorporates evergreen trees to provide screening to mitigate viewshed impacts from MNBP. The existing power lines are abutting to the west.

The Applicant proffers substation poles throughout the proposal, not to exceed 75 feet in height, which limits the impacts these structures will have on the viewsheds of the area. Additionally, as proffered, in the event the side(s) of the Electric Infrastructure Areas have an unobstructed, direct line of sight from MNBP, residentially zoned properties, or public road right-of-way, such side(s) of the Electric Infrastructure Area shall be enclosed by a visually solid fence, wall or panel a minimum of 12 feet in height and shall include a 15-foot-wide perimeter landscape buffer ("Substation Screening").

Perimeter Landscape Buffers

The proposal includes many of the specific elements of the CPA; however, the proffers do not adequately commit to many of these elements. A buffer varying from 50 feet to 100 feet in width

along Pageland Lane is shown on the MZP and proffered. The 50 foot widths are along Land Bay C and 80 foot wide to 100 foot wide segments are in Land Bay B directly across from MNBP. The Applicant is not proposing a road frontage buffer at the southernmost segment of Pageland Lane where the 5-acre park is proposed. Landscape Typologies included in the MCP to address historic landscape themes and provide screening of the proposed development from MNBP are proffered via Proffer 29. However, Sheet 06 of the MZP, the "Infrastructure Plan," indicates proposed water and sanitary lines are likely to conflict with achieving the intent and design of this buffer.

The Study Area perimeter buffers called for in the CPA and Zoning Ordinance may be provided as shown on the MZP at 50 feet to 125 feet in width depending upon their location. The widest buffers are proposed in Land Bays C and D where MNBP is in closest proximity. The buffers are proposed to exceed 50 feet in width where there is no existing forest to aid in screening. These buffers are proposed to combine a planted "50 foot Type C Buffer" with an additional 50 feet to 75 feet wide area of "Supplemental Landscape Area." A large wildlife corridor along Little Bull Run provides additional forested separation from the Heritage Hunt subdivision such that the total distance of separation from the Development Area is a minimum of 750 feet and maximum of over 1000 feet in width. A minimum 100 foot wide planted buffer is proposed along Conway Robinson State Forest where existing passive recreational trails come to the common property line. Behind this, an additional reforestation area a minimum of 100 feet in width is proposed. In Land Bay C, the perimeter buffer is 125 feet along the southern property line abutting MNBP. In Land Bay D, the 125 foot buffer is backed by an additional area of reforestation. The easternmost portion of Land Bay D is a large block of preserved forested area supplementing the proposed 50 foot buffer.

The Master Landscape Plan (MLP) called for in the Cultural Resources section of the CPA is provided for by Proffer 29. In the CPA, this plan is to be a guidance document for the entire development covering landscaping, vegetation, fencing and signage and is intended to mitigate the adverse effects of the development on Manassas National Battlefield Park, Conway Robinson State Forest and the surrounding land uses. The language of the proffer does not include all the elements the MLP is intended to cover. Additionally, the language of the proposed proffer limits the review time for approval of the MLP to 120 days or 4 meetings. It refers to the MLP as applying to "the Development," a reference that appears to include only portions of the site and not necessarily the entire property. This is significant since several aspects of the MLP are to address landscaping and reforestation located outside of the Development Area.

Additionally, staff is concerned with the lack of commitment to the perimeter buffers required by the DCSM and the supplemental landscaping areas shown on the MZP. Proffer 60 as written, leaves too much unknown about the fate of these features if the utilities, to include transmission lines, water lines, and sewer lines, are located in locations where the Applicant proposes reforestation, buffer, tree save, or landscape areas, which constitute open space areas proposed throughout the proposal. Such utility requirements will supersede the perimeter buffers required by the DCSM and the supplemental landscaping areas shown on the MZP. See Proffer 60 below.

60. Buffers and Supplemental Landscape Areas Against Future Adjacent PBD Properties. In the event adjacent properties are rezoned to PBD and developed with uses compatible (that is, data centers, substations and/or associated ancillary facilities, such as transmission corridors, water and sewer infrastructure, and similar uses) with the Development, the perimeter buffers required by the DCSM and supplemental landscape areas as shown on the MZP may be removed and/or not provided.

To avoid the above situation, the Applicant is encouraged to work with NOVEC and Dominion Power to depict, label, and provide dimensions on the MZP for the proposed electrical infrastructure on the property, which will serve each land bay. Additionally, the Applicant is encouraged to revise Proffer 60 to state that the Applicant will work with NOVEC and Dominion Power to ensure that transmission lines are routed through the development envelop and inside the Limits of Disturbance (LOD) shown on the MZP. The Applicant is also encouraged to revise the proffer to only permit limited perpendicular crossings of these areas. The Applicant is encouraged to revise the proffer to provide contingency language that requires replacement of the limited perpendicular crossings with conservation of additional area of equal quantity and quality to make up for the lost areas.

Noise Attenuation

Staff has provided guidance to the Applicant on numerous submissions to improve the noise attenuation proffers, as well as provide guidance on more standards on mechanical equipment screening and their location. Staff has worked with the Applicant closely to provide appropriate mitigation and attenuation strategies. While there are several deficiencies within the proffers as written, which staff points out below, the inclusion of a noise attenuation proffer is integral to mitigating the projects' impacts.

While screening mechanical equipment can mitigate visual impacts, it also can serve to mitigate some noise impacts. As proffered, rooftop mechanical equipment, as well as ground level mechanical equipment not screened by a principal building, topography, or vegetation which is visible from MNBP, Catharpin Valley Estates, Marble Hill, other adjacent land planned and zoned for residential use, adjacent land planned and zoned for agricultural use, or public road rights-of-way, shall be screened.

Currently, the noise attenuation proffer, Proffer 45, includes a definition of noise, parameters of noise levels, provisions for emergency operations, and provision on sound studies. The Noise Ordinance is separate and distinct from the Zoning Ordinance and the proffers. As stated in Attachment G, the Applicant should not cross reference or incorporate Noise Ordinance provisions as it may result in an inadvertent conflict that may complicate implementation. Furthermore, the regulations around emergency operations are important and staff is pleased that this proffer has been included. However, staff has concerns that this proffer is being provided to mitigate/limit the noise from emergency generators by limiting their duration of use, but the only limiting factor to their use is emission standards and the permitting of the generator. This is beyond the County's authority once they have been permitted by DEQ. The Applicant is encouraged to revise the proffer to determine a time frame to ensure that all emergency generators onsite are considered and their impacts are addressed cumulatively, and not each individual generator separately. Regarding the sound study, staff is also pleased that this has been included, however; staff recommends that this proffer is clarified to provide additional clear and objective criteria.

Other Improvements

The Wildlife Corridors, the Stormwater Management (SWM) features, and the various types of Open Space provided with this Application will be analyzed in the Environmental Section of this staff

report. Additionally, the robust and connected system of greenways, trails, open space, and parks will be analyzed in the Parks, Open Space, and Trails section of this staff report.

Proposal's Strengths

- **Building Height and Viewshed Study:** The viewshed study shows that the proposed buildings and substations are visible from some of the camera locations provided; and, as proffered the visibility depicted from these camera locations has been mitigated. The mitigating factors of building height limitations, distance, topography, earthtone building color, existing vegetation, and proposed plantings contribute to this finding. However, as mentioned in this staff report, while the viewshed study provides some level of foresight into the potential views from the various camera locations provided, there remains an unknown level of uncertainty as to what the final impacts to viewsheds will be once the project is fully built out.
- **Exclusive Uses:** The Applicant has proffered exclusive data centers and supporting facilities, including electric substations, and ancillary and secondary uses.
- **Noise Attenuation:** The Applicant has proffered that prior to the approval of each building permit for the Property, the Applicant shall provide a Sound Study that is specific to the proposed site layout and building type. This Sound Study shall include recommendations for any necessary mitigation measures, and the Applicant shall implement the mitigation measures prior to the issuance of an occupancy permit. In addition, the Applicant shall conduct subsequent Sound Studies one (1) month after the issuance of each occupancy permit to ensure compliance with the proffer.
- **Architectural Standards:** The Applicant is proffering to meet three out of five of the architectural items identified in the data center design guidelines in the Zoning Ordinance; which is a higher standard than what is identified in the data center design guidelines.
- **Rooftop Equipment:** The maximum building heights are inclusive of rooftop mechanical equipment and parapets. Each building may contain no more than one elevator penthouse that is up to ten feet in height and limited to no more than two (2) percent of the total square footage of the entire building roof area.
- **Proposed Substations:** All the proposed substations are located interior to the site, and almost all about the existing power infrastructure, which is not visible from the public road. Screening shall include screen walls, solid board opaque fences at a minimum of twelve feet in height.
- **Pageland Lane Frontage (CPA DGCD 1.6 & DGM 1.2):** The MZP shows buffers ranging from 50 feet to 100 feet in width. The widest buffers are proposed where a substation is located close to Pageland Lane. Various conceptual "Landscape Typologies" are proposed in the Master Corridor Plan (MCP), including a typology that employs a berm with a strong component of evergreen trees. These are committed to in Proffer 29 and on the Master Landscape Plan (MLP).

- Study Area Perimeter Buffer (CPA DGGI 1.6): The Study Area perimeter buffers shown on the MZP with supplemental landscaping and/or tree save areas and/or reforestation area are consistent with CPA DGGI 1.6 and exceed the minimum Zoning Ordinance requirement for the PBD perimeter 50 foot buffer (Section 32-404.04.5 of the Zoning Ordinance)
- Master Landscape Plan (MLP): Through Proffer 29, the Applicant has proposed a MLP that provides for a coordinated and consistent design intended to address what the CPA DGCR1.5 calls for in regard to historic landscape themes and mitigating impacts to the proposed development on Manassas National Battlefield Park, Conway Robinson State Forest and the surrounding area. Although the inclusion of this proffer is consistent with Policy DCCR 1.15 of the CPA in concept, there are significant issues related to the extent of encroachments, the process by which the MLP will be approved, and subsequent modifications following approval that are further described in the weaknesses below.
- Construction Impacts: The Applicant has provided a proffer that addresses the anticipated impact of construction which include the following: pre-construction information distribution, limiting outdoor construction hours, and a plan for construction trucks.

Proposal's Weaknesses

- Uncertainty in Viewshed Impacts Upon Final Buildout: While the viewshed study provides some level of foresight into the potential views from the 15 camera locations provided within the MNBP, there remains an unknown level of uncertainty as to what the final impacts to viewsheds will be once the project is fully built out. The following aspects of the proposal contribute to the uncertainty in the impacts to viewsheds upon final buildout of the project: 1) Lack of commitment to required perimeter buffers and supplemental landscaping; 2) Lack of proffered site layout and building footprints; 3) Other than substation locations, no information is provided about the proposed location of the electrical infrastructure on the property that will serve the facilities in each land bay, such as transmission lines.
- Uncertainty in Transmission Line Corridors and Potential Impacts to Buffers and Supplemental Landscaping: By not including proposed transmission line corridors on the MZP, and as proffered to provide maximum flexibility for the location of these utility lines, these transmission corridors may be located in areas identified to preserve forests and sensitive environmental resources and cultural resources, the perimeter buffers required by the DCSM, and the supplemental landscaping areas shown on the MZP.
- Lack of Building Footprint and Site Layout: The MZP does not provide site layouts consistent with the information required for an MZP under Sections 32-280.02 and 32-700.23 and 32-700.21 of the Zoning Ordinance, which requires the location of all buildings and other structures, the proposed plan for all major sanitary sewers, water systems and storm water management and drainage improvements. What is proposed is not consistent with the Comprehensive Plan, nor the CPA policies, that encourage the depiction of site layouts for rezonings and special use permits. Currently the Master Corridor Plan (MCP) is proffered to general conformance with respect to (i) the general orientation of the buildings, (ii) the general locations of points of access to each Land Bay, and (iii) the extent of the LOD within each Land Bay as more particularly set forth in the Proffers. However, proffered site layouts

and building footprints are of the utmost importance for this project because the viewshed analysis is predicated on proposed building height and building locations that are depicted in the MCP; however, the building locations and site layouts depicted in the MCP are for illustrative purposes. As such, the Applicant provides no assurances that the buildings will be located in these specific locations and layouts. Without proffered site layouts that depict building footprints, the County is provided less assurances that the massing and scale of buildings and resulting viewshed impacts presented in the viewshed study is what will result when the project is built out.

- Lack of Proffered Elevations: The Applicant has not proffered elevations of the data center buildings. Staff encourages the Applicant to proffer to substantial conformance with the building elevations provided in the MCP. Without substantial conformance to the elevations, the design of the building may look different than what is shown in the elevations. Currently, the Applicant only proffers the “quality and character” of the architectural designs. What is proposed is not consistent with the CPA policy that encourages colored architectural elevations for rezonings and special use permits. Without proffered elevations, the County is provided less assurances that what is being presented in the MCP for the building architecture will result when the project is built out.
- Pageland Lane Frontage: Sheet 06 of the MZP indicates the proposed routing of water lines and sanitary lines and their associated easements are likely to conflict with the establishment of the road frontage buffers/landscaping. Finally, without a commitment to the routing needed electric lines in the development envelope, it is possible these lines will impact this frontage. Also, the southernmost section of Pageland Lane at the 5 Acre Park in Land Bay B does not have buffering proposed along its frontage.
- Study Area Perimeter Buffer: Proffer 34(b) on Limits of Disturbance (LOD) allows the Applicant to develop outside the LOD proposed on the MZP in an unspecified and unlimited manner. This could impact areas of preservation proposed in and adjacent to the 50 foot perimeter buffer. Further, Proffer 1 and 29 in combination make it unclear if the Applicant has committed to providing these buffers or if these provisions could be changed in the not-yet-written Master Landscape Plan. See Watershed Management Branch’s comments on Proffer 29 in Appendix G for additional specific, recommended language changes.
- Master Landscape Plan (CPA DGCR 1.5, DGM 1.2 and DGCD 1.6): As proffered, the Applicant has committed to substantial conformance to the landscape framework and landscape topologies as depicted on Pages 22 through 31 of the MCP. However, the Applicant has provided significant flexibility to dictate what landscaping will be provided through the proffers associated with the Master Landscape Plan, and staff will have limited ability to evaluate this commitment against the goals of the Comprehensive Plan regarding landscaping. Additionally, the language of the proposed proffer limits the review time for approval of the MLP to 120 days or 4 meetings. Although the creation of the MLP is provided through Proffer 29, significant work on this proffer is needed for the MLP to become the guidance document for the entire development covering landscaping, vegetation, fencing and signage to mitigate the adverse effects of the development. See Watershed Management Branch’s comments on Proffer 29 in Attachment G for specific, recommended language changes.

- Noise Attenuation- Emergency Operations: If Virginia's Department of Environmental Quality (DEQ)'s regulations for emissions thresholds change, or if the generators themselves emit less pollution, or if legislation is enacted to permit the generators to run longer, then the duration of emergency generators usages could be expanded. These variables make it hard to determine the effectiveness of this proffer to mitigate/limit the noise from emergency generators.
- Inconsistency with Surrounding Area: The proposed rezoning to PBD permits uses that are not consistent with the uses on adjacent properties that are designated AF, Agriculture & Forestry, RN-2, Residential Neighborhood, and CRHS, County Registered Historic Sites. The rezoning will carry forward this identified incompatibility. However, as mentioned throughout this report, the Applicant has proposed mitigation between the subject property and the adjacent properties. Some are more successful than others in mitigating impacts, others are not as effective or as definitive.
- Proffer Issues/Deficiencies: As currently written, many of the proffers contain technical errors and non-descript verbiage, that may make enforcement of many of the proffers difficult to enforce. Additionally, some of the proffers contain larger core issues that staff is unable to support (See Attachment H).

On balance, this application is found to be inconsistent 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 the County's citizens and visitors. To facilitate the identification and protection of known significant properties that have cultural resource values worthy of preservation, the land use classification County Registered Historic Site (CRHS) is used in the Comprehensive Plan. The Plan includes areas of potentially significant known but ill-defined or suspected pre-historic sites, Civil War sites, historic viewsheds, landscapes or areas of potential impact to important historic sites, and encourages the identification, preservation, protection, and maintenance of all cemeteries and/or gravesites located within the County.

The Cultural Resources section of the CPA provides additional policies and action strategies that apply specifically to the Study Area. The PW Digital Gateway Special Study Area is located northwest of the congressionally designated Manassas National Battlefield Park and contains portions of the Manassas Battlefield Historic District (076-0271) as identified on the National Register of Historic Places. Due to the cultural sensitivity of this area, all development within the PW Digital Gateway Special Study Area should be developed with the utmost sensitivity to cultural resources and historic

viewsheds while leveraging opportunities to provide meaningful contributions to preservation and interpretation of the extensive local and national history.

This rezoning area contains 15 individual parcels east and west of Pageland Lane. The proposed rezoning subdivides the rezoning area into Land Bays A, B, C and D and land outside the land bays. The Applicant submitted the following reports during submission number 3 of their rezoning application:

- Phase I Archaeological Survey, QTS Manassas Digital Gateway (Stanyard et al. April 10, 2023)
- Phase I Historic Architecture Survey, QTS Manassas Digital Gateway” (Stanyard et al. April 10, 2023)
- Cemetery Investigations, QTS Manassas Digital Gateway (Stanyard et al. April 10, 2023)

All three reports investigated resources on this rezoning as well as rezoning REZ2022-00032, Digital Gateway North. All three reports were prepared by the cultural resources consulting company ERM.

Cultural Resources – Land Bays A and B: Land Bays A and B comprise approximately 179 acres +/- and contain the recorded resources listed in Table 1 and Table 2. These land bays were subjected to shovel testing and metal detecting to search for archaeological resources. An architectural survey was also conducted. These land bays are in the Manassas Battlefield Historic District (076-0271) which is listed on the Virginia Landmarks Register (VLR) and the National Register of Historic Places (NRHP). These land bays are also in the Second Manassas Battlefield Study Area*, the Manassas Battlefield Core Area*, and the Manassas Battlefield Potential National Register District* which were designated by the American Battlefield Protection Program, a division of the National Park Service, which the County uses for planning purposes and studies; and to analyze potential impacts to battlefield resources.

The Manassas Battlefield Historic District contains approximately 6,469.54 acres of Virginia landscape historically significant for its association with the First Battle of Manassas on July 21, 1861 and the Second Battle of Manassas on August 28-30, 1862. Land Bays A and B comprise approximately 179 acres +/- of this district. Prior to the military conflicts, these land bays were agricultural in nature with scattered eighteenth- and nineteenth-century plantations. After the Civil War this land slowly returned to its agricultural roots, with little change until the late twentieth century. The remaining trees, fence lines and road alignments retain integrity and demonstrate field and agricultural crop layouts prior to the Civil war. The landscape changed little in the years after the Civil War. The proposed data centers have a direct effect on this national register landscape, which has not yet been mitigated. In laymen’s terms the historic fabric of this area, the material culture, will be severely damaged.

Pageland II, (076-0127) is listed on the National Register as a contributing element to the Manassas Battlefield Historic District (076-0271). No Phase I shovel testing was performed around this resource.

Conway Robison State Forest and 076-0297 is adjacent to Land Bay A and there will be substantial indirect effects to this resource and significant mitigation is warranted.

Additionally, the reports identify substantial indirect effects to Pageland I, which is listed on the VLR/NRHP, from the proposed data centers on Land Bays A and B. Significantly wider buffers than proposed, on the north boundary of this project area, and other mitigations measures are necessary to mitigate this adverse effect.

Confederate Soldier Burials on Pageland: The Prince William County Historical Commissioners and members of the Major Land Use Impacts Advisory Committee and County Planning staff completed preliminary research on Civil War soldiers who died at Pageland in camps after the First Battle of Manassas. Pageland included portions of this rezoning area, south of Thornton Drive and west of Pageland Lane. Based on this research staff drew the following conclusions:

- Soldiers encamped at Pageland died and were buried at Pageland or at the Confederate Field Hospital at Pageland.
- The rate of death likely resulted in individual burials and not a mass burial or trench burial.
- Burials shafts were likely not shallow (close to the surface) rather they were deep.
- Pageland in the 1860s was much larger than modern day Pageland Farm.
- Camp Hardy, a Confederate infantry camp from August 1861 to November 1861, is on or in proximity to Pageland.
- Soldiers who died in camp were likely not transported home but, were laid to rest without a coffin or burial case and with little to no ceremony.
- Coffins, or “burial cases” could be obtained when requested by family for transportation home of deceased soldiers. However, at this stage of research no evidence was found of transportation home.

Table 1. Archaeological Resources in Land Bays A and B - REZ2022-00032, Digital Gateway South

Site #	Description	Age	ERM NRHP/VLR Recommendation	PWC Recommendation
44PW0580	Unfinished Railroad Bed	19 th century	Potentially Eligible	Phase II Evaluation
44PW0593	Unidentified	Unknown	Unknown	Phase II Evaluation
44PW0594	Possible Mass Burial	Military Support	Not Eligible No Further Work	Concur
44PW2134	Pre-contact Lithic scatter	Unknown	Ineligible	Concur

Table 2. Architectural Resources, including landscapes, in Land Bays A and B - REZ2022-00032, Digital Gateway South

DHR ID	Property Name	ERM NRHP/VLR Recommendation	PWC Recommendation
076-0137	Pageland Farm II circa 1855	Not Eligible	PH II Evaluation Criteria A, B and D, and Historic Structures Report
076-0271	Manassas Battlefield Historic District	Listed	Concur
076-5190	Battle of Gainesville, Brawner's Farm, Groveton, Manassas Plains, Second Battle of Bull Run, Second Battle of Manassas	Potentially Eligible	Concur

Cemeteries - Land Bays A and B: In 2001 in a Historic Commission sponsored cemetery inventory conducted by Ron Turner, a cemetery was recorded in this project area called Civil War Mass Grave and was described as a “mass burial site for unknown soldiers from the Second Battle of Manassas”. The site was archaeologically recorded as 44PW0594 and was previously investigated by Coastal Carolina Research in 2010. It was believed the area to be a pit latrine associated with the 1904 Military Maneuvers, excavations did not occur within the depressed area. Site 44PW0594 was subjected to archaeological testing during review of this rezoning application, using a smooth bladed backhoe, and hand dug test units. No evidence of human burials was identified during this investigation. Furthermore, At the time of excavation, the area was infilled with old hay bales, barbed wire, and other miscellaneous refuse. Artifacts recovered from the test trenches and test units dated to mid-to-late twentieth century.

Research was also conducted on 44PW0593, and staff are waiting for the revised report.

Cultural Resources - Land Bays C and D: Land Bays C and D comprise approximately 163 acres +/- and contain the recorded resources listed in Table 3 and Table 4. These land bays were subjected to shovel testing and metal detecting to search for archaeological resources. An architectural survey was also conducted.

Table 3. Archaeological Resources in Land Bays C and D - REZ2022-00032, Digital Gateway South

Site #	Description	Age	ERM NRHP/VLR Recommendation	PWC Recommendation
44PW1931	Phillips Cemetery	Civil War	Contributing to 076-0271, Manassas Battlefield NR District	Concur resource is a contributing element. Remote sensing and archaeology to delineate boundary
44PW2132	Prehistoric Lithic scatter	Unknown	Not Eligible	Concur

Table 4. Architectural Resources in Land Bays C and D - REZ2022-00032, Digital Gateway South

DHR ID	Property Name	ERM NRHP/VLR Recommendation	PWC Recommendation
076-5106	Class Farm	Not Eligible	Concur
076-5190	Battle of Gainesville, Brawner's Farm, Groveton, Manassas Plains, Second Battle of Bull Run, Second Battle of Manassas	Potentially Eligible	Phase II Evaluation
076-6086	Vernacular Welling and outbuildings, 6205 Pageland Lane,	Not Eligible	Concur
076-6099	Split-level dwelling and sheds, 1966, 6309 Pageland Lane	Not Eligible	Concur

These land bays are adjacent to the National Register listed Manassas Battlefield Historic District (076-0271) and Manassas National Battlefield Park, and they are in the Second Manassas Battlefield Study Area*, the Manassas Battlefield Core Area*, and the Manassas Battlefield Potential National Register District* [Note: areas designated with an "*" were designated by the American Battlefield Protection Program, a division of the National Park Service]. The proposed data centers have a direct effect on this eligible national register landscape, which has not yet been mitigated. Metal detector testing results showing the findings of artillery shell fragments across Land Bay C, suggest a Confederate line of battle or an arrangement of Confederate Artillery at which Union Artillery was aiming. More metal detection at closer intervals is warranted.

Cemeteries Land Bays C and D: The Phillips Cemetery was previously recorded in 2001 and archaeologically delineated in 2012 by Dutton + Associates. The 2012 delineation tested an area within a stone wall for possible burials, testing in 2012 did not extend beyond the wall. Due to this and the possible impacts to the cemetery, remote sensing and if warranted archaeological delineation is requested for the Phillips Cemetery.

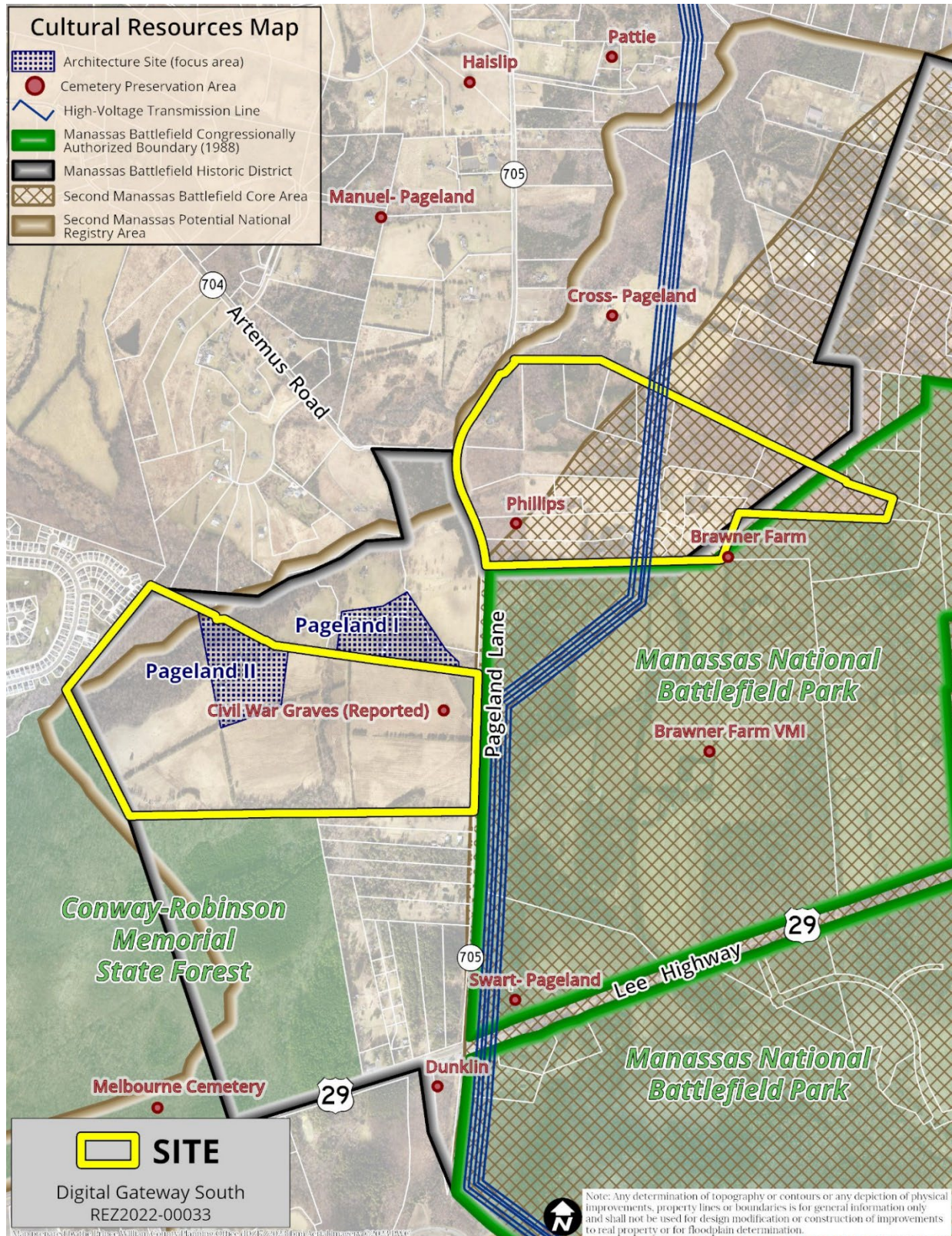
Viewshed Analysis Impacts: see the Community Design section of this staff report.

Manassas National Battlefield Park (MNBP) Review of the Viewshed Analysis:

The Manassas National Battlefield Park commented that "... the viewshed analysis methodology used does not account for the true nature of the park's visitor use. ... While various strategic points were captured, there are many immediately adjacent areas that are equally significant that may additionally be impacted." The MNBP's full comments are in Attachment G. The applicant was made aware of these concerns.

Historical Commission Comments: The Prince William County Historical Commission reviewed each submission for this rezoning application. On August 8, 2023, during their regularly scheduled meeting the Historical Commission passed a resolution making extensive requests for additional archival, archaeological, and architectural research and revisions to the existing archaeological, architectural reports and viewshed studies. On September 12, 2023, during their regularly scheduled Historical Commission meeting, they passed a resolution recommending "... denial due to incomplete analysis and unresolved impact to historic sites and places including viewshed,

landscape preservation, unmarked burial investigation, cemetery delineation, and historic structure preservation..." Their full resolution is included in Attachment F.



Proposal's Strengths

- The Applicant conducted a Phase 1 Cultural Resource Survey
- The Applicant conducted a cemetery delineation on suspected cemeteries
- The Applicant conducted a Phase I Historic Architecture Survey
- Viewshed studies were conducted with observation points identified in consultation with Planning staff and staff from the Manassas National Battlefield Park

Proposal's Weaknesses

- The Applicant has not made a meaningful effort to research and find potential unmarked human burials associated with military camps and battlefield actions within the project area during this rezoning review. If burials are identified during construction monitoring, as currently proffered, they may be disturbed, and will likely be reburied elsewhere. Both the Historical Commission and the Planning staff have repeatedly recommended research be conducted to identify potential burial locations and test for them during review of this rezoning and the applicant has taken no action.
- The proposed data centers have direct effect on the Manassas Battlefield Historic District (076-0271), the Second Manassas Battlefield Study Area*, the Manassas Battlefield Core Area+, and the Manassas Battlefield Potential National Register District* [Note: areas designated with an "*" were designated by the American Battlefield Protection Program, a division of the National Park Service, which the County uses for planning purposes and studies; and to analyze potential impacts to battlefield resources], which has not yet been mitigated.
- The Applicant did not conduct Phase II evaluation studies on identified resources during this rezoning review. This prevents preservation in-place of resources determined significant, also not in accord with Policy DGCR 1.2.
- The Applicant proffered Phase II evaluations after rezoning approval but did not specifically list archaeology sites by site number. This is important because staff recommended Phase II evaluations on sites the applicant's consultant recommended no further work. Additionally, this proffer does not account for the next two bullets following this bullet.
- It was requested but not implemented that the Metal Detector Survey, section 5.3.4, in the Phase I archaeology report, be re-written and re-analyzed in accord with the "Virginia Department of Historic Resources Guidelines for Conducting Historic Resources Survey in Virginia," in particular the classification of artifacts into non-military, overtly military and dual-use artifacts and preparation of artifact distribution maps.
- A request was made but not implemented to conduct more intensive metal detecting on Land Bay C to further investigate Phase I metal detecting results and record this as an archaeological site. Conduct more research on the Second Battle of Manassas to research

actions on Land Bay C that might correspond with the metal detector finds. If warranted conduct Data Recovery and submit the report and findings to the County Archaeologist for review.

- Data centers, new electrical substations, and new electrical transmission and distribution lines may likely be visible from Manassas National Battlefield Park, even with proffered mitigation.
- No buffering was added on Land Bay C east side adjacent the electrical transmission lines to mitigate visibility of data center through the electrical transmission line corridor from Manassas National Battlefield Park.
- The Applicant declined to increase the width of buffers between Land Bays A and B and Pageland I, as recommended by staff.
- No information is provided about the proposed location of the electrical transmission lines that will serve the facilities in each land bay. Without this information staff cannot analyze possible direct impacts on cultural resources, including but not limited to cemeteries, and resources potentially eligible for listing on the VLR/NRHP and resources already listed and MNBP.
- Although recommended, the Applicant declined to hire a professional Civil War historian to research possible human burials as a result of Civil War encampment and battlefield activity.
- Proffer 12 c. Mitigation Plan only focuses on archaeological resources. Currently, there are two architectural resources that will be impacted by the proposed application, Pageland II (076-0137) and Manassas Battlefield Historic District (076-0271).
- Proposed development near areas classified as a County Registered Historic Site development densities and intensities at the lowest end of the range shown on the Long-Range Land Use Map.
- Proffer 7 uses two different vertical datums to determine building height.
- Regarding proffers on Limits of Disturbance, staff remains concerned about the flexibility of exceeding or changing the limits of disturbance as currently written.
- Lack of commitment to maintain, and replant if landscaping dies or is damaged, proposed landscape areas on the south of Land Bay C and D.

On balance, this rezoning is found to be inconsistent with the with the relevant components of the Cultural Resources Plan. There are many unknown data points with the current level of cultural resource analysis, including Phase II evaluations, cemetery delineation study on the Phillips cemetery, research on unmarked burials from Civil War encampments and battles, mitigation of the VLR/NRHP listed battlefield landscape.

Economic Development Analysis

A robust and diversified nonresidential tax base not only enhances the commercial tax revenue but also facilitates the creation of quality jobs. This empowers residents to improve their overall quality of life by both residing and working within Prince William County. The Economic Drivers outlined in the Land Use Plan put forth policies and action strategies that “encourage Comprehensive Plan amendments and rezonings which could lead to increased acreage for targeted industries and mixed-use development.”

The Economic Development component of the CPA provides additional policies and action strategies that apply specifically to the Study Area. PW Digital Gateway represents a substantial investment with the potential to propel Prince William County as a leader in the Data Center Industry from a regional, national, and global level. This includes a significant increase in the County’s commercial tax revenue, expansion of an identified targeted industry identified by the Board of County Supervisors, and opportunity to promote Prince William County as a “high-tech” community.

The PW Digital Gateway will increase the County’s commercial tax base by addressing the rising demand in the data center industry. By doing so, the project will further establish Prince William County as a leading high-tech hub, attracting more businesses from the Information Communication Technology (ICT) sector. Furthermore, it will provide essential support to small business vendors and contractors who heavily rely on the data center industry. The project will also generate a diverse range of job opportunities, from roles in information technology and construction to high-paying tech positions that will sustain the data center campus for its entire operational duration. The PW Digital Gateway application also includes viewshed considerations to protect the Manassas National Battlefield Park visitor experience. The development commits to design standards, ensuring high-end tech office facades facing roadways.

The Board of County Supervisors recognizes data centers as a targeted industry for driving economic growth and retaining businesses. The PW Digital Gateway project is a notable investment that positions the County at the forefront of the data center landscape. It aligns with the County’s Strategic Plan goal to expand its commercial tax base and could help attract more high-tech jobs and businesses to the area.

Proposal’s Strengths

- Alignment with Targeted Industry: The endorsement of data centers as a targeted industry by the Board of County Supervisors underscores the strategic alignment of the proposal.
- Enhancement of Commercial Tax Base: The proposal may expand the commercial tax base, aligning with the Economic Resilience objectives of the county’s 2021 to 2024 Strategic Plan.
- Addressing Land Needs for Development: The proposal addresses the gap identified in the 2022 land need analysis by Camoin Associates, contributing towards meeting the high-demand scenario for all target industries.

Proposal’s Weaknesses

- Community Image and Perception: The proximity of the data centers to significant historical and cultural sites, such as the Manassas National Battlefield Park, may impact the community image and perception of the area. The County's 2021-2024 Strategic Plan - Objective RE-3, aims to "create a positive brand image of Prince William County that reflects the diversity of the community including its history, places, and people." Locating data centers this close to the MNBP may create challenges for this objective to be fulfilled.

On balance, this application is found to be consistent with the relevant components of guiding economic development policies.

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 Green Infrastructure component of the CPA provides additional policies and action strategies that apply specifically to the Study Area. The PW Digital Gateway Special Study Area provides an opportunity to ensure a robust and connected system of greenways, trails, open space, and parks which provide a benefit to the environment, County residents, and local wildlife.

Existing Environmental Conditions: The site's existing environmental conditions are characterized by an assemblage of numerous large residential properties (with lawns and various buildings), agricultural land (including open fields/crop land), wetlands and forested acreage.

- Land Bays A and B are characterized by agricultural fields and fence row trees. Two Chesapeake Bay RPAs cross the site. The western stream corridor, Little Bull Run, contains mature forest primarily consisting of black walnut and catalpa on the slopes with highly erodible soils (ER). The eastern RPA contains mostly open fields with a narrow forested stream edge and emergent wetlands in the open field. Conway Robinson State Forest abuts a significant portion of the southern property line. Residential properties abut to the north and west. Manassas National Battlefield Park is across Pageland Lane to the east.
- Land Bays C & D are characterized by multiple estate residential properties with some open agricultural fields and several blocks of primarily mature hardwood forests. Early successional forest covers a portion of the site. A major electrical transmission line bisects the property from south to north. The Chesapeake Bay RPA for Little Bull Run runs along the northwestern edge of the site. Steep slopes with highly erodible soils (ER) covered by forest follow this environmental corridor. On the southern and eastern boundaries, the site abuts

Manassas National Battlefield Park. To the north the site abuts land owned by the Civil War Preservation Trust intended to be turned over to MNBP.

Environmental Constraints Analysis (ECA): The Applicant conducted an Environmental Constraints Analysis, which identified various environmental aspects of the site (see Attachment C). The ECA states that the Department of Conservation and Recreation (DCR) recommends a survey for the Brook Floater and a habitat search and evaluation for the Dwarf Wedge Mussel. Apparently, these have not been done. The Brook Floater and Dwarf Wedge Mussel may occur in Little Bull Run which flows through this site. Based on the results, the Applicant is encouraged to revise the proffers to include actions that should be taken. Regarding the Monarch Butterfly the ECA references *"Additional efforts can be implemented to avoid disturbance of the potential habitat including the implementation of best management practices."* Staff requests the Applicant provide additional information on how they will avoid disturbance and implement BMPs. Staff encourages such measures to be proffered.

Proposed Wildlife Corridor: The MZP depicts a Wildlife Corridor within Land Bay A that varies from 725 feet up to 950 feet in width.

Proposed Open Space: The provides calculation of Protected Open Space, as well as proffered commitment for a minimum of thirty percent (30%) Protected Open Space cumulatively among rezoning, REZ2022-00032, Digital Gateway North and rezoning, REZ-2022-00033, Digital Gateway South. Below is a chart provided in the MZP, which categorizes the various types of open space within the proposal. Approximately 140 acres of Protected Open Space is proposed or 40.9% of the overall Property acreage, exceeding the Zoning Ordinance requirement for the Planned Business District, of a minimum 20% open space.

OPEN SPACE TABULATIONS (REZ2022-00033)						
LAND BAY	LAND BAY ACREAGE	NATURAL OPEN SPACE	RESTORED OPEN SPACE	PROTECTED OPEN SPACE	% OPEN SPACE	SEEDED PERVIOUS AREA
A	±134.83	±44.17	±23.95	±68.12	±50.52%	±15
B	±50.57	±4.21	±6.37	±10.58	±20.92%	±7
C	±98.67	±7.35	±9.39	±16.74	±16.97%	±19
D	±57.83	±18.74	±25.24	±43.98	±76.05%	±5
TOTAL	±341.9	±74.47	±64.95	±139.42	±40.78%	±46
TOTAL W/SEEDED PERVIOUS AREA	±341.9			±185.42*	±54.23%	

Figure A. Open Space Tabulations Chart.
Source: MZP REZ2022-0003

Natural Open Space (NOS): NOS is characterized by preservation of natural resources such as forests, critical habitats for threatened and endangered species and natural wetlands. It excludes areas where activities have destroyed the natural habitat to create man-made habitat (e.g., pastures/lawns). The Applicant has identified specific areas as Natural Open Space (NOS) on the MZP. The land labeled NOS has characteristics consistent with the definition of NOS in the Zoning Ordinance. The Limits of Disturbance (LOD) is proposed in a manner that may preserve areas of higher environmental quality and/or sensitivity such as, mature hardwood forest, steep slopes with highly erodible soils, and stream corridors that include preservation beyond the Chesapeake Bay RPAs. However, Proffer 34(b) and Proffer 34(c) on LOD make it difficult for the staff to enforce the provision of the NOS shown.

The Applicant has provided a table labeled “Open Space Tabulations” on Sheet 02 of the MZP. This table indicates that 74.47 acres (or 21.8% of the total site area) is proposed as Natural Open Space (NOS). The CPA target for NOS per Policy DGGI 1.3 is 30% for the entire Study Area. Each rezoning case is responsible for contributing NOS to achieve the 30% NOS target for the study area. The proffers do not adequately commit to providing any NOS.

Table 5 below provides information on the total acreage and percentage of land area qualifying as NOS and what is proposed as NOS for each of the 3 rezoning cases: Compass, PW Digital Gateway North, and PW Digital Gateway South. It also shows a hypothetical provision of NOS for the outparcels as well as the entire Study Area. The total NOS shown for the entire Study Area presumes 100% of the existing NOS in the Outparcels is preserved.

Table 5. Proposed Natural Open Space

	Compass	QTS North	QTS South	Total Rezoning Area	Outparcels	Study Area
Total Acres	884.25	534.13	341.52	1759.90	379.10	2139.00
Acreage of qualifying Natural Open Space*	310.15	136.72	117.89	564.77	170.54	735.31
Percent qualifying Natural Open Space*	35.1%	25.6%	34.5%	32.1%	45.0%	34.4%
Proposed Natural Open Space (acres)**	149.50	84.79	74.47	308.76	170.54	479.30
Percent proposed Natural Open Space**	16.9%	15.9%	21.8%	17.5%	45.0%	22.41%

* Based on staff analysis of existing conditions

** Proposed Natural Open Space information obtained from the MZP Open Space Computations Table for each case

Staffs position: It is worth noting that across the entire Study Area today, only 34% of the land qualifies as NOS. This means that the CPA goal of 30% NOS could be difficult to achieve if the location of most of the existing NOS is not concentrated in or adjacent to areas already indicated for preservation of forest cover such as wildlife corridors, RPA’s and other Environmental Resource (ER) features. However, the 21.8% NOS proposed for this rezoning is far below the 30% goal. Staff’s analysis of each rezoning case has identified forested areas not currently proposed to be preserved which qualify as NOS and which have connectivity to other NOS already proposed to be preserved. Staff recommends these areas be added to the NOS proposed. See Watershed Management Branch comments on additional acreage in Attachment G.

Restored Open Space (ROS): The Applicant has designated specific areas for reforestation. These include areas of ER, such as Chesapeake Bay RPA and steep slopes with highly erodible soils, and areas contiguous to ER. This is in accordance with the CPA policy DGGI 1.5. Proffer 35 on reforestation needs refinement to ensure this is accomplished.

Protected Open Space (POS): The proposal commits to a minimum of 30% Protected Open Space (POS), which consists of a combination of NOS and ROS. The CPA does not call for a minimum acreage or percentage of POS. The proposal emphasizes providing 30% POS over meeting the specific CPA goal of 30% NOS.

Table 6. Proposed Restored Open Space

	Compass	QTS North	QTS South	Total Rezoning Area	Outparcels	Study Area
Proposed Restored Open Space**	113.50	54.92	64.95	233.37	0.00	233.37
Percent Restored Open Space**	12.8%	10.3%	19.0%	13.3%	0.0%	10.9%
Total Natural and Restored	263.00	139.71	139.42	542.13	170.54	712.67
Percent Natural and Restored	29.7%	26.2%	40.8%	30.8%	45.0%	33.3%

** Proposed Restored Open Space information obtained from the applicants' 4th submission

Wildlife Corridors: The proposal includes providing the onsite portion of the Little Bull Run Wildlife Corridor identified in the CPA. Wildlife Corridors are primarily intended to provide wildlife safe travel between and connectivity to larger blocks of habitat in areas of strongly fragmented habitat. Their secondary purpose is to provide habitat within the corridor. The proposed Little Bull Run Wildlife Corridor exceeds the recommended 500 foot width over its entire length, although the actual boundaries of the corridor are not shown on the MZP. As with all site features pertaining to the preservation of existing forest cover, the quality of these corridors is not guaranteed due to the language proposed in Proffer 34(b) and Proffer 34(c).

Stormwater Management (SWM): The MZP shows all proposed SWM features within the Development Area and outside of the proposed NOS. Proffers for stormwater management adequately address some of the CPA Policies by committing to going beyond minimum standards. However, Proffer 34(b) and Proffer 34(c) would allow regional SWM ponds in all perennial stream corridors. Proffer 39(e) on SWM does not appear sufficient to prevent such design. These stream corridors are labeled as and credited toward meeting the Natural Open Space (NOS) goals.

Outstanding 4th Review Comments: The items mentioned within the Environmental Section of this staff report are a summary of the major items that the Applicant is encouraged to address. There are many other outstanding review comments associated with the 4th submittal that are not mentioned within this section (see Attachment G). Some of these comments relate to requested changes to the ECA, requested changes to the MZP, and as mentioned above various proffer issues/deficiencies that should be addressed before an action is taken on this project.

Proposal Strengths

- Restored Open Space: Significant areas are designated for reforestation that will connect new forested areas to existing forests in environmentally sensitive areas and within wildlife corridors. This is in accordance with the CPA policy DGGI 1.5. However, Proffer 35 on reforestation needs refinement to ensure that these reforestation areas are implemented.
- Wildlife Corridor: for Land Bay A is shown per the approved PWDG CPA Green Infrastructure Map (Figure 13) and referenced in DGGI 1.4. This meets and exceeds the recommended 500 foot width; however, for the related proffer to be enforceable the MZP needs to be revised to clearly identify the boundaries of the wildlife corridor.

Proposal's Weaknesses

- **Natural Open Space:**
 - The Applicant has only proposed 21.8% of their total site area to be set aside as NOS. This is inconsistent with the CPA's overall Study Area target of 30% NOS.
 - The Applicant has not proposed for preservation certain areas qualifying as NOS that would contribute toward reaching the 30% NOS target, including mature hardwood forests with very high and outstanding conservation value and connectivity to other NOS. Conversely, an area that does not qualify as NOS has been given credit. See staff's comments in Appendix G for specific recommended additions to NOS.
 - A commitment to locating the new power line corridors needed to serve the data centers within the Development Area has not been provided. Staff is concerned that areas designated for NOS will be utilized for these powerline corridors, particularly since the MZP and site layouts do not appear to have allowed for routes within the Development Area. Proffer 34(C)(ii), rather than committing to locating utilities outside NOS specifically allows them within NOS, including RPAs. The "good faith effort" standard proposed is not measurable and there may be issues with enforcement.
 - Proffer 34 on Limits of Disturbance (LOD) contains so many exceptions allowing encroachment beyond the LOD that preservation of NOS cannot be ensured, leaving no assurance that areas of ER, Wildlife Corridors, forested areas, RPA will be preserved.
 - The proposal emphasizes providing 30% Protected Open Space over meeting the specific CPA goal of 30% NOS.
- **Wildlife Corridors:**
 - It is unclear how transmission lines will impact Wildlife Corridors.
 - Proffer 34 on LOD allows numerous exceptions to encroach beyond the LOD. Staff is concerned about the impact on the integrity of the proposed Wildlife Corridor.
 - The Applicant has not clearly identified the boundaries of the Wildlife Corridors on the MZP. There may be enforcement issues with Proffer 40 on the provision of the Wildlife Corridor due to it not being clearly shown.
- **Lack of Site Layout Information:** No detailed proffered site layout has been provided. Without this staff is not able to determine if the Applicant intends to meet minimum requirements for landscaping of interior parking lots. A proffer to meet minimum landscaping requirements is recommended.
- **Proffer Issues/Deficiencies:**
 - Numerous proposed proffers should be revised including but not limited to, committing to the proposed LOD and providing clear and enforceable language. Other proffers that need work include but are not limited to: Proffer 29 on the MLP, Proffer 31 on Soil Remediation, Proffer 33 on Open Space, Proffer 34 on LOD, Proffer 35 on reforestation and Proffer 39 on stormwater management.
 - The recommendations of the CPA and Comprehensive plan is for Applicants to meet higher standards of environmental protection and preservation by avoiding such

disturbances in environmentally sensitive areas. Proffer 34(c). would allow for unlimited encroachments in the Chesapeake Bay RPA that are considered either Exempt or Permitted Uses. Proffer 36(e) does not appear adequate to prevent these encroachments.

- Proffer 22(C) on screening Land Bay D from MNBP needs improvement to help ensure the proposed plantings receive maintenance during their establishment phase.
- Outstanding 4th Review Comments/Concerns: There are many outstanding review staff comments and concerns associated with the 4th submittal that have not been addressed (see Attachment G). Some of these comments relate to requested changes to the ECA, requested changes to the MZP, and as mentioned above various proffer issues/deficiencies that should be addressed before an action is taken on this project.

On balance, this application is found to be inconsistent 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 22 is the first due fire/rescue resource. The facility is outside the required 4 minute travel time for Basic Life Support and Fire. The facility is inside the required 8 minute travel time for Advanced Life Support. Station 22 responded to 3,063 incidents in FY2022. The workload capacity for Station 22 is 4,000 incidents per year. The proposed rezoning will facilitate the extension of public water to serve the site, this will provide enhanced and more efficient fire suppression capabilities in this area of the County. Additionally, the proposed improvements to Pageland Lane and surrounding intersections will facilitate quicker and more reliable fire and rescue response times. Additionally, the Applicant has proffered to fire and rescue contributions of \$0.61 per square foot of nonresidential GFA to be used for fire and rescue facilities in the vicinity of the Property.

Proposal's Strengths

- Level of Service Mitigation/Monetary Contribution: As proffered, the Applicant will make a monetary contribution to the Board of County Supervisors for \$0.61/sf of building area. Assuming a total potential build area of 3,700,000 sf, the maximum contribution would be \$2,257,000.

- Development Site Within of 8.0-Minute Travel Time: The site is located within the required 8.0-minute travel time for advanced life support.
- Station Workload: The most recent figures indicate that Fire and Rescue Station 22 is currently operating under capacity.
- Fire Service Accessibility: As proffered, buildings with a building height higher than sixty feet, shall as a condition of final site plan approval, be in full compliance with the fire and safety systems standards set forth in Section 300 of the DCSM, unless otherwise waived by the Fire Marshall's Office. Issuance of Occupancy Permits shall be contingent upon full compliance with Virginia Uniform Statewide Building Code requirements.
- Public Water and Road Improvements: The extension of public water to serve the site will provide enhanced and more efficient fire suppression capabilities in this area of the County. Additionally, the proposed improvements to Pageland Lane and surrounding intersections will facilitate quicker and more reliable fire and rescue response times.

Proposal's Weaknesses

- Development Site Outside of 4.0-Minute Travel Time: The site is located outside of the required 4.0-minute travel time for basic life support and fire suppression services.

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 diverse array of parks, open space, and trail resources. These parklands, open spaces, and trail networks, 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 promotion of overall health and wellness of County residents. The Parks, Recreation, and Tourism Chapter of the County's Comprehensive Plan sets out policies and action strategies that further the County's goal of providing parks 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 increase the number of County-owned park acres. In addition, the Plan includes recommendations to plan and implement a comprehensive countywide network of recreational trails within County parks, and greenway and blueway corridors.

The Green Infrastructure component of the CPA provides additional policies and action strategies that apply specifically to the Study Area. The PW Digital Gateway Special Study Area provides an

opportunity to ensure a robust and connected system of greenways, trails, open space, and parks which provide a benefit to the environment, County residents, and local wildlife.

The Applicant has implemented the CPA policy guidance related to parks and trails as provided for in the Green Infrastructure section of the CPA by providing a system of greenways, trails, open space, and parks. This application proposes a 5-foot-wide natural surface trail along segments of Catharpin Creek, Little Bull Run, Lick Branch, and associated green corridors, in alignments that provide connections to similar trails proposed in adjoining applications. All proposed trails coincide with the County's planned extensions of the Catharpin Creek and Little Bull Run Greenway trail corridors, with additional trail access provided along Lick Branch. The application proposes interpretive signs/features to be located along the natural surface trail, at locations to be determined. All natural surface trail segments are to be located within a 20-foot-wide non-exclusive trail easement, inclusive of the referenced interpretive features. At their own discretion the Applicant has proposed a monetary contribution in the amount of \$10,000 for each data center building constructed on the property, to be used as seed money for the on-going maintenance of the natural surface trail and included interpretive features. Given the County will be responsible for maintenance, the proffers should clearly state that the easement will be granted to the benefit of the County. Currently, the entity to whom the natural surface trail easement will be granted is unclear. Given that the proposed natural surface trails are an extension of the Catharpin Creek and Little Bull Run Greenway trails, the Department of Parks and Recreation has been, and remains, open to accepting maintenance of the natural surface trails on the site, and related interpretive elements (if that is the desire of the Applicant) as long as these trails are available to the public.

Per the proposed proffers, the Applicant also indicates that they may establish environmental programs along the natural surface trails and that they will design and construct site amenities as may be necessary to serve such programs. The Applicant states they may opt to convey ownership of the land containing an environmental program area to the County or a third party, and that they will continue to maintain any program areas until such time the area is conveyed. Lastly, the application includes provisions for the dedication of the Unfinished Railroad Interpretive Site and Park to the County as a public park. This amenity is provided in Land Bay B with the dedication of approximately 5 acres adjacent to Pageland Lane.

Proposal's Strengths

- None

Proposal Weaknesses

- None

On balance, this application is found to be consistent with the relevant components of the Parks and Recreation component of the Comprehensive Plan.

Police Plan Analysis

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

Proposal's Strengths

- Secured Campus: As proposed, the data center facility will be designed as a secure campus with associated security measures.
- Road Improvements: The proposed improvements to Pageland Lane and surrounding intersections may facilitate quicker police response times.

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, and the use of private wells or public water.

The Water component of the CPA provides additional policies and action strategies that apply specifically to Study Area. The PW Digital Gateway Special Study Area is not currently served by public water.

The Applicant has implemented the CPA policy guidance related to public water infrastructure to serve the development. The Applicant has proffered to construct public water lines and off-site connections to serve the demand generated by the development of the Property, subject to the

acquisition of all necessary offsite easements and/or rights-of-way. The Applicant has included the conceptual CPA Area water and sewer routing as an exhibit in the MZP. Public water will be extended north along Pageland Lane. The Applicant has proffered to utilize closed loop water or no water cooling systems for data center buildings. The Applicant has also proffered to abandon existing wells, pursuant to Health Department requirements.

During the review of the rezoning, the Service Authority commented that additional planning studies are currently ongoing to determine the optimal configuration of water and sewer facilities and additional capacity requirements to serve the proposed development. The study is anticipated to be completed by mid-January 2024. They stated that the Applicant should submit the projected maximum day water demands and peak wastewater flows for each phase of the proposed Digital Gateway development early in the review process to facilitate the hydraulic capacity studies.

Proposal's Strengths

- Public Water Policy Guidance in the CPA: The Applicant has implemented the CPA policy guidance related to public water infrastructure to serve the development.
- Public Water Connection & Service: As proffered, the Property shall be served by public water, and the Applicant shall be responsible for those improvements required in order to provide such service for the demand generated by the development of the Property.
- Data Center Cooling: As proffered, the Applicant shall utilize air or closed-loop cooling systems for all data center buildings on the Property, or other similar technology, and shall not use groundwater, surface water withdrawals, or surface water discharges for cooling purposes associated with data center uses.
- Abandonment of Existing Wells: The Applicant has also proffered to abandon existing wells, pursuant to Health Department requirements.

Proposal's Weaknesses

- Installation of Utilities and Easements: As currently written, some of the proffers related to the installation of utilities and associated utility easements contain technical errors and non-descript verbiage that may make enforcement difficult (See Attachment H: Proffer Issues/Deficiencies).

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.

The Sewer component of the CPA provides additional policies and action strategies that apply specifically to Study Area. The PW Digital Gateway Special Study Area is not currently served by public sewer.

The Applicant has implemented the CPA policy guidance related to public sewer infrastructure to serve the development. Drain fields will not be used to serve data center development, rather, the Applicant has proffered to construct public sewer lines and off-site connections to serve the demand generated by the development of the Property, subject to the acquisition of all necessary offsite easements and/or rights-of-way. The Applicant has included the conceptual CPA Area water and sewer routing as an exhibit in the MZP. The Applicant has also proffered to abandon all existing drainfields, pursuant to Health Department requirements.

During the review of the proposed rezoning, the Service Authority commented that additional planning studies are currently ongoing to determine the optimal configuration of water and sewer facilities and additional capacity requirements to serve the proposed development. The study is anticipated to be completed by mid-January 2024. They stated that the Applicant should submit the projected maximum day water demands and peak wastewater flows for each phase of the proposed Digital Gateway development early in the review process to facilitate the hydraulic capacity studies.

Proposal's Strengths

- Public Sewer Policy Guidance in the CPA: The Applicant has implemented the CPA policy guidance related to public sewer infrastructure to serve the development.
- Sewer Connection & Service: As proffered, the Property shall be served by public sewer, and the Applicant shall be responsible for those improvements required in order to provide such service for the demand generated by the development of the Property.
- Abandonment of Existing Drainfields: The Applicant has also proffered to abandon existing drainfields, pursuant to Health Department requirements.

Proposal's Weaknesses

- Installation of Utilities and Easements: As currently written, some of the proffers related to the installation of utilities and associated utility easements contain technical errors and non-descript verbiage that may make enforcement difficult (See Attachment H: Proffer Issues/Deficiencies).

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

Electrical Utility Services Plan Analysis

Electrical utility services include facilities that generate, transmit, distribute, and/or store power. The need for these facilities accelerates commensurate with development. As the need for sites for these facilities increases, so does the scarcity of appropriate land for their construction. The policies and action strategies set forth in this plan provide guidance on siting and design issues and are to be used in evaluating land use applications. They should not be interpreted as superseding or amending any requirements of the Zoning Ordinance or other county, state, and federal laws pertaining to these facilities.

There are three main policy objectives associated with this section of the comprehensive plan.

- 1) Locate electrical utility facilities to provide maximum service levels as unobtrusively as possible.
- 2) Design electrical facilities to minimize negative impacts on existing and future communities.
- 3) Support and encourage alternative green energy infrastructure.

The Community Design section of the CPA provides additional policies and action strategies that apply specifically to the Study Area. The PW Digital Gateway Special Study Area recommends Pageland Lane as a technology corridor promoting opportunities for the expanding data center industry. Development within the Study Area should prioritize context sensitive design considerations towards adjacent land uses, historic viewsheds, and natural resources. Protection of historic viewsheds is important to the economic development of Prince William County, as well as preservation of significant national history. The policies contained within are necessary to provide these protections, and proposed uses need to address these issues as a matter of mitigating the impacts of their proposed uses and structures.

To facilitate this, a policy objective associated with the CPA encourages substations to be located to the interior of proposed development or abutting existing high voltage line within the corridor, when possible, to minimize viewshed impacts. Additionally, substations that are visible to Manassas National Battlefield Park or from surrounding major roadways (Pageland Lane, Sudley Road, Lee Highway) are encouraged to use innovative designs to enhance screening from adjacent non-compatible uses.

As part of the 3rd submittal, the Applicant provided a transmission line routing exhibit, for informational purposes only, which depicted possible transmission line corridors. However, in the fourth submittal they withdrew this document from the Application. As currently proposed, other than substation locations, no information is provided on the proposed location of the electrical infrastructure on the property that will serve the facilities in each land bay, such as transmission lines. Without this information, staff is not fully able to analyze the projects' impacts on the surrounding community, to include but not limited to impacts on viewsheds, proposed open space, proposed tree preservation areas, buffering, and site layout.

During a recent meeting between County staff and NOVEC, NOVEC stated they will give preference to the developer and/or the County regarding the routing and locations of powerlines. They stated that preplanning of utility lines is preferred and they encourage the County to emphasize this as part of review of all datacenter developments. Without this type of planning, they are inevitably forced to install utilities along property lines and within buffers, as all other areas on the site are

planned/approved for parking, access, and buildings. Thus, by not including proposed transmission line corridors on the MZP, and as proffered to provide maximum flexibility for the location of these utility lines, these transmission corridors may be located in areas identified to preserve forests and sensitive environmental resources, the perimeter buffers required by the DCSM and the supplemental landscaping areas shown on the MZP.

To avoid the above situation, the Applicant is encouraged to work with NOVEC and Dominion Power to depict, label, and provide dimensions on the MZP for the proposed electrical infrastructure on the property, which will serve each land bay. Additionally, staff does not support Proffer 60 as written, as it leaves too much unknown about the fate of the perimeter buffers required by the DCSM and the supplemental landscaping areas shown on the MZP. The Applicant is encouraged to revise the proffer to state that the Applicant will work with NOVEC and Dominion Power and will ensure that transmission lines are routed through the development envelop and inside the Limits of Disturbance (LOD) shown on the MZP. The Applicant is also encouraged to revise the proffer to only permit limited perpendicular crossings of these areas. The Applicant is encouraged to revise the proffer to provide contingency language that if these areas are disturbed more than by permissible perpendicular crossings that additional areas shall be provided to makeup the lost areas.

Additionally, staff has concerns about Proffer 34(c)(2). The inclusion of “good faith, best efforts to coordinate” makes this proffer non-quantifiable and it may be difficult to enforce. This proffer provides no assurances that the utilities will not be located in Protected Open Space areas and/or Wildlife Corridors; rather, proffer language utilized is non-committal, *“The Applicant shall use good faith, best efforts to coordinate with and encourage all applicable utility providers (Dominion Energy, NOVEC, Washington Gas, etc.) ...”*

Proposal's Strengths

- Substation Locations: Substations are depicted on the MZP and are located interior to the site or abutting to the existing high voltage line corridor to minimize viewshed impacts.
- Substation Size: Substations are limited to 10 acres of land east of the electric high voltage power lines in the Southern District.

Proposal's Weaknesses

- Proposed Electrical Infrastructure: Other than substation locations, no information is provided about the proposed location of the electrical infrastructure on the property that will serve the facilities in each land bay, such as transmission lines. Without this information, staff is not fully able to analyze the projects' impacts on the surrounding community, to include but not limited to impacts on viewsheds, proposed open space, proposed tree preservation areas, buffering, and site layout. By not including proposed transmission line corridors on the MZP, and as proffered to provide maximum flexibility for the location of these utility lines, these transmission corridors may be located in areas identified to preserve forests and sensitive environmental resources and cultural resources, the perimeter buffers required by the DCSM, and the supplemental landscaping areas shown on the MZP.

- Installation of Utilities and Easements: As currently written, some of the proffers related to the installation of utilities and associated utility easements contain technical errors and non-descript verbiage, that may make enforcement difficult (See Attachment H).

On balance, this application is found to be inconsistent with the relevant components of the Electrical Infrastructure Service Plan.

Transportation Plan Analysis

By providing a multimodal 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, multimodal 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. The County recognizes that it is not possible to address congestion through road investments alone and has reduced the acceptable standard to LOS E specifically in Small Area Plans, in Activity Centers, and on Arterials. Projects should include strategies that result in a level of service (LOS) of "E" or better on all roadway corridors and intersections, reduce traffic demand through transportation demand management strategies, dedicate planned rights-of-way, provide transit infrastructure, pedestrian and bicycle pathways, and improved and coordinated access to transit facilities.

Overview of Transportation Plan / Access / Traffic Impact Studies

The Compass Datacenters and Digital Gateway proposals are located along the Pageland Lane Corridor, north of Route 29 (Lee Highway), and south of Route 234 (Sudley Road). The vehicular study area for both proposals includes a total of 14 existing intersections and 12 future intersections. A traffic impact study was developed and conducted following the Virginia Department of Transportation (VDOT) Chapter 527 / 870 and Prince William County Transportation Impact Analysis guidelines (TIA). The analyses involved the evaluation of anticipated future roadway conditions with and without the proposed developments and includes recommended transportation improvements to offset the impacts of the increase in future traffic volumes and changes in traffic operations due to the developments. The TIS looked at several scenarios focusing on existing conditions, future conditions with and without the developments in 2030 and 2036. The TIS consisted of analyzing data center and ancillary uses of up to 11.552 million Square Feet (MSF) for the Compass Datacenters Development and 11.453 MSF for the Digital Gateway Development, totaling 23.005 MSF of total buildout area for both developments.

In order to offset the additional traffic volumes generated by the development, a number of transportation improvements presented in the study area must be provided by the Applicant to mitigate impacts. VDOT has completed their Chapter 527 / 870 review of the TIS/TIA and the

acceptance of the study is pending based on several additional minor comments related to the TIS/TIA part of the fourth submission.

In addition to a TIS, the Applicant submitted an updated Technical Memorandum discussing the Traffic Impact Phasing Analysis on September 13, 2023. This memorandum analyzes the traffic impact of these developments over five analysis phases and proposes transportation mitigations to offset their impact. The submission of this Technical Memorandum occurred after the fourth submittal package. Staff has reviewed this memorandum and have no objection to the analysis findings. Prior to final Board action, the Applicant should update the Proffers and Exhibits to reflect changes outlined in this memorandum to include the phasing and associated improvements.

The proposed improvements will be provided based on the gross floor area of data center development, regardless of where or which property the buildings are located. The phases include the following based on the MSF total area of data center and ancillary uses.

- Phase 0: Defined as prior to first occupancy.
- Phase 1: 4 MSF total area of data center and ancillary uses
- Phase 2: 8 MSF total area of data center and ancillary uses
- Phase 3: 16 MSF total area of data center and ancillary uses
- Phase 4: 20 MSF total area of data center and ancillary uses

More detailed information to include specific improvements proposed to offset the transportation impact of the background growth and approved developments by phase are shown below:

Phase 0 is defined as prior to the first occupancy and up to 4 MSF of data center uses. Improvements for this phase include:

- Westbound right turn lane at Sudley Road and Gum Springs Road intersection.
- Additional southbound right turn lane and extension of eastbound left turn lane at Pageland Lane and Lee Highway intersection.

Phase 1 is defined as 4 MSF total area of data center and ancillary uses and is projected to generate a total of 514 trips during the AM peak hour, 434 trips during the PM peak hour and 3,960 weekday trips. Improvements for this phase include:

- Free-flow southbound right turn lane with receiving lane at Pageland Lane and Lee Highway intersection.
- Roundabout at Pageland Lane and Artemus Road intersection.

Phase 2 is defined as 8 MSF total area of data center and ancillary uses and is projected to generate a total of 1,034 trips during the AM peak hour, 874 trips during the PM peak hour and 7,920 weekday trips. Improvements for this phase include:

- Pageland Lane widened to 4 lanes from Lee Highway to Artemus Road.
- Eastbound right turn lane at Pageland Lane and Sudley Road intersection.
- Second eastbound left turn lane at Pageland Lane and Lee Highway intersection.
- Roundabout at Pageland Lane and first major site access north of Lee Highway.

Phase 3 is defined as 16 MSF total area of data center and ancillary uses and is projected to generate a total of 2,074 trips during the AM peak hour, 1,754 trips during the PM peak hour and 15,840 weekday trips. Improvements for this phase include:

- Pageland Lane widened to 4 lanes from Artemus Road to Sudley Road.
- Convert Sudley Road and Sanders Lane intersection to a Restricted Crossing U-Turn (RCUT) with a median crossing west of the intersection.
- Second westbound left turn lane and free-flow northbound right turn lane with a receiving lane at Sudley Road and Pageland intersection.
- Second eastbound left turn lane at Sudley Road and Gum Spring Road Intersection.
- Roundabouts at Sudley Road and Catharpin Road intersection, at Pageland Lane and Thornton Drive, and at three other major site access points on Pageland Lane (five roundabouts total).
- Additional eastbound travel lane on Sudley Road from Pageland Lane to Kyle Wilson Way.

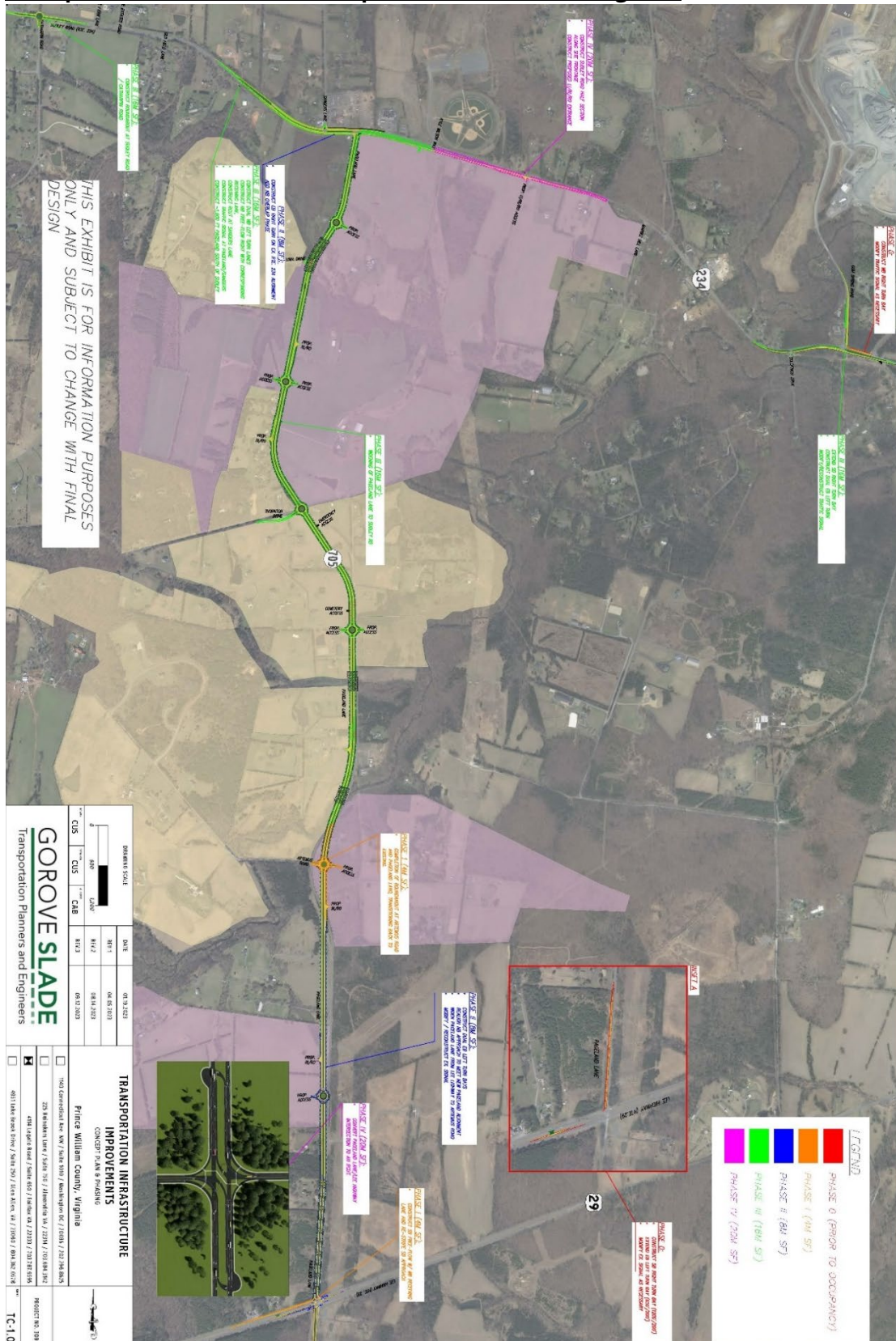
Phase 4 is defined as 20 MSF total area of data center and ancillary uses and is projected to generate 2,594 trips during the AM peak hour, 2,194 trips during the PM peak hour and 19,800 weekday trips. Improvements for this phase include:

- Restricted crossing U-turn (RCUT) intersection at Lee Highway and Pageland Lane intersection or other alternative intersection design as approved by the County and VDOT
- Additional eastbound travel lane along the remaining site frontage on Sudley Road east of Kyle Wilson Way.

With all the proposed mitigations, all intersections are anticipated to operate with acceptable approach levels of service (LOS E or better) in 2036 with the exception of the following intersections:

- Catharpin Road and Sudley Road northbound approach
 - After Phase 1 and Phase 2, the northbound approach delay is 5 seconds over LOS E.
 - Roundabout proposed in Phase 3.
- Sanders Lane and Sudley Road southbound approach
 - After Phase 1 and Phase 2, the southbound approach operates at LOS F
 - Mitigations proposed at Phase 3.
- Lee Highway and Groveton Road/Featherbed Lane
 - No mitigations are proposed at this intersection due to concerns expressed by the National Park Service about modifying the intersection that would require dedication of Park land.
- Lee Highway and Sudley Road
 - This intersection is included for information purposes and no improvements are proposed at this location.

Transportation Infrastructure Improvements and Phasing Plan



The following summary table provides the latest Virginia Department of Transportation (VDOT) annual average daily traffic counts and Prince William County Travel Demand model levels of service (LOS) information in the vicinity of the sites.

Roadway Name	Number of Lanes	2021 VDOT Annual Average Daily Traffic Count; Vehicles Per Day (VPD)	Travel Demand Model 2019 Daily LOS
Pageland Lane	2	5800	C
Sudley Road	2	9300	D
Lee Highway	4	18000	A

Proposal's Strengths

- Consistency with Digital Gateway CPA Mobility Policies** – The Applicant identified preliminary design details and phasing plans for roadway network improvements and includes portions to be constructed onsite and offsite the development properties. The Compass Datacenters and Digital Gateway proposals meet the following Mobility Policies of the CPA:
 - Pageland Lane will be designed and constructed as a 4-Lane Modified Arterial with shared use paths on both sides of the roadway.
 - Primary access to developments will be focused on Pageland Lane.
 - Access crossovers and spacing between major access points meet the 900 feet minimum spacing requirement to support a 45MPH speed limit.
 - Major intersections have been designated as roundabouts or innovative intersections.
 - New opportunities for pedestrian and equestrian connections to Manassas National Battlefield Park have been provided.
 - Buildings will include bike racks, to promote and encourage multimodal access.
- Dedication of Right-of-Way (ROW) Roadway Network Improvements** – The Applicant will in fee simple, at no cost to the County, provide sufficient right-of-way, along with ancillary temporary construction, grading and utility easements, as may be necessary to accommodate the onsite portion of the Roadway Network Improvements consistent with the roadway sections in the plan.
- Multimodal Connectivity** – The Applicant has proffered the shared use paths which will be constructed as part of the proffered widening of Pageland Lane. These improvements significantly enhance multimodal connectivity in the study area.
- Construction Traffic Provisions** – The Applicant has proffered to prepare a plan for the routing of construction trucks. Staff is requesting that the Applicant also include additional detailed information on the timing of construction of traffic as part of the overall plan.

Proposal's Weaknesses

- Additional County Comments from Fourth Submission – Staff has provided additional comments and concerns as part of the fourth submission that have not been addressed, focusing on the following:
 - Labeling of Roadway Network Improvements in the Proffers and Exhibits must be consistent.
 - An updated Digital Gateway Development and Compass Datacenters Development Traffic Impact Phasing Analysis Memo dated September 13, 2023 was submitted to supersede the Phasing Analysis Memo submitted as part of the fourth submission package. The Applicant should update the Proffers to match the revised number of phases to include accompanying improvements and addition of a new transportation improvements phase at 4 MSF total area of data center and ancillary uses.
 - The Applicant should add language or similar text that the funds held by Prince William County Department of Transportation or the Board that were previously or may in the future be proffered by other data center projects in the CPA Area for the Roadway Network Improvements can only be used with approval from the County.
 - The Applicant must be consistent in the description of phasing improvements as it relates to the mention of turn lanes. The text should include storage and taper lengths in the text where applicable.
 - With the proposed improvements as part of Phase 1 in the Phasing Analysis, the improvements listed under Study Intersection 7 (Pageland Lane at Route 29) related to the southbound right turn lane should be clarified in the text that the existing right-turn lane included as part of Phase 0 will be modified to a free-flow right turn lane as part of Phase 1.
 - Starting in Phase 2 as referenced in the Phasing Analysis, various approaches as part of study intersection 5 (Route 29 at Heathcote Blvd) begin to degrade to LOS F. The Applicant hasn't addressed these impacts and potentially mitigation.
- Additional VDOT Comments on Traffic Impact Analysis and Traffic Impact Phasing Analysis:
 - VDOT has several minor comments that will need to be addressed prior to the acceptance of the TIA:
 - Based on VDOT's Chapter 536 Requirements, the Applicant must include the Volume/Capacity (V/C) ratio for the west and east segment of Groveton Road in the analysis.
 - A trip generation combined table must be included in the final report as an appendix.
 - Page 44 of the Phasing Analysis mentions that Pageland Lane is shown in Figure 15, however, Figure 15 is not included in the report.
 - For Phase 0 and Phase 1 in the Phasing Analysis, the PM westbound left queue at intersection Study Intersection 3 (Sudley Road and Pageland Lane) exceeds the available storage. The Applicant has not addressed these impacts and potential mitigation.
 - Under the conclusion section of the Phasing Analysis, the Applicant should correct the reference to Study Intersection 16 (Sudley Road and Directional Crossover Site

- Access) that the improvements will consist of eastbound left/westbound right turn lanes instead of what is currently listed.
- Under Improvement Figure V.1.17 – Phase 3 of the Phasing Analysis, the Applicant must correct the reference that the signal will be constructed at the intersection of Sanders Lane and Sudley Road and not Pageland Lane at Sanders Lane.
 - Eminent Domain Clause – Under the proposed proffers, the request of the Applicant, the County can assist with acquiring right-of-way and/or easements for the Roadway Network Improvements. The Applicant proposes to provide a cash in lieu option if the County is unable to obtain the necessary right-of-way and/or easements. The Proffers currently state that development can continue once the cash-in-lieu option is provided. Staff does not agree with the language as currently stated in the proffers that development can continue. The Applicant should also add clarifying language that the cash in lieu contribution can only be utilized as an option if there is an active County Capital Improvement Program Project in vicinity of the Roadway Network Improvements area that can utilize the funds as part of the overall budget. The Applicant should include additional language in the Eminent Domain section of the Proffers that the County's ability to acquire the right-of-way and easements for offsite improvements excludes any land or property owned by the Federal Government or Commonwealth of Virginia.
 - Location of Development and Transportation Improvements – The proposal includes transportation roadway improvements that will occur generally from south to north. There are concerns about the timing of which sites will be developed and their proximity to the phased improvements.

On balance Based on the identified weaknesses related to the eminent domain proffers, this application is found to be inconsistent with the relevant components of the Transportation Plan.

Sustainability

While there is no Comprehensive Plan Chapter focused on sustainability, it has been identified as a focus area in the Prince William County 2021-2024 Strategic Plan. The Sustainability component of the PW Digital Gateway Study Area provides additional policies and action strategies that apply specifically to the Study Area. The Study Area provides an opportunity to encourage development which provides world-class sustainability initiatives which prioritize the environment, social, and fiscal impact of development. The CPA included several policies to ensure that there were initiatives aimed at environmental protection, reducing carbon emissions and energy conservation.

On September 28, 2023, the Prince William County Sustainability Commission passed a resolution regarding recommendations on critical information requirements to support decision making on energy-intensive commercial buildings. This resolution includes general recommendations for all such buildings, as well as specific recommendations related to the PW Digital Gateway rezoning applications. Their full resolution is included in Attachment I.

Sustainability Proffer 42 notes seventeen measures intended to promote sustainable design and energy efficiency. These measures include specific targeted benchmarks as well as general guidelines that are more difficult to quantify. Whereas the proffers do provide measures and techniques that promote sustainable design and energy efficiency, the Applicant is only committing to four out of seventeen of the identified measures, thus making it hard to understand how the proposal will measure up against reducing carbon emission and energy conservation. The most impactful strategy to reduce energy consumption and emissions of greenhouse gas would be if the Applicant were to commit to purchasing clean energy through Power Purchase Agreements or renewable energy certificates (CPA policy GGSU 1.4). While the Applicant does list this sustainability measure in the proffers as an option to choose from, it is not guaranteed to be selected for implementation. If the Applicant commits to implementing this sustainability measure, the annual emissions per metric tons of carbon dioxide (CO2) could be zero.

Proposal's Strengths

- Data Center Cooling: As proffered, the Applicant shall not use groundwater, surface water withdrawals, or surface water discharges for cooling purposes associated with data center uses.

Proposal's Weaknesses

- Sustainability Encouraged Proffer Revision: To address the Sustainability Policy, the Applicant is encouraged to revise the proffers to increase the minimum number of sustainability measures that will be used and, to provide more variety and cutting edge sustainability initiatives that are stated in both the CPA and Sustainability Commission's recommendations. Also, the Applicant is encouraged to consider revising the proffer to provide 100% LED lights for all interior and exterior lighting. Currently the proffer only commits to a minimum of 65% LED lighting.
- Provide Additional Clear and Objective Criteria: The Applicant is also encouraged to revise the proffer to provide additional clear and objective criteria. Staff does not support the Sustainability Officer being given authority to approve changes to the proffers based on their own subjective decision. If the Sustainability Officer or other County staff approve of changes, it should be based on clear, expressed, objective criteria.
- Green Globes Proffer- This proffer provides unclear reporting regarding whom is responsible for the review of this report.
- Unclear Impact on Greenhouse Gas Emissions- Given the uncertainty in sustainability proffer commitments, it makes it impossible to quantify what the CO2 impact will be, thus making it hard to know how this proposal will impact the County's goals in reaching the 2030 emission targets.

On balance this application is found to be inconsistent with the relevant components of the Sustainability Plan in the Digital Gateway CPA.

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 [2021-2024 Strategic Plan](#) was developed through extensive community input, research of county policies and services and interviews with the Board to collect input on strategic priorities for the County over the next 4 years. The Plan envisions Prince William County as a diverse community striving to be healthy, safe, and caring with a thriving economy and a protected natural environment. In an effort to implement this vision, the Strategic Plan Team developed seven strategic focus areas to guide Board actions: "Health, Wellbeing & Human Services," "Safe and Secure Community," "Resilient Economy," "Quality Education & Workforce Development," "Environmental Conservation," "Sustainable Growth," and "Transportation and Mobility." 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:

- **Resilient Economy:** The proposed rezoning is favorably aligned with the County's Resilient Economy objective to continue efforts to preserve and expand the commercial tax revenue base. The rezoning will result in an increased assessed tax value and commercial tax base.
- **Targeted Industry:** The proposed use positively aligns with the strategic goal to create and support programs, policies and strategies that encourage profit-generating business expansion, new business development and redevelopment that enhances or complements targeted industries.
- **Sustainable Growth:** The Strategic Plan promotes the promotion of clean and renewable energy consumption as well as the focus on recycling and reuse of materials. The Applicant has proffered that the office portion of the data center building will be generally equivalent to/with the sustainability standards of the Green Globes program, and the Applicant has proffered to 4 sustainability measures selected from a list of 17 measures which include recycling construction material waste, as well as using renewable energy. These proffered standards seem low and do not ensure the implementation of a variety and cutting edge sustainability initiatives to ensure this development is a steward of world-class innovation. For an analysis of the proposal and its consistency with the Sustainability component of the CPA, see the Sustainability section of this staff report.
- **Create a positive brand image of Prince William County:** The planning of data centers adjacent to significant elements of the County's, the State of Virginia, and our nation's history does not align with Objective RE-3 in the County's 2021-2024 Strategic Plan – create a positive brand image of Prince William County that reflects the diversity of the Community including its history, places, and people.

- Preserve the Cultural History of the County: Planning of data centers adjacent to significant elements of the County's, the State of Virginia, and our nation's history does not align with Objective SG-4 in the County's 2021-2024 Strategic Plan – Prioritize the continued preservation of historic buildings, cemeteries, sites, communities, and districts to preserve the cultural history of the County.
- Environmental Conservation: The Strategic Plan recommends promoting reforestation and meadow development with native plants on county land and on private land. The proposed rezoning, as proffered by the Applicant, does not favorably align with the County's Environmental Conservation objective to encourage the preservation and expansion of protected tree cover for carbon uptake and for general human welfare through preservation of existing tree cover and vegetation, as well as through reforestation, as there is too much flexibility in the proffers to ensure compliance. For an analysis of the proposal and its consistency with the Environmental Section of the Comprehensive Plan and the Green Infrastructure component of the CPA, see the Environmental Plan Analysis section of this staff report.
- Transportation & Mobility: The proposed rezoning is favorably aligned with the County's Transportation & Mobility objective to improve multi-modal options by increasing pedestrian connectivity and providing multi-use trails. In addition, the proposed rezoning is also favorably aligned with the action strategy that prioritizes critical infrastructure projects that expand roadway capacity through the construction of new roadways or widenings and new interchanges that support both local and regional mobility and sustainable growth. The Applicant is pursuing all necessary roadway vacations and relocation of existing roadways as needed to facilitate the development of the property; however, under the proposed proffers, at the request of the Applicant, the County can assist with acquiring right-of-way and or/easements for the Roadway Network Improvements through the use of eminent domain. The Applicant proposes to provide a cash in lieu option if the County is unable to obtain the necessary right-of-way and/or easements. The Proffers currently state that development can continue once the cash-in-lieu option is provided. Staff does not agree with the language as currently stated in the proffers that development can continue. For an analysis of the proposal and its consistency with the Mobility Plan of the Comprehensive Plan and the Mobility component of the CPA, see the Transportation Plan Analysis section of this staff report.

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:

1. The Virginia Department of Health (VDH) specified that the Applicant shall apply for well abandonment permits early in the process. Well abandonment completion paperwork, along with septic abandonment paperwork, must be completed prior to VDH issuing a demolition approval letter for an associated home when application. The Applicant is encouraged to

include the VDH letter with any demolition applications to Prince William County to help speed up the review process.

Modifications / Waivers

Pursuant to Sections 32-404.05 and Section 32-700.04 of the Zoning Ordinance, the following modifications and waivers have been requested and are included in the proffers:

1. **Waiver of Section 32-250.31 of the Zoning Ordinance** related to buffer areas required.

Staff Recommendation: Waiving buffers between Land Bays on the Property to allow what is shown on the MZP is appropriate. Notably, DCSM Section 802.11.A and Table 8-1, Minimum Buffer Area Required, do not require internal buffers between similar uses. Staff has no objection to the approval of this waiver request.

2. **Waiver of Section 32-404.04.5 of the Zoning Ordinance**, which requires a perimeter Type C buffer between Land Bays, along public right-of-way and adjacent to properties zoned PBD to allow for buffers as shown on the MZP.

Staff Recommendation: Staff has no objection to the approval of this waiver request. Notably, DCSM Section 802.11.A and Table 8-1, Minimum Buffer Area Required, do not require internal buffers between similar uses. Waiving buffers between Land Bays on the Property to allow what is shown on the MZP is appropriate.

3. **Waiver of Section 32-201.18 of the Zoning Ordinance**, which requires a 15-foot-wide perimeter landscape area around substations (considered a public facility). For instances where a side(s) of a substation is interior to the Property and is screened and not visible from public rights-of-way, parks, and residential areas or adjacent properties that are designated and rezoned for development of data center and/or data center supporting uses compatible with the Development.

Staff Recommendation: Staff has no objection to the approval of this waiver request.

4. **A modification to the uses permitted by right pursuant to Section 32-404.05.1 of the Zoning Ordinance** by modifying Section 32-402.33(3) to permit data centers, public facilities, outdoor cultural arts center and parking (per Proffer 3) by-right.

Staff Comment: This waiver seeks to permit data centers and supporting facilities 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. This waiver precludes the need for additional applications that would duplicate the submission, analysis, and public hearings that will occur as part of this rezoning. Typically, this waiver would reduce staff time and eliminate the need for multiple public hearings before the Planning Commission and Board of County Supervisors. In addition, it permits 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 that are in addition to the rezoning application.

Staff Recommendation: Staff does not support the approval of this waiver because the detail that would otherwise be provided via the special use permit has not been included as part of the rezoning, notably the lack of building footprints, site layouts, and proffered elevations. Additionally, the proffers provide uncertainty in the proposed buffers and supplemental landscaping, and include the ability for the Planning Director and the Applicant to make substantial changes after the BOCS approval. Staff could support this waiver provided the same level of detail and a commitment to these details is submitted with the rezoning as would be with a SUP application.

Additionally, as mentioned in Attachment H, the modification request is not formatted correctly. The Applicant should state the standard being modified or waived. Section 32-402.33(3) is not the provision that regulates public facilities or outdoor cultural arts centers. Rather, Cultural Arts Center is a by-right use. The Zoning ordinance does not specify indoor or outdoor related to that use.

Proffer Issues / Deficiencies

As currently written, many of the proffers contain technical errors and non-descript verbiage, that makes enforcement of many of the proffers difficult. Additionally, some of the proffers contain larger core issues that staff is unable to support. See the various attachments in the staff report, which provide guidance on the various proffer issues/deficiencies identified:

- Attachment F - Historic Commission Resolution
- Attachment G - Review Agency Comments on 4th Submission
- Attachment H – Proffer Issues/Deficiencies

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:

- | | |
|-------------------------------------|--------------------------------------|
| • Building Official | • Dominion Energy |
| • Cemetery Preservation Coordinator | • Economic Development |
| • Community Development Manager | • Fire Marshal's Office |
| • Conway Robinson State Park | • Historical Commission |
| • County Archaeologist | • Land Development Case Manager |
| • County Attorney | • Long Range Planning |
| • Crime Prevention Police | • Manassas National Battlefield Park |

Staff Analysis

- NOVEC
- Parks and Recreation
- Planning Case Planner
- Planning GIS Specialist
- Service Authority
- Sustainability Officer
- Transportation Department
- US Fish & Wildlife
- VA Environmental Quality (DEQ)
- VDOT Fairfax
- Virginia State Health
- Watershed Management

QTS – PW DIGITAL GATEWAY SOUTH PROFFER STATEMENT

RE: REZ2022-00033, Digital Gateway South (the “Application”)

“Owners”: Page Synder, Trustee; Pageland Farm Associates; Nicole Scolaro; Kenneth Bland; Phyllis Thompson, Trustee Thomas F. Thompson and Phyllis W. Thompson; Mary Ann Ghadban, Trustee Thomas C. Ackerly, Jr.; Thomas Underwood, Trustee

“Applicant”: GW Acquisitions Co., LLC c/o QTS Data Centers

“Property”: GPIN Nos. 7498-42-6117, 7498-51-1835, 7498-74-6800, 7498-74-3579, 7498-83-1842, 7498-83-1869, 7498-83-6698, 7498-93-5350, 7498-94-5907, 7498-93-7484, 7498-84-6051, 7498-85-3325, 7498-85-7316, 7498-94-1180 and 7598-13-2096 (the “Property”)
Gainesville Magisterial District
±342 acres
A-1, Agricultural to PBD, Planned Business District

Date: August 25, 2023

The undersigned hereby proffers that the use and development of the Property shall be in substantial conformance with the following conditions and which shall supersede all other proffers and conditions made prior hereto with respect to the Property. In the event the referenced rezoning is not granted as applied for by the Applicant, these proffers shall be withdrawn and shall be 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 the portion of the site served by the improvement, unless otherwise specified. The term “Applicant”, as referenced herein, shall include within its meaning all current and future fee owners, successors in interest and assigns of the Property.

References in this Proffer Statement to plans and exhibits as binding on the Applicant are limited to the following as described in these Proffers, with all other plans and exhibits provided for illustrative purposes only:

1. Master Zoning Plan (the “MZP”) prepared by IMEG Corp., entitled “Digital Gateway South”, dated February 28, 2022 last revised August 25, 2023, consisting of the following sheets:
 - i. Cover Sheet
 - ii. Master Zoning Plan (Sheets 02 and 03)
 - iii. Green Infrastructure Plan (Sheets 04 and 05)
 - iv. Infrastructure Plan (Sheet 06)
2. Exhibit A: Transportation Infrastructure Improvements Concept Plan & Phasing, prepared by Gorove/Slade dated January 19, 2023 and revised through August 14, 2023
3. Exhibit B: “Prince William Digital Gateway Master Corridor Plan, prepared by LandDesign, dated January 2023 and revised August 2023 (the “MCP”)
4. Exhibit C: Building Section 2 Story Concept and Rooftop Plan View
5. Exhibit D: Substation screening, depictions and examples.

USES AND SITE DEVELOPMENT

1. Master Zoning Plan: The Property shall be developed in substantial conformance with the MZP, subject to minor modifications permitted by the Prince William County Zoning Ordinance (the “Zoning Ordinance”) and as further described in this Proffer Statement.
2. Prohibited Uses: Except as set forth hereafter, the uses identified in Section 32-404.03(2) and Section 32-280.41(1) of the Zoning Ordinance shall be prohibited. The following uses as identified in Section 32-402.31, Section 32-402.32 and Section 32-402.22 of the Zoning Ordinance shall also be prohibited:
 - a. Alarm systems operations, office.
 - b. Business school.
 - c. College, university or seminary.
 - d. Computer and network services.
 - e. Hospital.

- f. Hotel, motel, or short-term lodging.
- g. Institute for special education and training.
- h. Medical care facility, specialized.
- i. Medical or dental laboratory.
- j. Medical or dental office and clinic.
- k. Neighborhood retail and fulfillment center, up to 30,000 square feet in gross floor area.
- l. Private school (no boarding).
- m. Religious institution with related facilities (excluding cemeteries).
- n. Recycling collection points, subject to the standards in section 32-250.84.
- o. Research and development (non-HAZMAT).
- p. Trade or convention center.
- q. Trade, technical or vocational school.
- r. Adult day care facility.
- s. Art gallery (private).
- t. Barber shop, beautician studio, or tanning salon.
- u. Commercial artist or photographer's studio.
- v. Fraternity, sorority, secondary to college, university or seminary (on campus only).
- w. Helistop.
- x. Hotel.
- y. Live entertainment in accordance with the provisions of section 32-400.15.
- z. Office equipment sales, lease and service.
- aa. Optical and eye care facility.
- bb. Retail store.
- cc. School of special instruction.
- dd. Travel Agency.
- ee. Bus station, commercial.
- ff. Continuing care retirement community.
- gg. Heliport, secondary only.
- hh. Helipad.
- ii. Solar energy facility.
- jj. Taxi or limousine dispatching.
- kk. Veterinary hospital.

3. Use Parameters: Pursuant to Section 32-404.05 of the Zoning Ordinance, the Applicant's use of the Property is limited to the following, provided that use and occupancy of any existing agricultural activities, dwelling units and structures located on the Property may continue until the same is removed or replaced in accordance with these Proffers. Ancillary, secondary uses shall be limited to those listed as 3.c. through 3.i below and shall be limited to a maximum of ten percent (10%) of the total gross floor area for each building which includes such uses. Ancillary, secondary uses shall be limited to those listed as 3.c. through 3.h. below and shall be limited to a maximum of ten percent (10%) of the total gross floor area for each building which includes such uses. Cultural arts center (outdoor) listed as 3.i. shall be limited to the Park and Unfinished Railroad Area in Land Bay B as shown on the MZP. Pursuant to § 32-201.12(a)(2) of the Zoning Ordinance, the MZP constitutes a Plan of Development within the meaning of Va. Code Ann. § 15.2-2232 and § 15.2-2286(a)(8), the public facilities identified on the MZP are deemed approved and not subject to separate public facilities review and determination or Special Use Permit. Should the location and/or extent of a public facility changes, or a new public facility added, and such facility is determined not to be in substantial conformance with the MZP and these Proffers, then the change and/or addition shall be permitted upon approval of a separate Public Facility Review without a requirement to amend the MZP or these Proffers.
- a. Data centers;
 - b. Public facilities including, but not limited to, streets, parks and electric substations;
 - c. Office, provided that such facilities are for the use of employees and/or contractors and visitors of employees and/or contractors to the buildings comprising the Development;
 - d. Cafeteria/lunchroom/snack bar/automat, restaurants, and restaurants (carry-out), provided that such facilities are for the use of employees and/or contractors and visitors of employees and/or contractors to the buildings comprising the Development;

- e. Recreation facility commercial (indoor), and recreation facility for employees provided that such facilities are for the use of employees and/or contractors and visitors of employees and/or contractors to the buildings comprising the Development;
 - f. Childcare facility and any associated outdoor play area, provided that such facilities are for the use of employees and/or contractors and visitors of employees and/or contractors to the buildings comprising the Development;
 - g. Event Center/Meeting Hall, provided that such facilities are primarily for the use of employees and/or contractors and visitors of employees and/or contractors to the buildings comprising the Development;
 - h. Recording Studio, provided that such facilities are primarily for the use of employees and/or contractors and visitors of employees and/or contractors to the buildings comprising the Development; and
 - i. Cultural arts center (outdoor only) (as defined below) (collectively, the “Approved Uses”).
4. Land Bays. For all purposes associated with its development and use, the Property shall be divided into four (4) Land Bays (each a “Land Bay”) as shown on Sheets 02, 03, 04, and 05 of the MZP. The Applicant may adjust the boundaries and acreage of one or more Land Bays, as part of final site plan approval, by up to 10% of the land area of each such Land Bay.
5. Floor Area Ratio: The Applicant shall develop the Property with data centers, parking, and other uses and structures as set forth in these Proffers (collectively, the “Development”), at no greater than an overall 0.25 floor area ratio (“FAR”). For purposes of these Proffers, 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 and public parks.

- a. Tabulation. As part of each final site plan submitted for the Property, the Applicant shall provide a tabulation indicating the development status of the Property to include a listing of all building(s) constructed to date and their associated gross floor area (“GFA”) and relationship to the overall maximum permitted FAR.
6. Interim Development. Pursuant to Section 32-404.05.1 of the Zoning Ordinance, the Applicant may develop by-right any portion of the Property with parking lots and/or staging areas necessary for site construction, with approval of a final site plan.
7. Height:
 - a. For purposes of this Proffer, the term “Building Height” shall include the building rooftop and parapets and/or screening walls that screen rooftop mechanical equipment. Buildings shall be limited to up to two stories. Illustrative examples of a two-story building section is depicted in Exhibit C attached to these proffers. The maximum Building Height shall be permitted and limited as follows:
 1. Buildings in Land Bay A shall not exceed a maximum building height of sixty feet (60’) measured from finished slab, nor shall buildings exceed three hundred and sixty-two feet (362’) above mean sea level. The lesser of the two measurements shall dictate the maximum building height.
 2. Buildings in Land Bay B shall not exceed a maximum building height of sixty feet (60’) measured from finished slab, nor shall buildings exceed three hundred and forty-nine feet (349’) above mean sea level. The lesser of the two measurements shall dictate the maximum building height..
 3. Buildings in Land Bay C exceed a maximum building height of sixty feet (60’) measured from finished slab, nor shall buildings exceed three hundred and eighty-six feet (386’) above mean sea level. The lesser of the two measurements shall dictate the maximum building height.

4. Land Bay D shall be developed as an Electric Infrastructure Area as addressed below in Proffer 46.
 - b. Each building may include one elevator penthouse which (i) may be up to, but no more than, ten (10) feet above the building height up to 70 feet and (ii) may not consist of more than two (2) percent of the total square footage of the entire building roof area shown in Exhibit C.
 - c. Prior to requesting a building permit release letter from Development Services, the Applicant shall submit building elevations to ensure compliance with this Proffer.
8. Federal Aviation Administration. The Applicant shall obtain approval from the FAA prior to final site plan approval for buildings whose height is subject to approval by the Federal Aviation Administration (the “FAA”). The Applicant shall provide documentation to Development Services demonstrating receipt of such FAA approvals concurrently with the submission of each applicable building permit application.
9. Construction Impact Management. The Applicant shall undertake actions to address anticipated impacts of construction, which shall include the following:
 - a. Pre-Construction Information Distribution. Prior to the commencement of construction, the Applicant shall distribute written information to the homeowner’s associations or boards of Heritage Hunt and Catharpin Valley Estates, a representative from the Virginia Department of Forestry on behalf of Conway Robinson State Forest and the Manassas National Battlefield Park (“MNBP”) Superintendent regarding planned construction activities for the Development. The information shall include: (a) the anticipated phasing of construction, (b) a preliminary schedule for each phase of construction, (c) a preliminary plan for the routing of construction vehicles, and (d) planned measures to minimize off-site dirt and debris in accordance with applicable law. In addition, the Applicant shall provide the name, email address, and telephone number of a contact person responsible for managing construction activities on the Property to the Planning Director and the Gainesville District Supervisor’s Office prior to the commencement of construction on each building(s).

- b. Construction Hours. Outdoor construction activities, including deliveries, on the Property shall occur only between the hours of 7:00 am to 9:00 pm Monday through Friday and 9:00 am to 9:00 pm on Saturday. The Applicant shall inform all contractors and subcontractors of the permitted hours of construction and reduce the use of outdoor construction site lighting outside of the designated construction activity hours. The Applicant shall post signs identifying such construction hours at all construction entrances on the Property.
- c. Construction Truck Routing. The Applicant shall prepare a plan for the routing of construction trucks, in accordance with applicable law. The Applicant shall provide such plan to the Virginia Department of Transportation (“VDOT”), Prince William County Department of Transportation (“PWCDOT”), the homeowner’s associations or boards of Heritage Hunt and Catharpin Valley Estates, a representative from the Virginia Department of Forestry on behalf of Conway Robinson State Forest Park and the Manassas National Battlefield Park Superintendent prior to the commencement of construction. The Applicant shall inform all contractors and subcontractors of the plan for the routing of construction trucks and shall post signs identifying such construction truck routes at all construction entrances on the Property.

CULTURAL RESOURCES

10. Phase I, Phase II, Mitigation Plan, Phase III.

- a. Phase I. The Applicant has completed and submitted a Phase I Archeological Survey and Phase I Historic Architecture Survey of the Property to evaluate/update previous investigations of the Property (the “Phase I Study”). Based on the results of that evaluation, the Applicant agrees to retain the services of a third-party historical or cultural resources firm and conduct one or more Phase II investigations of the Property as recommended by the Phase I Study (the “Phase II Study”).

- b. Phase II. In the event the findings of the Phase I survey indicate that a Phase II Archeological Evaluation (the “Phase II Study”) is warranted, the Applicant shall conduct such Phase II Study on identified sites and resources. The Applicant shall submit the results of the Phase II Study with the first submission of the final site plan for any Land Bay or portion thereof for which such a study is required. A qualified professional shall be hired by the Applicant to conduct all Phase II excavations. All Phase II scopes of work shall be approved by the Planning Director or designee. Three (3) copies of the draft Phase II Study documenting the results and recommendations of the archaeological evaluation shall be submitted to the Planning Office for review, comment and approval concurrent with any relevant, impacted site plan. The qualified professional, the archeological testing and the reports 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*. Final Phase II reports shall be submitted in quantities, formats and media as requested by the County Archeologist.
- a. In addition to the Phase I survey recommendations, the Applicant shall conduct Phase II Studies of Sites 076-0137 (Pageland II), 44PW0580, and 44PW0593 as documented in the *Phase I Archaeological Survey, QTS Manassas Digital Gateway, Prince William County, Virginia Project No. 0630223 dated April 10, 2023*. Additionally, the Applicant shall conduct a Phase II Study of Sites 076-0137 and 076-5190 and as documented in the *Phase I Historic Architecture Survey, QTS Manassas Digital Gateway, Prince William County, Virginia Project No. 0630223 dated April 14, 2023*. The Applicant shall submit the results of these Phase II Studies with the first submission of the final site plan of the affected Land Bay or portion thereof. A qualified professional shall be hired by the Applicant to conduct all excavations. The Phase II scope of work shall be approved by the Planning Director or designee. Three (3) copies of the draft Phase II Study documenting the results and recommendations of the archaeological evaluation shall be submitted to the Planning Office for review, comment and approval concurrent with any relevant, impacted site plan. The qualified professional, the archaeological testing and the reports 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*. Final Phase

II reports shall be submitted in quantities, formats and media as requested by the County Archaeologist.

- c. Mitigation Plan. In the event the Phase II Study finds an archeology site to be significant and such site shall be disturbed by construction, the Applicant shall initiate mitigation of the archeology 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, the Applicant shall prepare a mitigation plan for approval by the Planning Director or designee, and such approval shall be based on the mitigation plan meeting 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 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>). If a County mitigation plan is required, its stipulations shall be completed prior to final site plan approval for each Land Bay where the mitigation plan is applicable. Final mitigation 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.
 - d. Phase III. In the event the findings of the Phase II survey indicate that a Phase III Archeological Evaluation (the "Phase III Study") is warranted, the Applicant shall conduct such Phase III Study on identified sites and resources. The Applicant shall either pursue preservation in place and/or conduct a Phase III data recovery excavation and thereafter process any artifacts recovered from the Property, including completing interpretations and additional analyses of such artifacts (the "Phase III Recovery"). Data recovery must be carried out by a qualified archeologist and as approved by the Planning Director or designee.
11. Curation. The Applicant shall curate with the County all artifacts, field records, laboratory records, photographic records, and other records recovered and produced as a result of the investigations and excavations undertaken in connection with the Phase I Study, the Phase II Study and, as applicable, the Mitigation Plan, or any Phase III Recovery. Any artifacts, field records, laboratory records, photographic records, and other record generated from the investigations and/or excavations that the County

requests to receive from the Applicant shall be turned over to the County within three (3) months following completion of the final report or prior to the commencement of ground disturbance for the specific area or site, whichever is first in time. 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. The Applicant shall pay to the County a curation fee identical to VDHR's curation fee at the time of delivery to the County. Ownership of all records submitted for curation shall be transferred to the County with a letter of gift. If curation as described in this Proffer is necessary, the Applicant shall complete such curation prior to final site plan approval or any Land Bay(s) where curation is undertaken. Compliance shall be demonstrated by a written confirmation from the County Archaeologist prior site plan approval for a given Land Bay or section of a Land Bay.

12. Temporary Protection of Archeology Sites and Cemeteries. The Applicant shall erect a protective fence that is either a tree-save fence, six-foot tall temporary chain link fence, or other fence of a similar quality around archeology sites that shall be preserved, archeology sites that require additional work as outlined in Proffer 10, and all cemeteries. Such temporary fencing shall remain in place until ground disturbance activities contiguous to such resources have concluded. Conclusion of the contiguous ground disturbing activities shall be confirmed through the Applicant's (or its consulting engineers) letter to the County Archeologist prior to protective fence removal.
13. County Archeology Research. For any archeology site selected to be preserved by the Applicant, the Applicant shall permit the County to conduct archeological research, at the County's own expense, on those preserved sites. All excavations and research shall not be performed until after final site plan approval and shall be coordinated with the Applicant so as not to affect the Applicant's business needs and implementation timeline, which shall include, but may not be limited to, the processing of site and construction permits, the site work schedule, Pageland Lane improvements schedule, and security needs. The results of the research will be shared with the Applicant prior to releasing the information to the public.
14. On-Site Archeological Monitoring During Grading Activities. During initial construction rough grading and excavation activities, the Applicant shall provide an on-site

archeologist, reasonably acceptable to the Director of Planning, who will inspect areas of high and moderate potential for underground cultural resources to be found, as the topsoil is removed to identify any historically significant structures or graves (“features”) that might be uncovered. The County Archeologist or his/her designee shall be offered the opportunity to accompany the aforesaid on-site archeologist.

15. Civil War Cemetery Study. Prior to site plan approval, the Applicant shall provide a study, conducted by a qualified specialist utilizing ground penetrating radar technology or mechanical scraping, of an area 50 feet in width measured from the proposed limits of clearing and grading around any known Civil War cemetery on the Property, for the purpose of determining whether there are Civil War soldiers gravesites within the said area. The results of said study shall be provided to the Prince William County Planning Department.
16. Unanticipated Discovery of Cultural Resources or Human Remains. Prior to the issuance of final site construction permits, the Applicant shall submit an approved Unanticipated Discovery Plan (“UDP”) prepared by a third-party historical or cultural resources firm. The UDP shall include the procedures and protocols that will be used by the Applicant’s employees, contractors, and subcontractors if there is an unanticipated discovery of archaeological material or human graves/remains during construction. The UDP shall be sent to the County Archeologist, County Cemetery Preservation Coordinator, and the Virginia Department of Historic Resources (“VDHR”) for review and approval no later than at the time of first final site plan submission for the Property.
17. Reinterment of Human Remains. If the Applicant discovers human remains during any land disturbance activities, the Applicant shall follow the procedures and protocols contained in the UDP and comply with all applicable federal and state laws regarding the protection, evaluation, removal and reinterment of human remains. In addition, a specific disinterment and reburial plan shall be prepared by a third-party historical or cultural resources firm based on the circumstances of the particular location and condition of any human burial(s) that are discovered. The disinterment and reburial plan shall be submitted to the County Archeologist, County Cemetery Preservation Coordinator, and VDHR for review and comment prior to the continuation of land disturbance in the affected location. If the reinterment of human remains is

recommended on the Property, such reinterment shall occur in a location that is mutually deemed appropriate by the Applicant, the County Archeologist and VDHR. If consented to by the American Battlefield Trust, any land owned by the American Battlefield Trust and contiguous to MNBP shall be included as one of the locations considered for reinterment.

18. Preservation of Cemeteries. Prior to final site plan approval for grading or development in the vicinity of each of the known cemeteries identified on the MZP and located on the Property, the Applicant must delineate the boundaries of and thereafter preserve each cemetery in accordance with the standards of Section 32-250.110 of the Zoning Ordinance (Preservation of Existing Cemeteries). The perimeter of each cemetery must be clearly marked with protective fencing in accordance with Sections 32-250.110 of the Zoning Ordinance. In addition, the Applicant shall:

- a. Grant an access easement for family members and descendants of deceased persons buried at each such cemetery (consistent with governing Commonwealth of Virginia State guidelines). Such easement shall be shown on a plat and associated deed, and site plan as part of the relevant site plan approval for the land containing such cemetery.
- b. Erect a permanent sign providing the name of the cemetery
- c. Provide a 50' preservation area around the three delineated cemeteries (Settle and Davis), with the first 25' to be an undisturbed area and the next 25' to consist either of a modified Type B buffer (with the same plant unit count as a 30' buffer), or use the meaningful, significant, healthy existing vegetation. Buffering of the second 25' will need to be approved by the Virginia Department of Historic Resources ("VDHR"), or the Applicant shall implement a 50' undisturbed area, as typically required by VDHR. Furthermore, if buffering within the second 25' is permitted by VDHR, the buffering should be as follows:

Phillips Cemetery

- First 25' – Undisturbed
- Second 25' – Retain the meaningful, significant, healthy vegetation within the 50' perimeter. The Applicant shall work with and meet the County Archaeologist or his/her designee in the field and walk the area to identify and propose to retain as

much of the healthy vegetation as possible. Where there are cleared areas within the second 25', if VDHR allows, the Applicant shall commit to a modified Type B buffer (with the same plant unit count as a 30' buffer).

19. Avoidance Area in Land Bay B. The Applicant shall avoid ground disturbance and grading in the area adjacent to the Unfinished Railroad as delineated on Sheet 02 of the MZP.
20. Boundary Tree. The Applicant has identified a Boundary Tree that may date back to the Civil War, located in an area adjoining the southern corner of Land Bay D as depicted on Sheet 05 of the MZP. To protect and recognize this important historical and community asset, the Applicant shall design and install a plaque or similar commemorative signage in the vicinity of the Boundary Tree in consultation with the Department of Interior, Prince William County Historical Commission and the County's Department of Parks, Recreation and Tourism. The final design and location of the commemorative signage shall be sent to the consulting agencies listed above for review and approval at the time of first site plan submittal of Land Bay C. Notwithstanding the foregoing, in the event the Applicant is unable to reach agreement with Department of Interior, Prince William County Historical Commission and the County's Department of Parks, Recreation and Tourism after not less than three (3) meetings or ninety (90) days of the initial consultation, the Applicant may proceed with a final design and location selected in its sole discretion and install the same as set forth in this Proffer. The Applicant shall install/complete the commemorative signage prior to the issuance of the first occupancy permit or its equivalent for the first building on Land Bay D.
21. Portions of Land Bay D within the MNBP Legislative Boundary. Concurrent with the approval of the first site plan on Land Bay D, the Applicant shall dedicate the approximately nine (9) acres in Land Bay D contiguous to MNBP to the U.S. Department of the Interior shown as "Manassas Battlefield Park Legislative Boundary" on the MZP, contingent upon National Parks Service and/or U.S. Department of Interior acceptance of this portion of the Property. Alternatively, if the Department of Interior declines to accept this area, the Applicant will offer this nine-acre site to Prince William County's Department of Parks, Recreation and Tourism.

COMMUNITY DESIGN

22. Architecture and Building Materials. The quality and character of the architectural design for the Development shall be in substantial conformance with the building elevations shown on Page 36 of the MCP. Exterior building materials for the Development shall include, but is not limited to, a minimum of three of the following materials: brick, masonry/stone, aluminum, steel, glass, precast concrete, metal paneling, cementitious paneling, composite insulated panels, vinyl windows, and/or aluminum windows, provided that final architectural details, roofs, and accents may include other materials as approved by the Planning Director, as permitted in Section 32-700.30 of the Zoning Ordinance. Compliance with this Proffer shall be evidenced with the submission of building elevations for review and approval two (2) weeks prior to issuance of a building permit release letter.

a. Principal Building Facades Visible from Public Right of Way.

1. Building Façade Materials. The principal building facades of any data center building(s) (which does not include facades of structures or enclosures for an electric substation) constructed on the Property that are visible from public road right-of-way shall avoid the use of undifferentiated surfaces by including at least three (3) of the following design elements: 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.
2. Building Façade Design. Principal building facades as defined in this proffer shall include at least three of the following design elements:
 1. Variations in building height in accordance with Proffer 7;
 2. Building step-backs or recesses;
 3. Fenestration;
 4. Change in building material, pattern, texture and/or color; or
 5. Use of accent materials.

3. Security booths/accessory structures. The architectural design of 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. Non-Reflective and Earth Tone Façade Colors. For all building facades, the Applicant shall provide non-reflective and earth tone façade colors on all building facades, including, but not limited to, earth tone grey, brown, or green. The Applicant has separately submitted proposed, appropriate color palettes satisfying this requirement to Prince William County, chosen from a color palette that is mutually deemed appropriate by the Applicant and Planning Director or designee. The building elevations as shown on Pages 36 and 37 of the MCP depict facades in Munsell Gley 2.6 and 2.7 as previously approved by the Planning Director. The Planning Director may approve other colors for buildings to which this proffer applies, provided the Applicant demonstrates they shall facilitate the ability for the building facade to blend into the tree line or the façade shall be screened by other buildings. The Applicant shall limit any branded and trademarked company identity banners/signage that are part of the façade and façade accent colors to a maximum of 30 percent of each applicable front façade and a maximum of 15 percent of each applicable side façade. The building facades shall be submitted to Development Services two weeks prior to the issuance of a building permit release letter.
- c. Land Bay D Screening. The Applicant shall create and maintain a Type ‘C’ Buffer (Alternate 2) for portions of the southern and western property lines of Land Bay D contiguous to MNBP as shown on Sheet 3 of the MZP. The Type ‘C’ Buffer (Alternate 2) in Land Bay D shall consist of a minimum of 50 feet in depth/width from the common property line and consist of at least two (2) rows of evergreen plantings that shall be a minimum of twelve (12) feet in height at the time of initial planting. The Applicant shall implement the initial plantings at the time of the first site plan submittal for Land Bay C or D, or portion thereof, provided that the Applicant may, due to weather or other conditions and with the concurrence of the Director of Public Works, defer installation of all or portions of the evergreen plantings to the next available planting season to provide a better chance for its long-term survival. The Applicant shall implement a maintenance

and tree replacement plan which shall last over the course of three (3) consecutive years following initial installation of the plant material.

23. Building Footprints. The Applicant shall design the layout of buildings in each Land Bay in general conformance with the illustrative QTS Land Bays shown on pages 40 through 45 of the MCP with respect to (i) the general orientation of the building(s) located in the “Development Area” for each Land Bay as shown on the MZP; (ii) the general locations of points of access to each Land Bay and accompanying pedestrian and vehicular circulation to and from the “Development Area” for each Land Bay; and (iii) the extent of the LOD within each Land Bay as more particularly set forth in these Proffers. The Applicant reserves the right to adjust the number of buildings and dimensions of each building from those represented by the illustrative concepts, provided that such changes are otherwise in general conformance with the MZP and these Proffers.
24. Rooftop Mechanical Equipment Screening. The Applicant shall screen or enclose all rooftop mechanical equipment.
25. Ground Level Mechanical Equipment Screening. The Applicant shall screen ground level mechanical equipment not screened by a principal building, topography, or vegetation which is visible from MNBP, Heritage Hunt, other adjacent land planned and zoned for residential use, adjacent land planned and zoned for agricultural use or public road rights-of-way. Such screening shall utilize a visually solid fence, screen wall or panel (louvers shall be permitted for air flow and circulation), or other visually solid screen that shall be constructed with materials and colors compatible with those used in the exterior construction of the principal building. Ground-level mechanical equipment located in a manner found to have no adverse impact on MNBP, Heritage Hunt, other adjacent land planned and zoned for residential use, adjacent land planned and zoned for agricultural use or public road right-of-way, as determined by the Planning Director or designee, shall not be required to be screened.
26. Dumpster Locations. The Applicant shall screen any dumpsters that are visible from public road rights-of-way or surrounding non-data center properties using materials that are architecturally compatible with the building(s) they serve.

27. Security Fences, Gates and Cameras. The Applicant may separately fence data center buildings in each Land Bay and may employ additional security measures such as, but not limited to, the use of surveillance cameras, inspection lanes, guard houses and similar facilities. With the exception of construction fencing used during construction of each applicable building and/or Land Bay, the design of any security fence shall include black steel or other metal, provided that chain link fencing or barbed wire fencing is prohibited along public street frontages. Security fencing shall not be located within any required buffer yards or Tree Save Area (as defined below).

28. On-site Lighting.

- a. All freestanding streetlights shall have a maximum height of thirty feet (30') and shall have fixtures that direct light downward and inward.
- b. All freestanding lighting for open, off-street parking areas shall have a maximum height of twenty-four (24) feet in height and shall be shielded and directed downward.
- c. 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, but allow for sufficient lighting for security and safety purposes.
- d. All on-site lighting shall utilize full cut-off fixtures and shall be energy-saving smart lights or incorporate automatic shut-off to conserve energy.

**LANDSCAPE. OPEN SPACE, LIMITS OF DISTURBANCE AND TREE
PRESERVATION**

29. Master Landscape Plan. The Applicant shall submit a master landscape plan that provides for a coordinated and consistent pattern of landscape throughout the Development and along Pageland Lane (the "Master Landscape Plan"). The Master Landscape Plan shall be in substantial conformance with the landscape framework and

landscape typologies depicted on Pages 22 through 31 in the MCP.

- a. Master Landscape Plan Review and Approval Process. The Applicant shall submit a Master Landscape Plan for review and approval by the Planning Director within six (6) months of approval of the first rezoning application for the Property. The Applicant may make adjustments to the tree species within the plant palettes, fence design and location, and/or the type of landscape typology depicted for a specific section of Pageland Lane, provided the modifications result in a similar quality, quantity, size and character of landscape plantings and materials as shown on the MCP. The Applicant shall also submit the Master Landscape Plan to the County Archeologist, County Arborist, MNBP, Conway Robinson State Forest, Heritage Hunt and Catharpin Valley Estates for review and comment. Following receipt of the Master Landscape Plan, the County Archeologist, County Arborist, MNBP, Conway Robinson State Forest, Heritage Hunt and Catharpin Valley Estates shall have sixty (60) days to provide comments to the Applicant. Notwithstanding the foregoing, in the event the Applicant is unable to obtain approval from the Planning Director after up to four (4) meetings or one hundred and twenty (120) days of the initial submittal, the Applicant's Master Landscape Plan shall be deemed approved. The Applicant reserves the right to modify the Master Landscape Plan for individual buildings and/or Land Bays as part of final engineering and building design for each building and/or Land Bay, or as part of the final design and engineering of the Pageland Lane transportation improvements, provided such modifications provide a similar quality, quantity and character of landscape plantings and materials as shown on the Master Landscape Plan.
- b. Master Landscape Plan Implementation. The Applicant shall implement the Master Landscape Plan in phases based on the Applicant's order of construction and staging requirements, provided that the Applicant may, due to weather or other conditions and with the concurrence if the Director of Public Works or designee, defer installation of all or portions of the required landscape to the next available planting season to provide an increased chance for its long-term

survival. The Applicant shall provide design details for the Master Landscape Plan as part of final site plan approval for each building and/or Land Bay. The Applicant shall use predominantly native or acclimated, regionally appropriate species that are considered non-invasive as determined by the Virginia Department of Conservation and Recreation Native Plant Finder for plantings and landscape materials throughout the Development. The Applicant also shall incorporate native pollinator plantings consisting of shrubs, perennials, and ornamental grasses incorporated into required and/or enhanced landscape on the Property to provide nectar or pollen during all four flowering periods.

30. Soil Compaction. Upon completion of initial, rough grading for each building(s), the Applicant shall conduct, in consultation with the Watershed Management Branch Site Inspector, one or more Agronomic Soil Fertility Analyses by a reputable, certified, agronomic soils laboratory and develop and implement specifications for amending and/or correcting the sampled soil conditions prior to installation of new plantings. The Applicant shall incorporate applicable note(s) into each applicable final site plan stating that the Applicant and/or contractor will be responsible for coordinating with the Watershed Management Branch Site Inspector for the development and implementation of specifications related to amending and/or correcting the sampled soil conditions prior to installation of new plantings.
31. Soils in Landscape Areas. To facilitate adequate expansion of tree and shrub roots to support healthy plants, all landscape areas inclusive of parking lot islands and buffers that shall be landscaped and which have been subject to pavement and/or compaction shall have, prior to planting: a) removal of all foreign materials (asphalt, concrete, rock, gravel, debris, etc.) and the soil loosened to a depth appropriate for planned vegetation, and b) a top dressing of 4" to 6" of clean topsoil provided when recommended by soil testing data results. This topsoil shall be a loam, sandy loam, clay loam, silt loam, or sandy clay loam. The topsoil shall not be a mixture of or contain contrasting textured subsoils. The topsoil shall contain less than 5% by volume of cinders, stones, slag, coarse fragments, sticks, roots, trash, or other materials larger than 1" in diameter and shall not contain gravel. The topsoil shall contain a minimum of 5% natural fine organic matter, such as leaf mold, peat moss, etc. Areas to receive this remediation shall be clearly shown on the final

site/subdivision plan. Once rough grading has been accomplished, and prior to commencing soil preparation operations (amendments, fertilizers, etc.), soil samples shall be taken from representative areas and below grade depths of the project site. Locations and depths to gather the representative soil samples shall be accomplished by the contractor under direction of the landscape architect.

32. Maintenance of Landscape and Facilities. The Applicant and/or subsequent owner of each Land Bay or building shall provide for continuous and ongoing maintenance of landscape to minimize concealment or overgrown areas, provide non-native species control, keep 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. The maintenance per this Proffer 29 shall exclude Tree Preservation Areas as shown on the MZP.
33. Open Space. The Applicant shall develop the Property such that, upon completion of the Development on the Property and the Property subject to REZ2022-00032 (the "Properties"), at least forty percent (40%) of the Properties comprise open space as more particularly defined and set forth below. Such open space shall be comprised of three (3) separate types: (i) Protected Open Space (as defined below); (ii) open space under or over existing and/or future major utility easements greater than sixty feet (60') in width ("Major Utility Easements"); and (iii) open space areas within each "Development Area" as shown on the MZP (items (i), (ii), and (iii) collectively being the "Development Open Space"). For the purpose of clarity, the Development Open Space is to be calculated cumulatively across the Properties and not within individual Land Bays or each individual Property, or portions thereof. As part of each building site plan submitted for the Properties, the Applicant shall provide a tabulation showing the acreage and percentage of Open Space and Protected Open Space (as defined below) established or approved to date on the Properties, inclusive of any Open Space to be provided in connection with the pending site plan to demonstrate compliance with this Proffer.
- a. Protected Open Space. The Applicant shall provide a minimum of thirty percent (30%) Protected Open Space on the Properties upon completion of the entire Development of the Properties. The Applicant shall designate on each site plan for the Properties areas that are to be maintained and/or established as Protected Open Space within such Land Bays or portions thereof. In no event

shall any permitted encroachments on/in areas designated as Protected Open Space (as set forth in Proffer 34 below) reduce the Applicant's obligation to achieve thirty percent (30%) Protected Open Space on the Properties. Protected Open Space shall be comprised of:

- i.) "Natural Open Space" as defined in Article 1 of the Zoning Ordinance. The Applicant shall identify areas of Natural Open Space on each site plan and, prior to final bond release for the portion of the Property shown on the site plan, either record a covenant or easement against the area designated as Natural Open Space or convey such area to a Property Owners Association with a restriction on its future use to public uses or utilities requiring a public facilities review pursuant to VA Code Section 15.2-2232, or for public or private amenities either shown on the approved site plan or as may be permitted pursuant to DCSM Sections 740 through 742. The easement or covenant or Property Owners Association documents, as applicable, shall include a requirement for perpetual maintenance of the Natural Open Space consistent with DCSM standards;
- ii.) "Restored Open Space" consisting of areas disturbed prior to or during the construction of the Development that the Applicant restores to native or acclimated (non-invasive), regionally appropriate forest ("Reforestation"), supplemental landscape areas (as shown on the MZP), pollinator meadows (as defined in Proffer 33), perimeter or roadway or internal buffers and/or wetlands, which shall be protected from further disturbance except as provided herein; and
- iii) Environmental Resource Areas consisting of Federal Emergency Management Agency (FEMA) floodplain, FEMA Flood Hazard or natural 100-year floodplains as defined by the DCSM, Chesapeake Bay Resource Protection Areas, wetlands, areas of 25% or greater slopes, areas with 15% or greater slopes in conjunction with soils with severe limitations, areas of marine clays, public water supply sources, and critically erodible shorelines and streambanks as may be present on the Property.

- b.) Pollinator Meadow. The Applicant shall include a minimum of ten percent (10%) Pollinator Meadow within its designated seeded pervious areas as shown on the MZP of the Properties (the “Seeded Pervious Area”). Plant unit species in the Pollinator Meadow shall be limited to a combination of shrubs, ornamental grasses, and perennials that will provide nectar and/or pollen sources during all four flowering periods (spring, early summer, late summer, fall). The pollinator plant species shall consist of one hundred percent (100%) Virginia native species, with an emphasis on Northern Virginia native species. Any created Pollinator Meadow shall be maintained by the Applicant or successor property owners association or other entity to include protection from pesticides, replanting or reseeding as needed to assure long-term native pollinator plant diversity. The Applicant shall limit any mowing of the Pollinator Meadow to times of each year when plants are not in flower. The Applicant shall designate on each final site plan areas that are to be maintained and/or established as Pollinator Meadows. Subject to Dominion Energy’s approval, the Applicant may install Pollinator Meadow under the existing Dominion Transmission Line Easement as shown on the MZPs of the Properties (the “Existing Power Line Easement”). If the Applicant is unable to secure approval from Dominion Energy for the Pollinator Meadow, this shall not preclude the Applicant’s ability to provide utility easement plantings set forth in Proffer 29.c. below.
- c.) Open Space Under or On Top of Major Utility Easements. The Applicant may provide plantings in open space under or on top of Major Utility Easements in accordance with the requirements of the applicable utility providers; and
- d.) Open Space areas within the “Development Areas” on the MZP. Open Space areas within the “Development Areas” on the MZP shall include, but are not limited to, lawns, decorative plantings, walkways, sidewalks, and landscaped islands.
- e.) Modifications to Location of Open Space. As part of final site plan approval, the Applicant may adjust the location and dimensions of Open Space from that shown

on the MZP, provided the Applicant provides the minimum percentages/acreage of (i) Open Space (40%) and (ii) Protected Open Space (30%) upon completion of the Development on the Properties.

34. Limits of Disturbance. The Applicant shall develop the Property in substantial conformance with the Limits of Disturbance (“LOD”) as shown on the MZP, provided that the Applicant may conduct land disturbing activities outside the LOD pursuant to the limitations set forth below:

- a. Demolition and Removal of Existing Structures and Driveways Outside the LOD and Slated for Removal. The Applicant shall demolish and remove existing structures (such as to-be-vacated houses, structures, driveways, etc.) on the Property that fall outside of the LOD identified for removal on the final site plan for the Land Bay or portion thereof and/or building where such structures or driveways are located. Following completion of the demolition and/or removal, the Applicant shall replant with grasses, reforest and/or landscape in accordance with the applicable Master Landscape Plan approved for the Land Bay or portion thereof and/or building in which such area is located. All such structures and driveways shall be disposed of properly in accordance with applicable County, state and federal laws, ordinances and regulations.
- b. LOD Encroachments Not Impacting Resource Protection Areas (“RPA”). Notwithstanding the provisions of this proffer, the Applicant may conduct land disturbance outside the LOD in areas of the Property not constituting RPA as part of final design and engineering for each Land Bay or portion thereof and/or building or to accommodate tree preservation requirements. The Applicant shall, as part of final site plan approval for the area impacted by the encroachment, quantify the extent of such encroachment and provide a 1:1 replacement of any trees impacted by the encroachment(s) elsewhere on the Property. The Applicant shall make a good faith effort to fulfill the 1:1 tree replacement within the same Land Bay; however, if this cannot be accommodated, the Applicant shall provide for the replacement trees on or in another Land Bay on the Property. The final location and species of tree for such 1:1 tree replacement is subject to review and consultation with the Department of Environmental Management and shall be shown on the final site plan submittal for the affected building and/or Land Bay.

- c. LOD Encroachments Permitted by the DCSM. The Applicant shall conduct any land disturbance outside of the LOD pursuant to Sections 740 through 742 of the DCSM, as may be amended, including:
1. Passive Recreation Facilities. The Applicant may install and maintain passive recreation facilities to include trails, fencing, lighting, pathways, supplemental landscape benches, tables, or other similar facilities for the purposes of creating and promoting a cohesive environment for employees of and visitors to the Development (collectively, the “Site Amenities”) outside of the LOD in accordance with the standards of the DCSM.
 2. Utilities. The Applicant may install wet and dry utilities, such as water/sewer lines, natural gas lines, fiber optic and telephone transmission lines, underground telecommunications and cable television lines outside the LOD in accordance with the standards of the DCSM. The Applicant shall use good faith, best efforts to coordinate with and encourage all applicable utility providers (Dominion Energy, NOVEC, Washington Gas, etc.) to (i) locate dry utility connections, electric transmission lines, and electric distribution lines running to/from the electric transmission lines and substations outside of Protected Open Space areas and the Wildlife Corridor except for minimal, perpendicular crossings and (ii) to collocate such utility connections to minimize disruption of such land disturbances outside of the LOD.
 3. Stormwater Management Facilities/BMPs. The Applicant may provide stormwater outfall (including pond outfall pipes), wetlands, wetlands mitigation, stream restoration and supplemental plantings outside the LOD in accordance with the standards of the DCSM.
 4. Public and Private Roadways. The Applicant shall be permitted to construct public and private roads and driveways outside of the LOD in accordance with the standards of the DCSM.

5. Dead, dying trees, noxious vegetation. The Applicant may remove dead or dying trees and noxious vegetation outside the LOD in accordance with the standards of the DCSM.

35. Reforestation. The Applicant shall provide reforestation in accordance with these Proffers and in the locations shown as “Reforestation Area” on the MZP; provided, however, that the Applicant reserves the right to modify and/or relocate the reforestation locations as part of PIP and/or final site plan approval, that the changes are otherwise in conformance with the MZP.

- a. Reforestation Plan. As part of each PIP and/or final site plan containing a reforestation area, the Applicant shall submit a reforestation plan, prepared by a Certified Arborist, Urban Forester, or Landscape Architect, in accordance with the reforestation standards as set forth in DCSM Section 802.21.E and shall provide plantings at a density at a minimum of four hundred and fifty (450) trees per acre, seedlings twelve (12) to eighteen (18) inches in height, and a combination of overstory and understory species indigenous to Virginia in accordance with the reforestation standards of the DCSM. Such Reforestation Plan shall also include the maintenance and restocking provisions, concurrent with the development of the building(s) or improvements on such PIP and/or final site plan for the applicable Land Bay or portion thereof. Protective tubes shall not be required as part of the Applicant’s reforestation efforts pursuant to this Proffer.
- b. Reforestation Bond. Prior to approval of each PIP and/or final site plan containing a reforestation area for the applicable Land Bay or portion thereof, the Applicant shall post a bond (the “Reforestation Bond”) with the County in an amount sufficient to cover the cost of implementing the Reforestation Plan.
- c. Two-Year Reforestation Maintenance Plan. As part of the Reforestation Plan, the Applicant shall include a maintenance plan (the “Reforestation Maintenance Plan”), which shall last over the course of two (2) consecutive years following initial installation of the plant material in accordance with the Reforestation Plan (the “Reforestation Maintenance Period”) To protect against potential

damage to such plantings during land disturbance activities, the Applicant shall commence planting following completion of land disturbing activities on each Land Bay or portion thereof on which such plantings shall be located. The Reforestation Maintenance Plan shall include a minimum of two (2) treatments using mechanical, chemical, or a combination of treatment techniques, with yearly monitoring conducted by the Applicant and the County Arborist before such treatment occurs. At the end of the Reforestation Maintenance Period, the Applicant and the County Arborist shall conduct an inspection to verify that a minimum of seventy five percent (75%) of the initial planting pursuant to the Reforestation Plan has been established. In the event that seventy five percent (75%) or more of the initial planting is determined to have been established at the time of such inspection, the Reforestation Bond shall be released. In the event that less than seventy five percent (75%) of the initial planting has been established at the time of such inspection, the Applicant shall conduct a one-time supplemental planting to achieve the full stocking identified in the Reforestation Plan, and, thereafter, upon satisfactory completion of such supplemental planting, the reforestation bond shall be released.

36. Land Erosion and Siltation During Construction. The Applicant shall provide enhanced erosion control measures beyond current Design and Construction Standards Manual (the “DCSM”) during construction. Such measures may include, but are not limited to, the use of the polymer polyacrylamide (PAM) to reduce turbidity, construction phasing, larger sediment basins, and two-layer erosion controls for areas close to environmentally sensitive areas, such as along stream valleys, wetlands and steep slopes, as appropriate to site conditions. The enhanced erosion control measures shall be finalized with each applicable submitted site plan.
37. Tree Preservation Plan. The Applicant shall develop a tree preservation plan (the “Tree Preservation Plan”) to govern the means and methods by which the Applicant shall preserve trees outside of the LOD in the portion of the Development shown on such site plan (“the Tree Save Areas”). The Tree Preservation Plan shall be provided to the County Arborist for review and approval prior to each final site plan approval. The Tree Preservation Plan shall be in accordance with the elements outlined in the DCSM Plan Selection Guide, Paragraph III. All tree preservation measures shall be clearly identified,

labeled, and detailed on the erosion and sediment control plan sheets and Tree Preservation Plan.

38. Implementation of Tree Save Areas.

- a. Tree Preservation/Pre-construction Meeting: Prior to the commencement of grading work on each land bay, the Applicant shall retain the services of a certified arborist or registered consulting arborist (also known as the “Project Arborist”) and conduct a pre-construction meeting with the Prince William County Public Works’ Watershed Management Branch’s Site Inspector to review the LOD, the Tree Preservation Plan as defined in Proffer 37 and any Site Amenities as defined in Proffer 34 to be installed by the Applicant as part of the construction of the Development. Prior to such pre-construction meeting, the Applicant shall flag or cause to have flagged the LOD for the Development and the designated Tree Save Area with a continuous line of flagging representing the approved limits of clearing and grading for areas to be disturbed and the Tree Save Area(s) areas that are to remain in their forested condition. Minor adjustments to the LOD may be made as a result of this inspection with concurrence of the Applicant and County Inspector. The Applicant must adhere to any adjustments in the LOD approved as part of such pre-construction meeting.
- b. Site Monitoring. The Applicant’s Project Arborist shall be present on site and monitor clearing, root pruning, tree protection fence installation, and any other work conducted within or adjacent to the boundaries of Tree Save Area(s) during implementation of the Phase 1 erosion and sediment control plan approved with each final site plan for the Development. In addition, the Project Arborist shall be present to monitor tree preservation measures throughout construction of the applicable building or improvements. The Project Arborist shall provide bi-monthly (that is, every two months) reports to the County Arborist and Watershed Site Inspector throughout Phase 1 erosion and sediment control activities. Once the Phase I erosion and sediment control activities are completed, the Project Arborist shall submit a final report to the County Arborist and Watershed Site Inspector prior to the Watershed Site Inspector’s final bond release inspection.

STORMWATER MANAGEMENT AND ENVIRONMENTAL SUSTAINABILITY

39. Stormwater Management. The Applicant shall design and install stormwater management facilities on the Property consistent with applicable state stormwater regulations and DCSM standards. Stormwater management measures may include dry/wet pond outfalls, bioretention areas, underground detention, Low Impact Development (“LID”) features and manufactured Best Management Practices (“BMPs”) (collectively, the “SWM Facilities”).
- a. Virginia Stormwater Management Handbook and the DCSM. All SWM Facilities must be designed and implemented in accordance with the adopted provisions of the latest edition of the Virginia Stormwater Management Handbook and the DCSM, unless modified by the County, and shall be depicted on each Public Improvement Plan (“PIP”) and/or final site plans for development of each Land Bay or part thereof or other improvements.
 - b. LID/BMPs. The Applicant shall incorporate LID/BMPs to treat stormwater runoff from the Property, that may include, but are limited to, water quality swales, bioretention facilities/rain gardens, sheet flow to vegetated buffers, cisterns, permeable pavement for driveways and/or parking spaces, filtered strips, or any alternative LID/BMPs as specified in the VA Stormwater BMP Clearinghouse and is deemed to be acceptable by the Director of Public Works or designee. The general locations of the SWM Facilities and/or related drainage areas are shown on the MZP, with the exact locations, type and number to be determined as part of final site plan approval based on final engineering and as approved by the County provided the Applicant shall provide a minimum of one (1) LID for each data center building constructed on the Property, as demonstrated at the time of submission of each PIP or final site plan. The Applicant shall install such SWM Facilities concurrently with development such SWM Facilities are intended to support shown on the approved PIP or final site plan, but in no event later than the issuance of the final occupancy permit or its equivalent for the associated building(s).
 - c. The Applicant shall submit an initial Stormwater Management Concept Plan outlining the nature and extent of the anticipated SWM Facilities needed to serve the Development (the “SWM Concept Plan”) to Environmental Services for

review and comment as part of the first site plan for the Development. The Applicant may refine and update the SWM Concept Plan as part of each subsequent site plan submitted for the Development.

- d. The Applicant shall demonstrate as part of each PIP and/or final site plan that the measures proposed thereon further the following water quality and water quantity objectives for the Property:
 1. A minimum of eighty percent (80%) of the total phosphorous nutrient reductions shall be achieved on-site before pursuing the use of off-site compliance options; and
 2. The maximum peak flow rate from the post-development, one-year 24-hour storm calculated in accordance with the Energy Balance Methodology per the latest VA Stormwater Management regulations is reduced to a “good-forested condition.”
 3. Subject to Virginia Department of Transportation (“VDOT”) approval and/or the execution of appropriate maintenance agreements, the Applicant may install LID measures in the median of Pageland Lane to provide for the treatment of storm runoff from the road surface. Design details for such measures shall be provided on each PIP for the widening of Pageland Lane, as more particularly described below.
 - e. The Applicant shall not locate SWM Facilities within Resources Protection Areas within the Development that are proposed to be maintained as part of the Development.
40. Wildlife Corridor. The Applicant shall designate and maintain a wildlife corridor through portions of Land Bay A in substantial conformance with the locations shown on Sheet 04 of the MZP to accommodate the movement of wildlife through and around the Property. The Wildlife Corridor shall consist of areas inclusive of, but not necessarily limited to, reforestation areas, tree preservation areas, supplemental

landscape, and/or stream valley no less than six hundred feet (600') in width. Applicant may collocate and provide the Natural Surface Trail, other Site Amenities, and other crossings as permitted under Proffer 31 within the Wildlife Corridor.

41. Data Center Cooling. The Applicant shall utilize air or closed-loop cooling systems for all data center buildings on the Property, or other similar technology, and shall not use groundwater, surface water withdrawals, or surface water discharges for cooling purposes associated with data center uses.
42. Sustainability Measures. The Applicant shall implement measures and techniques as part of the design and construction of data center buildings to promote sustainable design and energy efficiency (collectively, the "Sustainability Measures"). The Applicant shall incorporate specific Sustainability Measures into the applicable site plan or building documents. The Applicant shall incorporate a minimum of four (4) Sustainability Measures for each data center building and associated development on the Property. The Applicant's Sustainability Measures shall be selected from among the following, provided that the Applicant may implement alternative measures in consultation with the County's Environmental and Energy Sustainability Officer or designee(s) to reflect changes in technologies and strategies over time:
 1. Minimize impervious areas and providing enhanced landscape within the Development Areas;
 2. Use onsite renewable energy such as solar power;
 3. Use a minimum of fifty percent (50%) of solar power for aeration of water retention;
 4. Use stormwater runoff from on-site detention facilities to irrigate landscape, lawn or buffer areas;
 5. Provide a minimum of 5 EV parking spaces per building per data center employee parking area;

6. Use LED fixtures for a minimum of sixty-five percent (65%) of all interior lighting;
7. Use LED fixtures for a minimum of sixty-five percent (65%) of all exterior lighting;
8. Recycle construction material waste;
9. Incorporate heat reflective roofing on a minimum of sixty percent (60%) of the data center building roof;
10. Use sustainable building materials in the construction of data centers;
11. Capture and use reclaimed water for non-potable use;
12. Trap and reuse heat sources;
13. Prepare and implement a winter management plan in consultation with the County's Environmental and Energy Sustainability Officer (e.g., SaMS toolkit) to minimize the use of sodium and chloride, and to address any impacts of their use;
14. Improve Indoor Environmental Quality ("IEQ") through the maximization of daylighting, ventilation and moisture control, and avoiding materials with high-VOC emissions;
15. Design the data center buildings to achieve PUE (Power Utilization Effectiveness) or Green Globes;
16. Purchase of clean energy through Power Purchase Agreements or renewable energy certificates; and
17. Utilize less carbon intensive or carbon neutral energy generation for backup generation systems.

OPEN SPACE AND TRAIL NETWORK

43. Natural Surface Trail. In consultation with the County's Department of Parks, Recreation and Tourism, and subject to the issuance of any required County, state, or federal permits and/or approvals, the Applicant shall design and construct a multi-use, natural surface trail ("Natural Surface Trail") in Land Bays A located on the Property as shown on Sheet 04 of the MZP. The Natural Surface Trail shall be a minimum of five feet (5') in width as required by the Prince William County Trail Standards Manual. The Natural Surface Trail also may include, but need not be limited to wetlands crossings, retaining walls, and other infrastructure as may be required to accommodate the facilities. The design and layout of the Natural Surface Trail shall minimize disturbance of mature trees to the extent possible. The Natural Surface Trail may be constructed in phases concurrent with the development of each applicable Land Bay or portion thereof to which it is adjacent. The Applicant shall include design details for the Natural Surface Trail on the final site plan for the development of each applicable Land Bay or portion thereof to which it is adjacent and thereafter construct that section of the Natural Surface Trail prior to issuance of the occupancy permit for the first building shown on the applicable site plan. Prior to site plan approval for each Land Bay that contains the Natural Surface Trail, the Applicant shall coordinate with the Department of Parks, Recreation and Tourism to field locate the Natural Surface Trail within each such Land Bay and in an alignment consistent with the MCP. The Applicant shall have no responsibility for ongoing maintenance of the Natural Surface Trail and the Interpretive Features (as defined below) once completed.

- a. Public Interpretation Features Along Trail Network and Unfinished Railroad. The Applicant shall prepare and install an interpretative plan along the Natural Surface Trail that includes an interpretive feature for the portion of the Unfinished Railroad and Park on the Property as shown on the MZP (the "Unfinished Railroad Interpretive Site"). The interpretive plan shall include elements such as, but not limited to: (a) historical markers and other interpretative media in areas of public access; (b) a self-guided map for the Natural Surface Trail incorporating interpretation of historic resources along the trail; (c) interpretative kiosks; and (d) digital media (collectively, the

“Interpretive Features”). The Interpretive Features shall be developed in consultation with the Planning Director, or designee, the County’s Office of Historic Preservation, the Historical Commission, and the Manassas National Battlefield Park, and shall be submitted as part of final site plan approval for the first building to be constructed on the Property. Notwithstanding the foregoing, in the event the Applicant is unable to reach agreement with the County’s Office of Historic Preservation, the Historical Commission, and/or the Manassas National Battlefield Park on the design of the Interpretive Features after not less than three (3) meetings or one hundred eighty (180) days of the initial consultation, the Applicant may proceed with a final design selected in its sole discretion and install the same as set forth in this Proffer. Thereafter, each applicable final site plan should include those elements of the Interpretive Features that are to be implemented by that site plan. The Applicant shall install the Interpretive Features in phases concurrent with the development of the Land Bays in which they are located.

- b. Easements. The Applicant shall grant a minimum twenty foot (20’) non-exclusive trail easement over the Natural Surface Trail (inclusive of the Interpretive Features). The Applicant shall grant the trail easement for the Natural Surface Trail (inclusive of the Interpretive Features) prior to bond release following the Applicant’s completion of the construction of Natural Surface Trail, and shall include all necessary temporary and permanent easements to permit ongoing maintenance of the Natural Surface Trail and Interpretive Features by the County.
- c. Dedication of the Unfinished Railroad Interpretative Site and Park. Following final site plan approvals for, and the completion of the Unfinished Railroad Interpretive Site features, the Applicant shall dedicate and convey the Interpretive Site and its associated approximately five-acre park in fee simple to the Board of County Supervisors (the “Board”) as a public park
- d. Natural Surface Trail Maintenance Contribution. The Applicant shall make a monetary contribution to the Prince William Board of County Supervisors (the “Board”) in an amount of \$10,000 for each data center building constructed on the

Property to be used as seed money for the ongoing maintenance of the Natural Surface Trail and Interpretive Features located on the Property. The Applicant shall provide the contribution prior to obtaining the building permit release letter for each applicable data center building.

44. Environmental Programs and/or Ownership for Open Spaces.

a. Establishment of Environmental Programs. The Applicant also may, either on its own or in partnership with governmental and/or nongovernmental agencies and organizations (e.g., Northern Virginia Soil & Water Conservation District, etc.), or corporate foundations/entities, as appropriate, establish educational, interpretive, and other uses or activities along the Natural Surface Trail in Land Bay A to promote environmental stewardship, enhance the natural environment and conserve natural resources (collectively, the “Environmental Programs”). The potential Environmental Programs can include, but are not limited to, Adopt-a-Stream campaigns, water quality monitoring programs, bee/pollinator resources, butterfly sanctuaries, wildlife habitats, botanical gardens, etc. The Applicant shall design and construct any Site Amenities and/or improvements associated with one or more Environmental Programs (i.e., interpretive features, benches, support structures, etc.) so as to minimize land disturbance and shall install supplemental landscape or plantings to account for vegetation that is removed as part of completing such improvements.

b. Conveyance of Open Space. Notwithstanding the foregoing, either prior to or subsequent to establishment of the Environmental Programs in any such Land Bay, The Applicant may convey ownership of a portion of one or more Land Bays in which an Environmental Program is located to the County or a third party, provided that the deed of conveyance restricts the use of such land area consistent with the terms of these Proffers. For the purpose of clarity, unless and until any portion of a Land Bay on which an Environmental Program is established is conveyed to the County or a third party as provided in this Proffer, the Applicant shall provide for continuous and ongoing maintenance of such portion of the Land Bay.

NOISE ATTENUATION

45. Noise Attenuation.

- a. Noise Levels. Any noise which emanates from any operation, activity, or source on the Property, including, but not limited to, heating and cooling system(s), between the hours of 7:00 a.m. and 10:00 p.m. weekdays and from 9:00 a.m. to 10:00 p.m. on Saturdays, Sundays, and legal holidays observed by the County government, shall be subject to the following maximum permissible sound levels: 60 dBA. Any noise which emanates from any operation, activity, or source on the Property, including, but not limited to, heating and cooling system(s), between the hours of 10:00 pm to 7:00 a.m. weekdays and from 10:00 p.m. to 9:00 a.m. on Saturdays, Sundays, and legal holidays observed by the County, shall be subject to the following maximum permissible sound levels: 55 dBA when measured at the property boundary of any land planned, zoned and/or used for Cultural Resource Historical Site (CHRS) (that is, CHRS areas are defined by and limited to the contiguous MNBP) or residential use. When a noise source can be identified and its noise measured in more than one zoning district classification, the limits of the most restrictive classification shall apply. Notwithstanding the above, any person, with lawfully obtained permits, who between the hours of 7:00 a.m. and 10:00 p.m. weekdays and between the hours of 9:00 a.m. and 10:00 p.m. on Saturdays, Sundays and legal holidays observed by county government operates or causes to be operated any equipment used in construction, repair, alteration or demolition work on buildings, structures, alleys or appurtenances thereto in the outdoors shall not be subject to the levels enumerated above. Additionally, persons performing construction of public projects, repair or maintenance work for such projects or persons performing work for private or public utilities for the repair of facilities or restoration of services shall not be subject to the levels enumerated above.
- b. Sound Studies: For data center buildings, prior to obtaining a building permit release letter for each building that includes heating and cooling systems, the Applicant shall provide a Sound Study (each a “Sound Study”) prepared by a qualified acoustical consultant licensed to operate in the Commonwealth of Virginia that is specific to the proposed site layout and building type to ensure compliance with the maximum permissible sound levels as outlined in this

Proffer. The Sound Study shall include recommendations for any necessary mitigation measures, and the Applicant shall implement said measure prior to the issuance of an occupancy permit for the applicable building to the extent feasible in relation to the timing of the effectiveness of such measures. In addition, the Applicant shall conduct subsequent Sound Studies one (1) month after issuance of each occupancy permit to ensure compliance with this Proffer. The Sound Study shall be provided to the County (which agency would you like us to designate?) To the extent the Noise Study shows that noise impacts shall exceed maximum permissible sound levels as outlined in Proffer 45, the Applicant shall incorporate sound attenuation enclosures or walls around generators, heating and cooling systems, and other mechanical equipment (including rooftop equipment) to minimize noise impacts and/or other appropriate mitigation measures approved by Prince William County

- c. Emergency Operations: Emergency operations shall not be subject to the limitations outlined in Proffer 45 above. For the purposes of this section, the term “emergency” shall mean any situation arising from sudden and reasonably unforeseen events beyond the control of the facility, which situation requires the immediate use of the emergency generators to restore normal operation of the facility. The timeline for emergency operations shall meet Virginia’s Department of Environmental Quality provisions and/or other relevant federal regulation.

ELECTRIC SUBSTATIONS

- 46. Electric substations are identified as Electric Infrastructure Areas on the MZP. An electric substation shall be deemed a permitted use in the locations identified as Electric Infrastructure Areas on the MZP and shall consist of transmission voltage switching, transformation equipment and other associated NOVEC facilities, with NOVEC substation poles not to exceed seventy-five (75) feet in height. Locations of the Electric Infrastructure Areas on the Property may be modified by the Applicant as a result of additional coordination on the final design and locations in consultation with Dominion Energy and/or NOVEC. Any modifications shall not result in exceeding the maximum acreage of the Electric Infrastructure Area as shown on the MZP. In the event the side(s) of the Electric Infrastructure Areas have an unobstructed, direct line of sight from

MNBP, residentially zoned properties, or public road right-of-way, such side(s) of the Electric Infrastructure Area shall be enclosed by a visually solid fence, wall or panel a minimum of 12 feet in height and shall include a 15-foot-wide perimeter landscape buffer (“Substation Screening”). The quality and character of the visually solid fence, wall or panel shall be in general conformance with the type of screening wall depictions and examples included as Exhibit D to these Proffers. The Substation Screening does not apply to those limited areas of ingress/egress to the substation. Such access points shall remain closed when ingress/egress is not necessary. In instances where a perimeter buffer, tree preservation area, or supplemental landscape area provides screening along a side(s) of a substation, the 15-foot perimeter landscape buffer shall not be required.

FIRE AND RESCUE

47. Fire and Rescue Contributions. 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 nonresidential GFA constructed on the Property to be used for fire and rescue facilities in the vicinity of the Property. The Applicant shall pay said contribution 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 nonresidential GFA in each such building.
48. Fire Service Accessibility. For buildings with a building height higher than sixty feet (60'), the Applicant shall, as a condition of final site plan approval, be in full compliance with the fire and safety systems standards set forth in Section 300 of the DCSM, unless otherwise waived by the Fire Marshall’s office. Issuance of Occupancy Permits shall be contingent upon full compliance with Virginia Uniform Statewide Building Code requirements.

TRANSPORTATION

49. Roadway Network Improvements. Roadway Network Improvements that were identified as part of the Comprehensive Plan Amendment (“the CPA”) approved by the Board shall be provided within the approximately 2,139 acres of land along Pageland Lane, generally bounded by Route 29 in the south and Sudley Road (Route 234) to the north (the “CPA Area”). The Roadway Network Improvements shall be provided in

four (4) distinct phases based on the total GFA of data center buildings constructed in the CPA Area as shown on Exhibit A, regardless of which property therein the buildings are located (the “Road Phasing Plan”), provided that the Road Phasing Plan assumes that development of the CPA Area shall occur from south to north, with development in the area south of Artemus Road occurring the earlier phases and development north of Thornton Drive occurring in the later phases. Accordingly, subject to acquisition of all necessary rights-of-way and ancillary construction easements and approval by the Prince William County Department of Transportation (“PWCDOT”) and Virginia Department of Transportation (“VDOT”), the Applicant agrees to provide, either on its own or in cooperation with other data center developments in the CPA Area, the following improvements in accordance with the phasing schedule set forth below. If available, the Applicant can use funds held by PWCDOT or the Board of County Supervisors that were previously or may in the future be proffered by other data center projects in the CPA Area for the Road Network Improvements (the “Escrowed Funds”):

- a. Public Improvements Plan. A Public Improvement Plan (PIP) (that is, an approximate thirty percent (30%) design) for Pageland Lane (between Route 29 to the south and Sudley Road to the north, approximately 3.5+ miles) shall be submitted with the first site plan on the Property.
- b. Phase 0 – Prior to the issuance of the first occupancy for the Approved Uses in the CPA Area, the Applicant shall construct to substantial completion (that is, opened to traffic but not necessarily accepted for maintenance by VDOT) the following improvements shown on Exhibit A:
 1. Construction of a southbound right turn lane bay from southbound Pageland Lane at Route 29 ;
 2. Extension of the eastbound left turn bay along Route 29 at Pageland Lane;
 3. Modification of the signal at Route 29 with Pageland Lane, if necessary;

4. Closure of the median break along Route 29 located approximately 140 feet east of Lolan Street and 645 feet from Pageland Lane;
 5. Construction of a westbound right turn lane on Sudley Road from westbound Sudley Road to northbound Gum Springs Road and modification of the signal if necessary;
 6. Construction of a 2-lane roundabout at the intersection of Pageland Lane and Artemus Road;
 7. Realignment of Pageland Lane at the intersection of Pageland Lane and Artemus Road;
 8. The 2-lane roundabout at the intersection of Pageland Lane and Artemus Road shall transition back to existing Pageland Lane to the north and to the south of Artemus Road, and transitions back to existing Artemus Road to the west of Pageland Lane.
- c. Phase I – Prior to the issuance of an occupancy permit representing the eight millionth (8,000,000th) cumulative square foot of Approved Uses in the CPA Area, the Applicant shall construct to substantial completion (that is, opened to traffic but not necessarily accepted for maintenance by VDOT) the following improvements as shown on Exhibit A:
1. Reconstruction of the eastbound left turn bay along Route 29 at Pageland Lane to accommodate dual left bays from eastbound Route 29 to northbound Pageland Lane;
 2. Reconstruction of the southbound right turn bay along Pageland Lane at Route 29 to accommodate a free flow right turn lane from southbound Pageland Lane to westbound Route 29 and restriping of the southbound lanes;

3. Reconstruction of Pageland Lane as a four-lane divided section between Route 29 in the south and Artemus Road in the north, including a two-lane roundabout;
 4. Modification of the signal at Route 29 with Pageland Lane to accommodate the southbound free flow lane, eastbound dual lefts on Route 29 and a four-lane divided Pageland Lane north on Route 29;
 5. Construction of an eastbound right turn lane along Sudley Road at Pageland Lane and modification of the signal at the intersection of Sudley Road and Pageland Lane if necessary; and
 6. Addition of a northbound right overlap phase at Sudley Road and Pageland Lane.
- d. Phase II - Prior to the issuance of an occupancy permit representing the sixteen millionth (16,000,000th) cumulative square foot of Approved Uses in the CPA Area, the Applicant shall construct to substantial completion (that is, opened to traffic but not necessarily accepted for maintenance by VDOT) the following improvements as shown on Exhibit A:
1. Reconstruction of Pageland Lane as a four-lane divided section between Artemus Road in the south and Sudley Road in the north, including 2-lane roundabout intersections at designated locations;
 2. Extension of the southbound right turn bay along Gum Springs Road at Sudley Road;
 3. Reconstruction of the eastbound left turn bay along Sudley Road at Gum Spring Road from eastbound Sudley Road to northbound Gum Springs and modification of the signal, if necessary;

4. Reconstruction of the westbound left bay along Sudley Road at Pageland Lane to accommodate dual left turn bays from westbound Sudley Road to southbound Pageland Lane;
 5. Construction of a free-flow right turn bay from northbound Pageland Lane to eastbound Sudley Road, including a receiving lane on eastbound Sudley Road;
 6. Modification of the traffic signal at Pageland Lane and Sudley Road, if necessary;
 7. Construction of a roundabout or turn lane improvements at the intersection of Sudley Road and Catharpin Road;
 8. Construction of an “RCUT” intersection at the intersection of Sanders Lane and Sudley Road; and
 9. Construction of two eastbound travel lanes on Sudley Road from the intersection of Pageland Lane and Sudley Road to Kyle Wilson Way .
- e. Phase III - Prior to the issuance of an occupancy permit representing the twenty millionth (20,000,000th) cumulative square foot of Approved Uses in the CPA Area, the Applicant shall construct to substantial completion (that is, opened to traffic but not necessarily accepted for maintenance by VDOT) the following improvements as shown on Exhibit A:
1. Construction of two eastbound travel lanes on Sudley Road from Kyle Wilson Way extending through GPIN 7599-14-5921 and terminating prior to Marble Hill Lane;
 2. Construction of a directional site entrance along Sudley Road west of Kyle Wilson Way to accommodate a westbound left turn bay along Sudley Road and an eastbound right turn bay along Sudley Road at the proposed entrance;

3. Construction of a “RCUT” intersection at the intersection of Pageland Lane and Route 29; and

4. If not yet completed or constructed to substantial completion by others, as required in association with REZ2018-00008, construct a signal at the intersection of Route 29 and the entrance to REZ2018-00008, subject to an agreement with the owner(s) of the REZ2018-00008 property and/or VDOT or PWDOT to reimburse the Applicant for all costs associated with its construction of an improvement previously required to be constructed in association with REZ2018-00008.

50. Design Details for the Road Network Improvements. Subject to PWCDOT and VDOT approval, the Applicant shall design and construct the Road Improvements in accordance with the applicable DCSM and VDOT standards following standards and guidelines:

- a. Onsite Portions of Road Network Improvements. The Applicant shall design the onsite portions of the Road Network Improvements as shown on Exhibit A and in the roadway section set forth on the MZP and on page 21 of the Master Corridor Plan, provided subject to final engineering and PWCDOT and VDOT review and approval provided that the final design, dimensions and, as necessary or appropriate, extent of right-of-way to be dedicated shall be determined as part of PIP and/or final site plan approval for the associated improvements, but at a minimum shall accommodate:
 - i. A four-lane, divided section of Pageland Lane, including a sixteen foot (16') landscaped median, either within the existing right-of-way or right-of-way to be dedicated by the Applicant along the Property's Pageland Lane frontage;
 - ii. Roundabouts on Pageland Lane in the general locations shown on Exhibit A to these Proffers;

- iii. A ten foot (10') wide shared use path along each side of Pageland Lane along the Property's frontage; and
 - iv. A fifty-foot (50') buffer along each side of the Pageland Lane along the Property's frontage.
- b. Dedication of Right-of-Way for Road Network Improvements. The Applicant shall dedicate in fee simple, at no cost to the County, sufficient right-of-way, along with ancillary temporary construction, grading and utility easements, from the Property as may be necessary to accommodate the onsite portion of the Road Network Improvements (the "Onsite ROW Dedication"), consistent with the roadway section set forth on the MZP. The Applicant shall provide the Onsite ROW Dedication upon written demand from PWCDOT and/or VDOT as part of its review and approval of a PIP and/or final site plan approval for all or any portion of the onsite Roadway Network Improvements, whether such plans are prepared by the Applicant or on behalf of a third party proposing to construct such improvements across the Property's frontage.
- c. Offsite Portions of Roadway Network Improvements. For those portions of the Roadway Network Improvements located offsite from the Property that the Applicant proposes to construct or cause to be constructed, the Applicant shall design such improvements generally as shown on Exhibit A, with the final design, dimensions and, as necessary or appropriate, extent of right-of-way to be acquired to be determined as part of PIP and/or final site plan approval for the associated improvements. Except as set forth herein related to the use of eminent domain, the Applicant shall be responsible for the acquisition, or cost thereof (if any), of offsite right-of-way required to complete the Roadway Network Improvements, including, but not limited to, any easements required for utilities, utility relocation, and stormwater management.
51. Primary Access and Low Volume Commercial Entrances on Pageland Lane. Subject to PWCDOT and VDOT approval, the Applicant shall design and construct any data center land bay curb cuts along the Property's frontage on Pageland Lane (other than the

proposed roundabout intersections) as minor commercial entrances as shown on the MZP.

52. Bicycle Parking. The Applicant shall provide a minimum of one (1) inverted-U bicycle parking rack (that can accommodate a minimum of 5 bicycles) for each new building constructed on the Property. The bicycle parking shall be shown on the final site plan for the associated building and installed prior to issuance of an occupancy permit for such building.

WATER AND SANITARY SEWER

53. Water and Sewer. Subject to the acquisition of all necessary offsite easements and/or rights-of-way, the Applicant shall construct and install water and sewer lines to serve the demand generated by the development of the Property and provide all connections for the Development as generally shown on Sheet 6 of the MZP (collectively, the “Wet Utilities”) in accordance with the requirements of the Prince William County Service Authority. In the event an alternate routing of water and/or sanitary sewer lines is required, if such alternate routing is subject to a separate Public Facility Review, the Applicant shall not be required to amend the MZP or these Proffers. The Applicant reserves the right to phase construction of the Wet Utilities in accordance with the Applicant’s phasing plans for the Development. The Applicant shall pursue and, if successful, acquire, at no public cost, any off-site easements for the benefit of the Service Authority, if needed, to extend public water and/or sanitary sewer lines to the Property. Unless otherwise approved by the Prince William County Health Department, any existing wells and drainfields located on the Property within each Land Bay must be abandoned prior to approval of the first occupancy permit or its equivalent for the first building in such Land Bay and in accordance with Health Department standards and requirements then in effect, unless otherwise agreed to by the Health Department. Notwithstanding the foregoing sentence, the Applicant may, in consultation with the Health Department and/or the PWCSA, maintain one (1) or more existing wells in lieu of abandonment solely for the use of ongoing groundwater monitoring to assess water quality on and in the vicinity of the Property (each a “Monitoring Well”). For any such Monitoring Well, the Applicant shall, upon request by applicable county agencies and as part of final site plan approval for the portion of the Property on which the Monitoring

Well is located, grant ingress-egress easements to the County to permit access to the Monitoring Well.

54. Authorization. Acceptance and approval of this Application by the Board shall fulfill the requirement for a Public Facility review and authorizes extension and construction of water and sewer lines and facilities necessary to serve the Property pursuant to Virginia Code Section 15.2-2232(D) and Prince William County Zoning Ordinance Section 32-201.12(a)(2).
55. Water Quality Monitoring Contribution. The Applicant shall make a monetary contribution to the Board in the amount of \$75.00 per acre for water quality monitoring or offsite drainage improvements. Said contribution shall be made at the time of final site plan approval for the corresponding acreage reflected on each such site plan.
56. Expansion of Water Quality Monitoring Program. The Applicant shall work with the Virginia Department of Environmental Quality (“DEQ”), in collaboration with the Upper Occoquan Service Authority (“UOSA”), the Fairfax County Water Authority (“FCWA”), and other relevant stakeholders to expand DEQ’s water quality monitoring program and implement additional waterway monitoring to include sites along Little Bull Run and Lick Branch within the Property. The Applicant shall supply written confirmation and/or proof of collaboration, or attempt thereof, with DEQ, UOSA and FCWA and/or other relevant stakeholders to the Land Development Division prior to approval of final site plan approval of the first site plan on the Property.

MISCELLANEOUS

57. Eminent Domain. In the event the Applicant is not able to acquire off-site right-of-way required to provide any offsite improvements identified in these Proffers, including any easements required for utilities, utility relocation, grading and stormwater management for such improvements, the Applicant may request the County to acquire the right-of-way and easements by means of its condemnation powers at the Applicant's expense.

a. County's Eminent Domain Policy. The Applicant's request shall be in writing and shall comply in all respects with the County's Eminent Domain Policy. The condemnation request shall be made prior to each phase of the development as provided in Proffer 49 to the appropriate County agency (with a copy to PWCDOT) and be accompanied by the following:

1. The names of the record owners, the property addresses, tax map parcel numbers and GPIN numbers for each landowner from whom such right of way and/or easements are sought;
2. Plats, plans and profiles showing the necessary right of way and/or easements to be acquired and showing the details of the proposed transportation improvements to be located on each such property;
3. A 60-year title search of each involved property;
4. Documentation demonstrating to the County's satisfaction Applicant's good faith, best efforts to acquire the right of way and/or easements, at a cost of at least the appraised value of the involved property interests;
5. A letter of credit acceptable to the County, cash or equivalent (from a financial institution acceptable to the County) in an amount equal to the appraised value of the property to be acquired, and all damages to the residue, together with an amount representing the County's estimate of its cost of condemnation proceedings, in a form permitting the County to draw upon the same as necessary to effectuate the purposes hereof; and
6. An agreement signed by Applicant's representative and approved by the County Attorney whereby Applicant agrees to pay all costs of the condemnation, including expert witness fees, court costs, exhibit costs, court reporter fees, attorney fees for the Office of the County Attorney, and all other costs associated with the litigation, including appeals. The Agreement shall specifically provide that in the event the property owner is awarded in the condemnation suit more than the appraised value estimated by Applicant's appraiser, Applicant shall pay to the County the

amount of the award in excess of the amount represented by the letter of credit or cash deposit within fifteen (15) days of the award.

b. Pursuant to Virginia Code § 25.1-417, a determination of the value of the Property shall be based on the following:

- i. If the assessed value is less than \$25,000, then the value shall be determined by assessment records or other objective evidence; or
- ii. If the assessed value is greater than \$25,000 an independent appraisal of the value of the right of way and easements to be acquired, and any and all damages to the residue of the involved property, said appraisal to be performed by an appraiser licensed in Virginia and approved by the County.

c. In the event the County does not acquire the right of way and/or easements in accordance with the above despite its good faith, best efforts to do so, the County shall provide written notice to the Applicant of its failure to acquire said right of way and/or easements. Within a reasonable time following receipt of such written notice from the County, the Applicant shall either (i) provide the County with a cash in lieu contribution equal to the amount representing the Applicant's estimate of what it would have otherwise cost the Applicant to build or complete the portion of the Roadway Network Improvements and/or the Wet Utilities for which the County attempted, but was unable to acquire pursuant to this Proffer or (ii) use the equivalent of the Applicant's estimate in subsection (i) herein to analyze and provide alternative improvements in consultation with PWCDOT and as approved by VDOT. For the purpose of clarity, the Applicant, in coordination with the County, shall continue to develop if the right of way and/or easements are not acquired while other mitigation measures are pursued.

58. Advanced Density/Intensity Credit. Density/intensity credit is reserved for all eligible dedications of any public right-of-way or land for public facilities described herein or as may be required by Prince William County or VDOT pursuant to the DCSM at the time of the final site plan approval(s) for the Property.

59. Monetary Contribution to the Virginia Department of Forestry. If permitted to be accepted by the Virginia Department of Forestry, the Applicant shall make a monetary contribution to the Virginia Department of Forestry's State Forest Mitigation and Acquisition Fund (SFMAF) in an amount of \$10,000 for each data center building constructed on the Property to be used for forestland conservation projects near the Property. The Applicant shall provide the contribution prior to obtaining the building permit release letter for each applicable data center building.
60. Buffers and Supplemental Landscape Areas Against Future Adjacent PBD Properties. In the event adjacent properties are rezoned to PBD and developed with uses compatible (that is, data centers, substations and/or associated ancillary facilities, such as transmission corridors, water and sewer infrastructure, and similar uses) with the Development, the perimeter buffers required by the DCSM and supplemental landscape areas as shown on the MZP may be removed and/or not provided.
61. Escalator Clause. In the event that the monetary contributions set forth in this Proffer Statement are paid to the Board of County Supervisors within eighteen (18) months of final unappealable approval of this Rezoning, as applied for, said contributions shall be in the amounts stated herein. Any monetary contributions required hereby which are paid to the Board after eighteen (18) months following approval of this Rezoning shall be adjusted in accordance with the Urban Consumer Index ("CPI U") published by the United States Department of Labor, such that at the time contributions are paid they shall be adjusted by the percentage change in the CPI U from that date eighteen (18) months after approval hereof, to the most recently available CPI U to the date the contributions are actually paid, subject to a cap of six percent (6%) per year, non-compounded.
62. Extension of Time. The Applicant reserves the right to request from the Planning Director an extension of the time within which specific proffers may be fulfilled or completed to reflect challenges or limitations beyond the Applicant's control or for such other reason as the Planning Director may agree. This Proffer 58 does shall not relieve the Applicant of the obligation to demonstrate proffer compliance if such proffer is required to be satisfied prior to County issuance of an approval or permit.

63. Successors and Assigns. These Proffers shall bind and inure to the benefit of the Applicant, the Owners and their successors, tenants and assigns. Each reference to “Applicant” in this proffer statement includes within its meaning and is binding upon the Applicants’, Owners’, and their successor(s) in interest and/or developer(s)/user(s) of any portion of the Property.
64. Counterparts. These Proffers may be executed in one or more counterparts, each of which when so executed and delivered shall be deemed an original, and all of which taken together constitutes one and the same instrument.

MODIFICATIONS AND WAIVERS

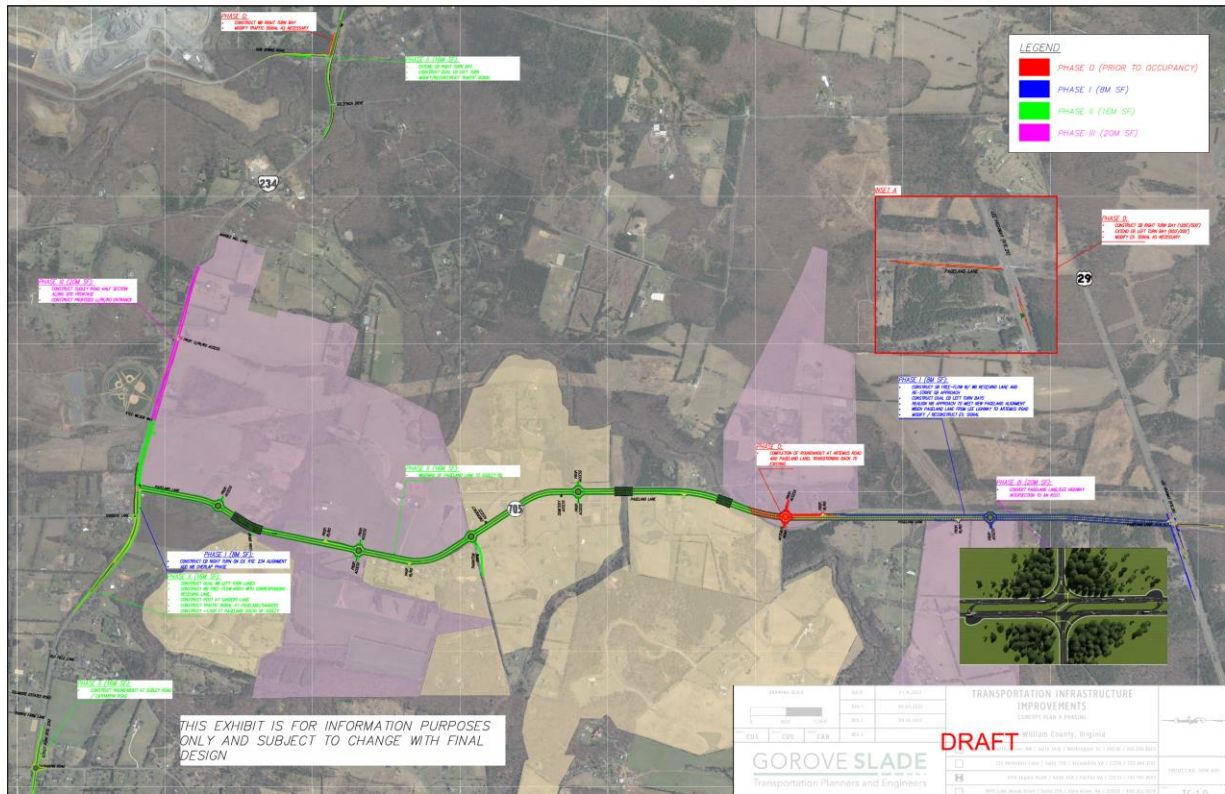
65. Pursuant to Sections 32-404.05 and 32-700.04 of the Zoning Ordinance, of the Zoning Ordinance, the following modifications and waivers are approved as part of these Proffers:
- a. Waiver of Section 32-250.31 of the Zoning Ordinance, Sections 802.11.A and DCSM Table 8-1 to not require internal buffers between similar uses and waive buffers between Land Bays on the Property to allow that as shown on the MZP.
 - b. Waiver of Section 32-404.04.5 of the Zoning Ordinance requiring a perimeter Type C buffer between Land Bays, along public right-of-way and adjacent to properties zoned PBD to allow for buffers as shown on the MZP.
 - c. Waiver of Section 32-201.18 of the Zoning Ordinance requiring a 15’ perimeter landscape area around substations (considered a public facility), for instances where a side(s) of a substation is interior to the Property and is screened and not visible from public rights-of-way, parks, and residential areas or adjacent properties that are designated and rezoned for development of data center and/or data center supporting uses compatible with the Development.

- d. A modification to the uses permitted by right pursuant to Section 32-404.05.1 of the Zoning Ordinance by modifying Section 32-402.33(3) to permit data centers, public facilities, outdoor cultural arts center and parking (per Proffer 3 above) by-right.

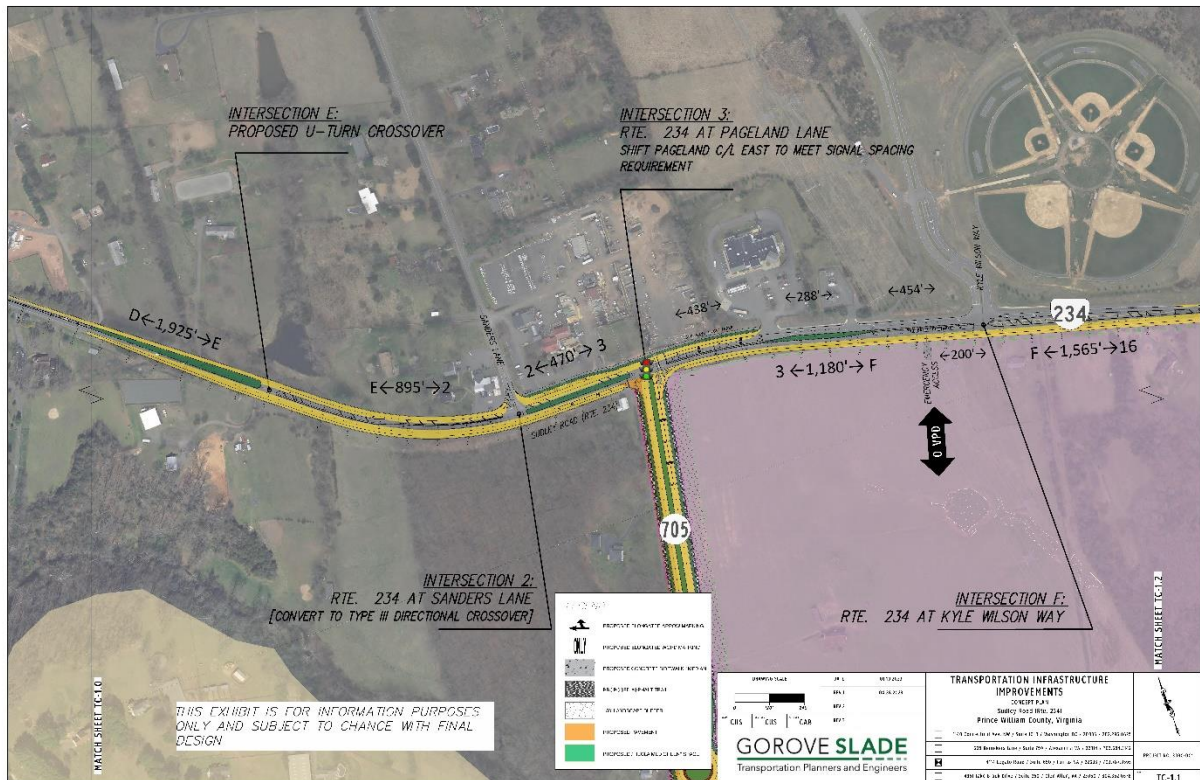
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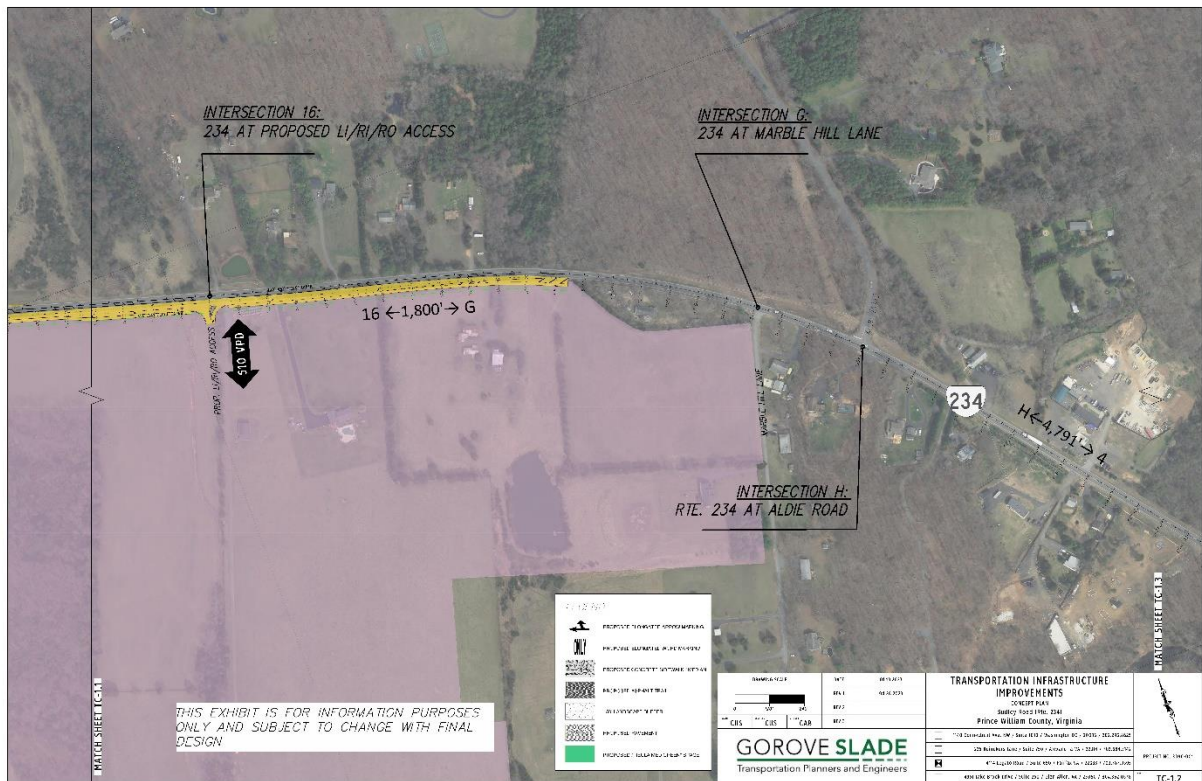
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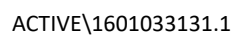
Exhibit A: Transportation Infrastructure Improvements Concept Plan & Phasing, prepared by Gorove/Slade dated January 19, 2023 and revised through August 14, 2023.

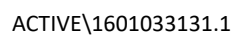


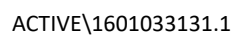


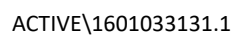


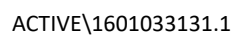












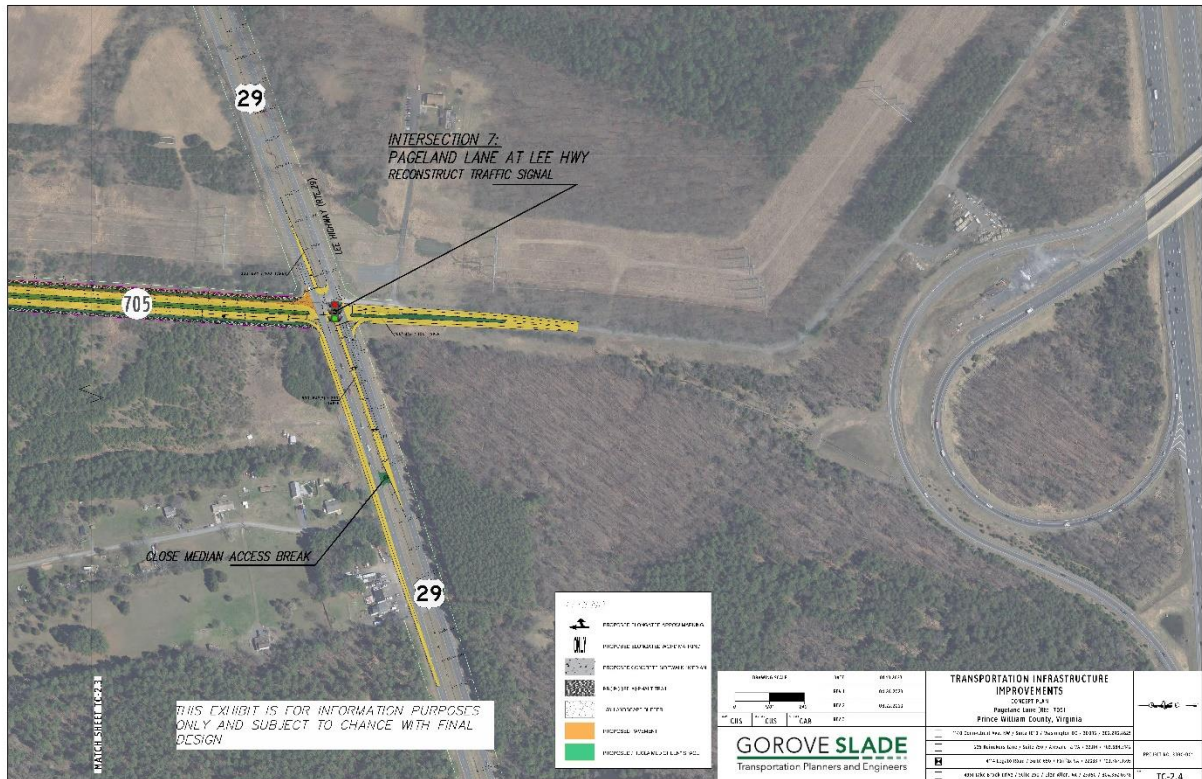
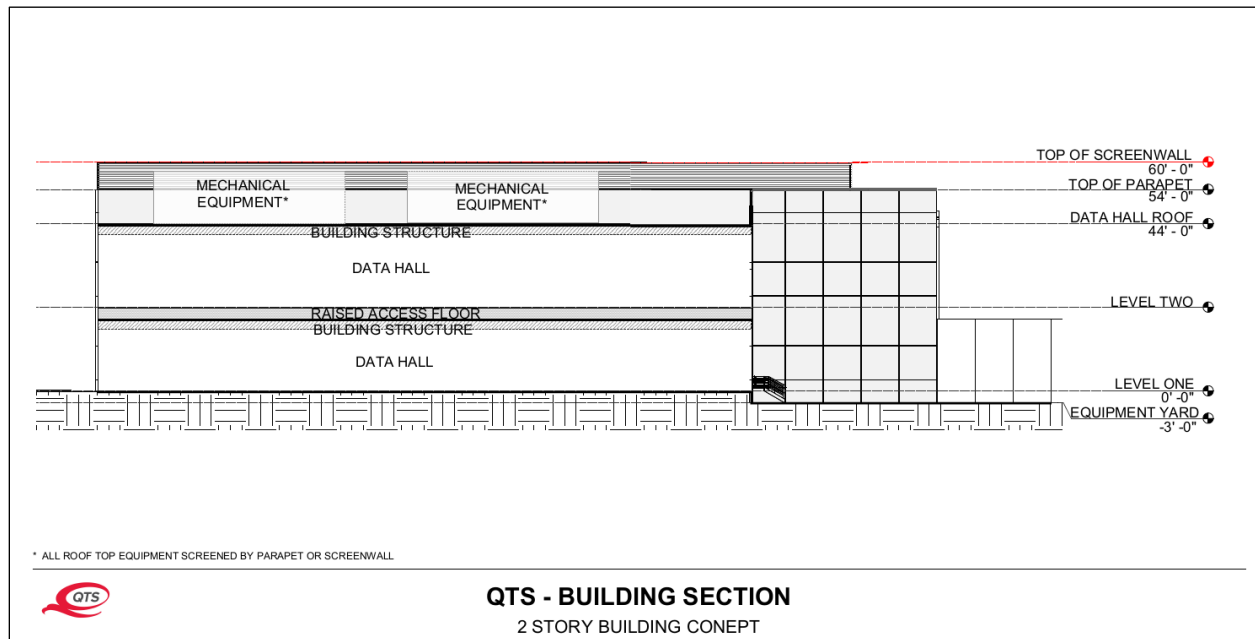
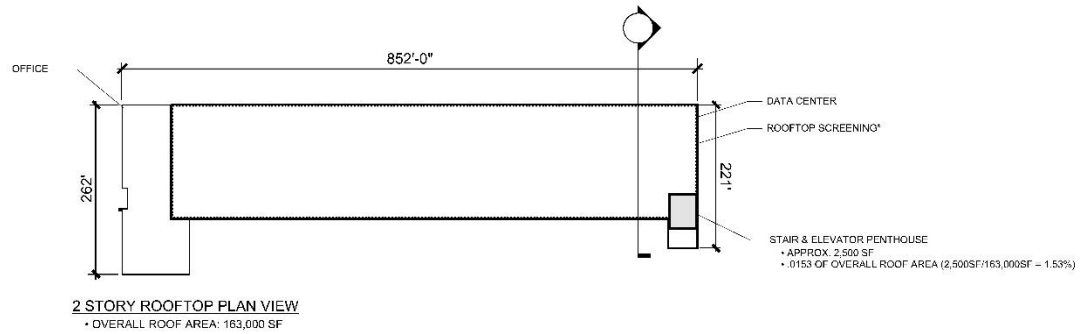


Exhibit B: “Prince William Digital Gateway Master Corridor Plan, prepared by LandDesign, dated January 2023 and revised August 2023. Provided under separate cover.

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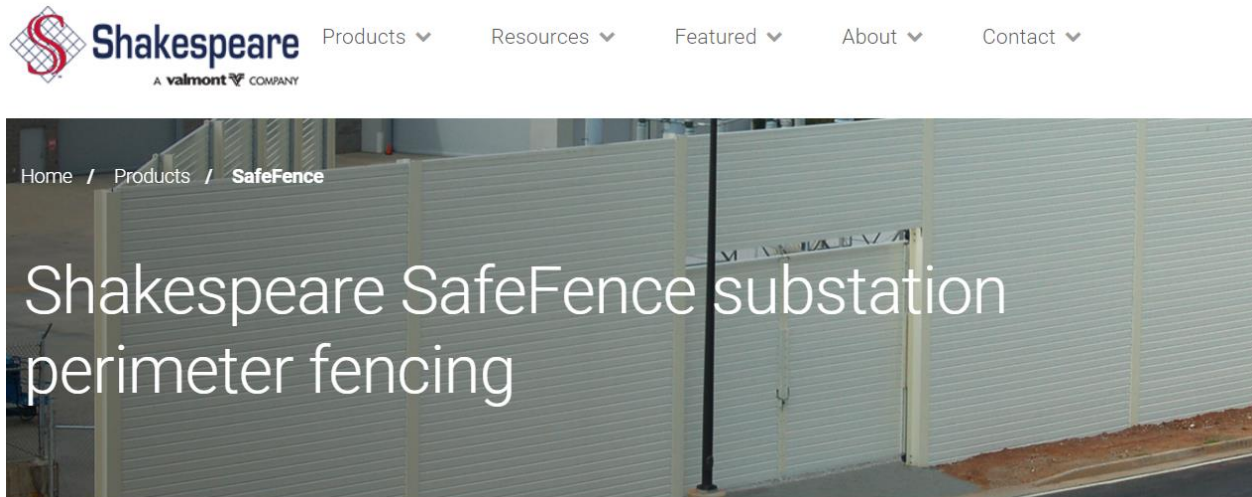
Exhibit C: Building Section 2 Story Concept and 2 Story Rooftop Plan View





QTS - BUILDING SECTION
ROOFTOP PLAN VIEW

Exhibit D: Substation screening, depictions and examples



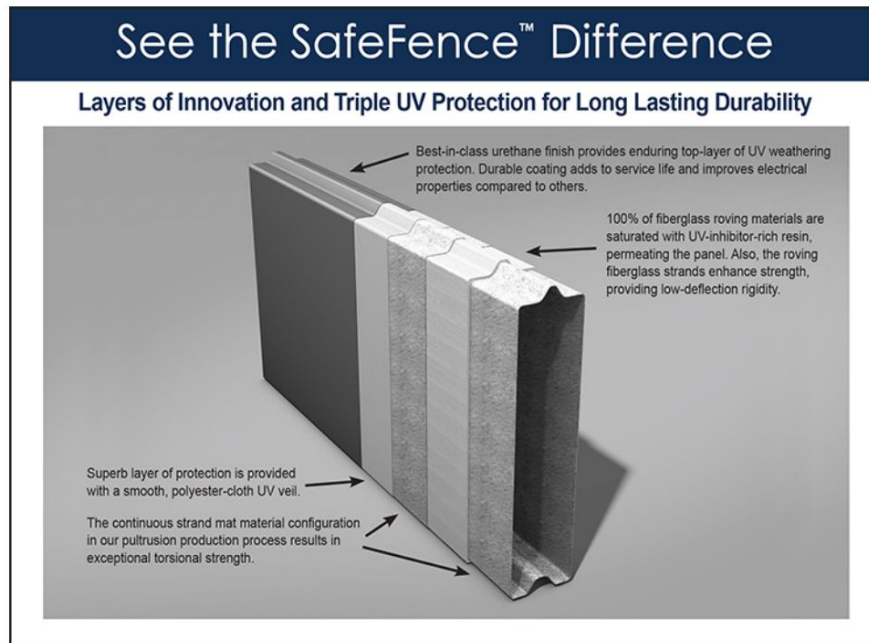
SafeFence Substation Barrier System Protects People, Utility Assets

SafeFence™ non-conductive perimeter barrier fencing provides safety and security around substations, transformer yards and other utility properties with installed power-delivery assets.

The fiberglass wall deters would-be vandals, excludes wildlife, and hides

Shakespeare SafeFence panels are available in a range of horizontal lengths and in 6-inch high or 12-inch high profiles. The 12-inch panels are now available with ballistic-grade inserts to enhance utility asset protection.





[Signature Page(s) to Follow]

LEGEND

PROPERTY BOUNDARY / AREA OF APPLICATION

PROPOSED LAND BAY BOUNDARIES

WETLANDS

APPROXIMATE LIMITS OF DISTURBANCE

FLOODPLAIN

APPROXIMATE PRESERVED TREELINE

BUFFER

SUPPLEMENTAL LANDSCAPE AREA

RESTORATION AREA

RESOURCE PROTECTION AREA

MASSACHUSETTS BATTLED PARK LEGISLATIVE BOUNDARY

PRESERVED SPECIMEN TREE

DEVELOPMENT NOTES:

1. THE DEVELOPMENT AREA, INFRASTRUCTURE AREA, AND P&C CROSSINGS MAY BE ADJUSTED OR MODIFIED AS A RESULT OF FINAL ENGINEERING DESIGN AT THE TIME OF FINAL SITE PLAN PROVIDED IT REMAINS IN SUBSTANTIAL CONFORMANCE WITH THAT INCLUDED ON THE L&D.
2. THE PROPOSED ZONING DISTRICT IS PLANNED BUSINESS DISTRICT (PBD). SEE TABULATION ON THE SHEET FOR THE PROPOSED USE.
3. SEE THE SUBMITTED ENVIRONMENTAL CONSTRAINTS ANALYSIS FOR MORE INFORMATION REGARDING EXISTING CONDITIONS.
4. P&C EXIST ON THE PROPERTY AND WILL REMAIN AS OPEN SPACE SUBJECT TO INTRUSIONS PERMITTED BY THE DCSM.
5. ANY EXISTING CEMETERIES TO REMAIN UNDISTURBED AND WILL BE BUFFERED IN ACCORDANCE WITH DCSM AND ZONING ORDINANCE REQUIREMENTS.
6. ACCESS TO THE CEMETERIES WILL CONSIST OF EASEMENTS A MINIMUM OF 15 WIDE FROM A STREET OR OTHER POINT OF PUBLIC ACCESS.
7. PROPOSED WATER AND SEWER LINES WILL CONNECT TO EXISTING PUBLIC INFRASTRUCTURE SOUTH OF THE SITE ALONG ROUTE 29.
8. THE ACCESS LOCATIONS SHOWN ON THIS PLAN ARE SUBJECT TO CHANGE BASED ON FINAL P&C AND L&D AND SIDEWALK ROAD DESIGN.
9. PARKING SHALL BE PROVIDED AS REQUIRED BY THE DCSM AND PROVIDED AT EACH SITE PLAN.
10. PROPOSED MAXIMUM BUILDING HEIGHTS ABOVE SEA LEVEL IS INCLUSIVE OF ROOFTOP STRUCTURES.
11. ALL LOW VOLUME COMMERCIAL ENTRANCES WILL BE 10'00' C&D.
12. PLEASE SEE TRANSPORTATION INFRASTRUCTURE IMPROVEMENTS DATED 4/28 FOR TRANSPORTATION IMPROVEMENTS.

OPEN SPACE TABULATIONS (REV2022-00033)

LAND BAY	LAND BAY	NATURAL	RESTORED	PROTECTED	% OPEN	% OPEN	SEED
LAND USE	ACREAGE	SPACE	SPACE	SPACE	SPACE	SPACE	SPACE
A	134.19	44.17	22.86	48.12	40.52%	41.5	
B	46.87	47.25	48.39	116.74	116.97%	119	
C	48.87	47.25	48.39	116.74	116.97%	119	
D	48.87	47.25	48.39	116.74	116.97%	119	
TOTAL	341.9	171.47	119.64	381.60	111.46%	389	
PREVIOUS AREA	341.9			119.64	35.00%		

COMBINED OPEN SPACE TABULATIONS

REZONING	ACREAGE	PROTECTED	% OPEN	% OPEN	% OPEN	% OPEN	% OPEN
APPLICATION	SPACE	SPACE	SPACE	SPACE	SPACE	SPACE	SPACE
RE2022-00033	134.19	119.42	40.75%	41.5	41.52%	41.5	
RE2022-00032	46.87	119.42	255.14%	119.64	255.14%	119.64	
RE2022-00031	48.87	119.42	243.50%	119.64	243.50%	119.64	
TOTAL	230.93	358.26	155.14%	155.14%	155.14%	155.14%	

DEVELOPMENT TABULATIONS

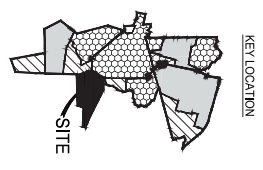
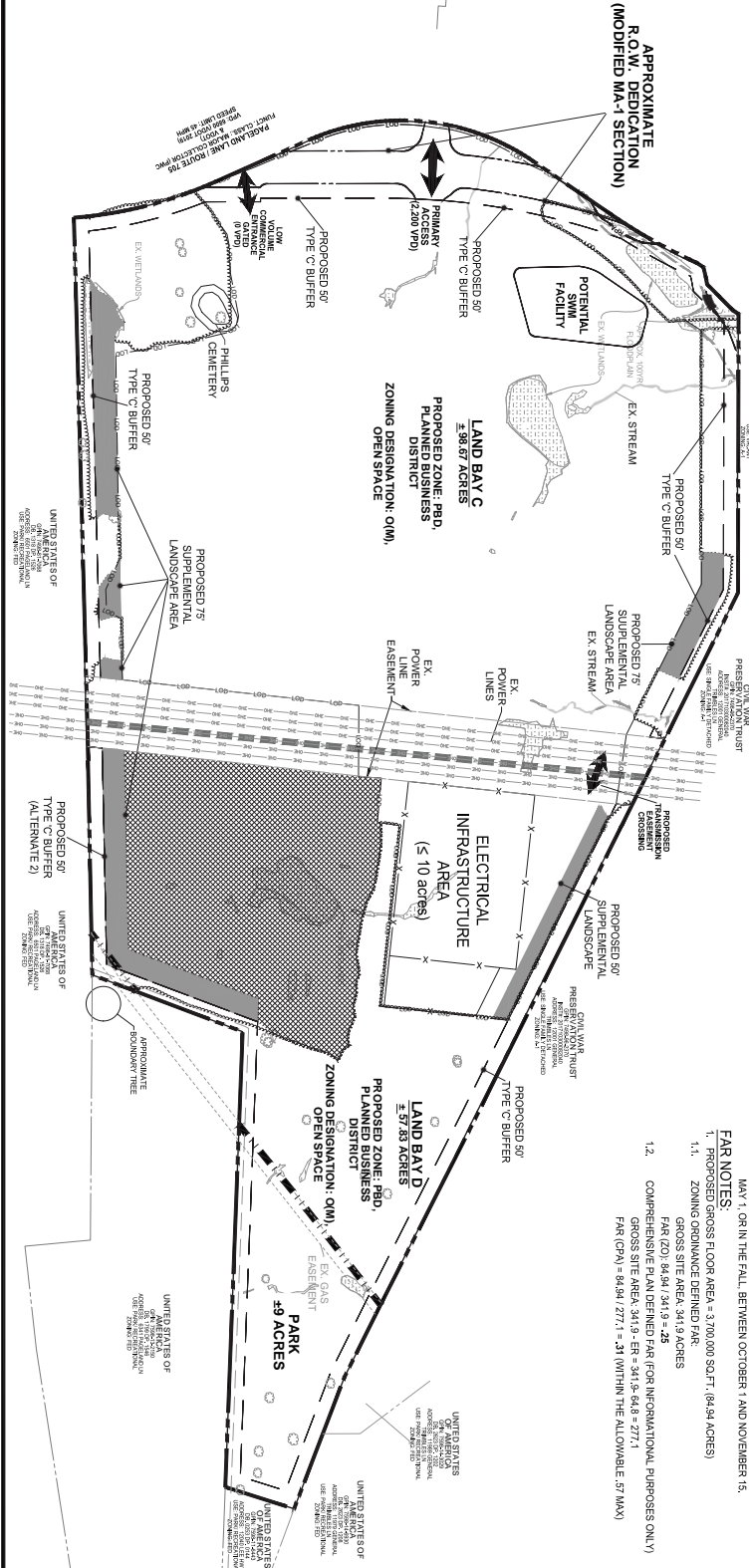
LAND BAY	LAND BAY	LAND BAY	LAND BAY	LAND BAY	LAND BAY	LAND BAY	LAND BAY
LAND USE	ACREAGE	ACREAGE	ACREAGE	ACREAGE	ACREAGE	ACREAGE	ACREAGE
A	134.19	44.17	22.86	48.12	40.52%	41.5	
B	46.87	47.25	48.39	116.74	116.97%	119	
C	48.87	47.25	48.39	116.74	116.97%	119	
D	48.87	47.25	48.39	116.74	116.97%	119	
TOTAL	341.9	171.47	119.64	381.60	111.46%	389	

OPEN SPACE NOTES:

1. (TOTAL OPEN SPACE AREAS INCLUDE:
 - 1.1. NATURAL OPEN SPACE - TREE PRESERVATION AREAS
 - 1.2. RESTORED OPEN SPACE - REFORESTATION SUPPLEMENTAL LANDSCAPE AND BUFFER
 - 1.3. PROTECTED OPEN SPACE - NATURAL + RESTORED OPEN SPACE
 - 1.4. SEEDED PERENNIALS AREA - AREAS WITHIN 100' THAT CAN BE GRADED AND WILL REMAIN GRASS/LANDSCAPED
2. THE OPEN SPACE PERCENTAGE DOES NOT INCLUDE ADDITIONAL LANDSCAPED AND OPEN SPACE AREAS WITHIN THE DEVELOPMENT AREAS.
3. (283 ACRES) OF THE TOTAL DIGITAL GATEWAY CORRIDOR.
4. REFORESTATION AREAS WILL BE PLANTED IN ACCORDANCE WITH DCSM.
- 4.1. PLANTING DENSITY SHALL BE A MINIMUM OF 40 TREES PER ACRE.
- 4.2. THE MINIMUM SIZE OF SEEDLINGS SHALL BE 12'-18" IN HEIGHT.
- 4.3. ALL SPECIES SHALL BE INDIGENOUS TO VIRGINIA.
- 4.4. A COMBINATION OF LONGER-GROWING SPECIES SHALL BE USED. THE NUMBER OF TREES FROM EITHER CATEGORY SHALL NOT EXCEED 70% OF THE TOTAL NUMBER OF TREES PLANTED.
- 4.5. PROTECTIVE TREE SHIELDS ARE A MINIMUM OF 4' IN HEIGHT AND NEED MATS OR MULCH SHALL BE USED FOR ALL TREES. INSTALLATION SHALL BE PER MANUFACTURER'S INSTRUCTIONS.
- 4.6. PLANTING SHALL OCCUR EITHER IN THE SPRING BETWEEN MARCH 15 AND MAY 1, OR IN THE FALL BETWEEN OCTOBER 1 AND NOVEMBER 15.

FAR NOTES:

1. PROPOSED GROSS FLOOR AREA = 3,700,000 SQ.FT. (84.54 ACRES)
- 1.1. ZONING ORDINANCE DENIED FAR. GROSS SITE AREA: 341.9 ACRES
- 1.2. COMPREHENSIVE PLAN DENIED FAR (FOR INFORMATIONAL PURPOSES ONLY) GROSS SITE AREA: 341.9 ACRES - FAR = 341.9 - 44.8 = 277.1 FAR (CPA) = 84.54 / 277.1 = .31 (WITHIN THE ALLOWABLE .57 MAX)

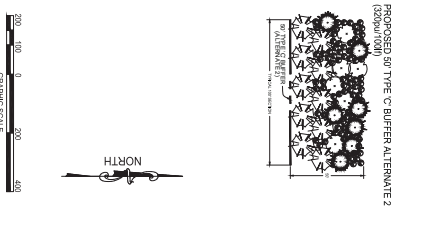
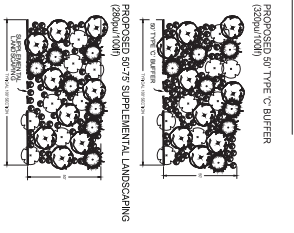


PLANT LEGEND:

- PROPOSED LARGE DECIDUOUS TREES
- PROPOSED MEDIUM / SMALL DECIDUOUS TREES
- PROPOSED MEDIUM / SMALL EVERGREEN TREES
- PROPOSED SHRUBS

NOTE: TYPICAL SECTIONS ARE PROVIDED FOR ILLUSTRATIVE PURPOSES OF LANDSCAPE PLAN. EACH PAGE AND LANDSCAPE TYPICALS DEPICTED IN THIS DOCUMENT SHALL BE USED IN ACCORDANCE WITH THE DCSM AND THE DCSM SHALL BE USED TO DETERMINE THE FINAL LANDSCAPE PLAN.

TYPICAL SECTIONS:



PW DIGITAL GATEWAY - SOUTH

MASTER ZONING PLAN

GAINESVILLE MAGISTERIAL DISTRICT

PRINCE WILLIAM COUNTY, VIRGINIA

christopher consultants

9301 innovation dr p 703.393.9887

suite 150

manassas, va 20110

engineering • surveying • land planning

COMMITTEE OF THE CITY OF GAINESVILLE

OFFICE: 301 N. 1ST ST. SUITE 200

PH: 703.393.9887

DATE: 08/25/2023













REVISIONS

NO.	DATE	DESCRIPTION
1st	2022-02-28	SUBMISSION
2nd	2022-04-15	SUBMISSION
3rd	2022-06-17	SUBMISSION
4th	2022-01-19	SUBMISSION
5th	2022-04-26	SUBMISSION
6th	2022-08-22	SUBMISSION

MASTER ZONING PLAN

SHEET NO. 03

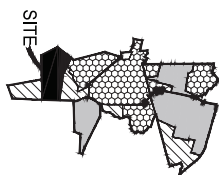


LEGEND	
	PROPERTY BOUNDARY / AREA OF APPLICATION
	APPROXIMATE LIMITS OF DISTURBANCE
	RESOURCE PROTECTION AREA
	LAND BAY BOUNDARY
	APPROXIMATE NATURAL TRAIL
	GRADING AREA SEEDED PERENNIALS AREA
	DEVELOPMENT AREA
	NATURAL OPEN SPACE
	REVEGETATION AREA
	BUFFER
	SUPPLEMENTAL LANDSCAPE AREA
	UNFINISHED DAILROAD INTERPRETIVE SITE

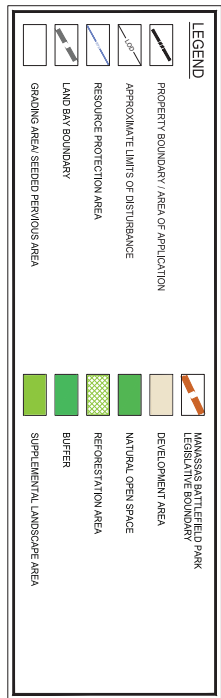
OPEN SPACE (TABU LATIONS) (REZ2022-00033)									
	LAND BAY	LAND BAY ACRES	NATURAL OPEN SPACE	RESTORED OPEN SPACE	PROTECTED OPEN SPACE	% OPEN FENIRIOS AREA	SERIALIZED FENIRIOS AREA		
A	134.83	44.71	23.65	68.12	150.52%	15			
B	150.57	44.71	66.37	84.20	120.92%	7			
C	148.67	47.35	45.39	103.28	145.07%	10			
D	227.85	514.74	225.24	454.58	170.03%	25			
TOTAL	1341.19	174.77	110.42	140.78%	140				
TOTAL UNSEERIALIZED FENIRIOS AREA			1188.47	154.23%					

COMBINED OPEN SPACE TABULATIONS						
REZONING APPLICATION	ACREAGE	TOTAL OPEN SPACE	% OPEN SPACE	TOTAL SEEDED PERCENT	% OPEN W/ SEEDING*	% OPEN
REZ2022-040033 (SOUTH)	2,641.9	1,193.42	45.07%	46	44.22%	45.07%
REZ2022-040032 (NORTH)	4,554.40	1,130.71	24.84%	457	3.66%	24.84%
TOTAL	8,196.30	2,324.13	28.36%	1,003	14.16%	28.36%

1. TOTAL OPEN SPACE AREAS INCLUDE:
 - 1.1. NATURAL OPEN SPACE - TREE PRESERVATION AREAS
 - 1.2. RESTORED OPEN SPACE - REFORESTATION, SUPPLEMENTAL LANDSCAPE AND BUFFER
 - 1.3. PROTECTED OPEN SPACE - NATURAL + RESTORED OPEN SPACE
 - 1.4. SEEPED PERIODIC AREA - AREAS WITHIN 100' THAT CAN BE GRADED AND WILL REMAIN RAINFALL-DISCORDED
2. THE OPEN SPACE PERCENTAGE DOES NOT INCLUDE ADDITIONAL LANDSCAPED AND OPEN SPACE AREAS WITHIN THE DEVELOPMENT AREAS.
3. THE OPEN - DESIGNATED PARK AREAS CONSTITUTE 1-13% OF THE 2.138 ACRES (283 ACRES) OF THE TOTAL DIGITAL GARDEN CORRIDOR.
4. REFORESTATION AREAS WILL BE PLANTED IN ACCORDANCE WITH DOKM.
 - 4.1. PLANTING DENSITY SHALL BE A MINIMUM OF 450 TREES PER ACRE.
 - 4.2. THE ANNUAL SIZE OF SEEDLINGS SHALL BE 72-18" IN HEIGHT.
 - 4.3. ALL SPECIES SHALL BE INDIGENOUS TO VIRGINIA.
 - 4.4. A COMBINATION OF UNDERSTORY SPECIES SHALL BE USED. THE NUMBER OF TREES FROM EITHER CATEGORY SHALL NOT EXCEED 70% OF THE TOTAL NUMBER OF TREES PLANTED.
- 4.5. PROTECTIVE TREE SHELTERS A MINIMUM 4' IN HEIGHT AND WEED MATS OR MULCH SHALL BE USED FOR ALL TREES. INSTALLATION SHALL BE PER MANUFACTURERS INSTRUCTIONS.
- 4.6. PLANTING SHALL OCCUR EITHER IN THE SPRING, BETWEEN MARCH 15 AND MAY 15, OR IN THE FALL, BETWEEN OCTOBER 1 AND NOVEMBER 15.
5. THIS AREA MAY CONSIST OF GROUND COVERS AND WILL NOT BE REFORESTED.
6. CONSENT WITH THE DEPARTMENT INVESTIGATION REPORT DATED MAY 26TH 2023.



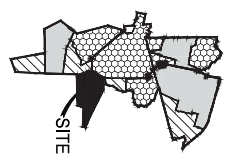
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	2022-04-15	2nd SUBMISSION
	2022-06-17	3rd SUBMISSION
	2023-01-19	4th SUBMISSION
	2023-04-28	5th SUBMISSION
	2023-06-24	6th SUBMISSION
MADK	DATE	DESCRIPTION



OPEN SPACE LAND ALLOCATIONS (REZ2022-0003)						
	LAND BAY	NATURAL LAND	RESERVED OPEN SPACE	PROTECTED OPEN SPACE	% OPEN SPACE	% RESERVED OPEN SPACE
A	214,937	44,417	523,951	189,122	150.92%	215
B	60,587	46,171	96,377	101,556	160.22%	97
C	268,677	47,735	99,390	161,742	116.97%	419
D	57,893	16,134	64,604	44,948	176.95%	31
TOTAL	334,191	174,457	788,226	479,367	460.78%	466
TOTAL RESERVED OPEN SPACE	234,191			118,427	154.23%	

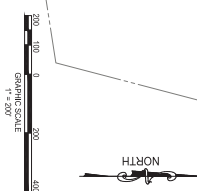
COMBINED OPEN SPACE TABULATIONS					
REZONING APPLICATION	ACRES OPEN SPACE	TOTAL OPEN SPACE	% OPEN PERMANENT SPACE	TOTAL SEEDED PERMANENT AREA	% OPEN W/ SEED*
REZ2002-00033	541.19	1,986.42	440.26%	146	54.23%
REZ2002-00032	4534.49	11,937.71	321.14%	457	5.86300%
(NORTH)					
TOTAL	4675.59	13,924	320.61%	4103	44.600%

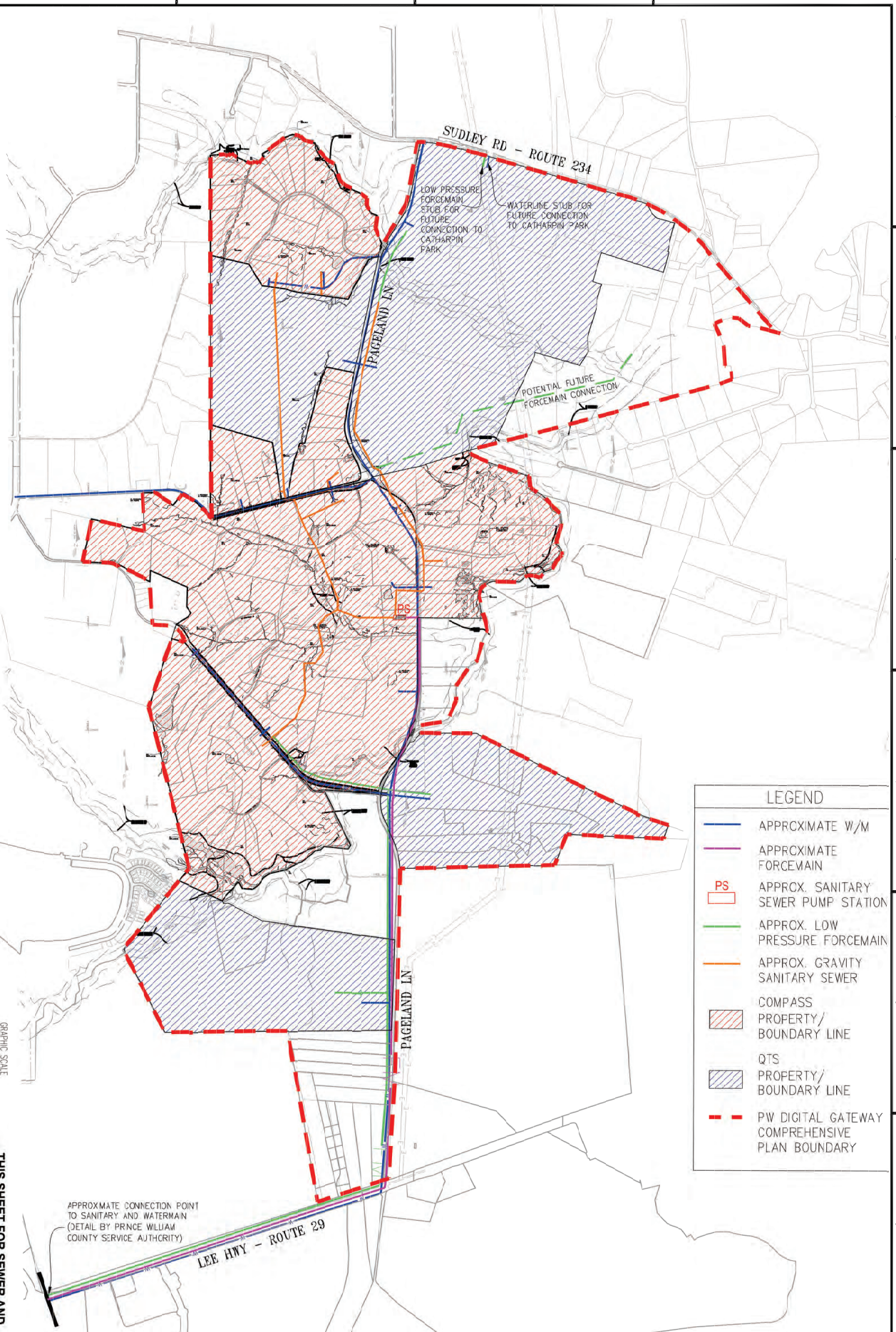
OPEN SPACE NOTES



PW DIGITAL GATEWAY - SOUTH
MASTER ZONING PLAN
GAINESVILLE MAGISTERIAL DISTRICT
PRINCE WILLIAM COUNTY, VIRGINIA

	2022-02-28	1st SUBMISSION
	2022-04-15	2nd SUBMISSION
	2022-06-17	3rd SUBMISSION
	2023-01-19	4th SUBMISSION
	2023-04-28	5th SUBMISSION
	2023-08-24	6th SUBMISSION
MARK	DATE	DESCRIPTION





LEGEND

- APPROXIMATE W/M
- APPROXIMATE FORCEMAIN
- PS APPROX. SANITARY SEWER PUMP STATION
- APPROX. LOW PRESSURE FORCEMAIN
- APPROX. GRAVITY SANITARY SEWER
- COMPASS PROPERTY/BOUNDARY LINE
- QTS PROPERTY/BOUNDARY LINE
- PW DIGITAL GATEWAY COMPREHENSIVE PLAN BOUNDARY

THIS SHEET FOR SEWER AND WATER ILLUSTRATIVE PURPOSES ONLY, SUBJECT TO CHANGE WITH FINAL PLANS.

APPROXIMATE CONNECTION POINT TO SANITARY AND WATERMAIN (DETAIL BY PRINCE WILLIAM COUNTY SERVICE AUTHORITY)

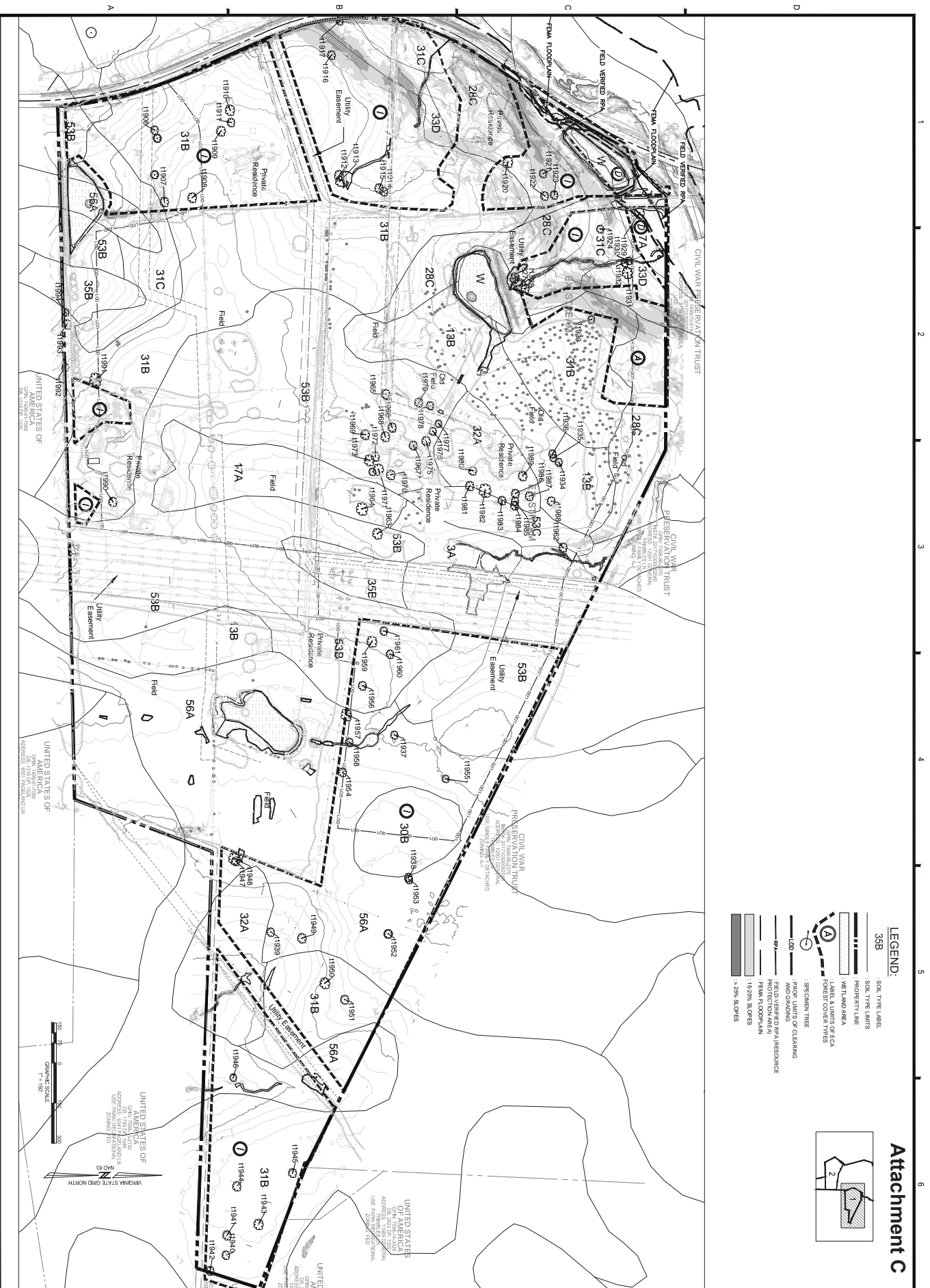
LEE HWY - ROUTE 29

MARK	DATE	DESCRIPTION
	2022-02-28	1st SUBMISSION
	2022-04-15	2nd SUBMISSION
	2022-06-17	3rd SUBMISSION
	2023-01-19	4th SUBMISSION
	2023-04-26	5th SUBMISSION
	2023-08-24	6th SUBMISSION

PW DIGITAL GATEWAY - SOUTH
MASTER ZONING PLAN
 GAINESVILLE MAGISTERIAL DISTRICT
 PRINCE WILLIAM COUNTY, VIRGINIA



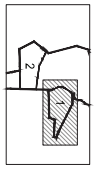
christopher consultants
 9301 innovation dr suite 150 manassas, va 20110
 engineering • surveying • land planning



Attachment C

LEGEND:

- 35B SOL TYPE LABEL
- PROPERTY LINE
- WETLAND AREA
- FIELD VERIFIED RPA
- FOREST COVER TYPES
- SPECIMEN TREE
- PROPOSED LIMITS OF CLEARING AND GRADING
- RPA
- PROPOSED RPA RESOURCE PROTECTION AREA
- FEW FLOODPLAIN
- 1:25% SLOPES
- > 25% SLOPES



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 engineering • surveying • land planning

PW DIGITAL GATEWAY SOUTH
 ENVIRONMENTAL CONSTRAINTS ANALYSIS
 PRINCE WILLIAM CO, VIRGINIA

ENVIRONMENTAL
 CONSTRAINTS
 ANALYSIS

1

RARE AND ENDANGERED SPECIES NOTES:

WSSSI REVIEWED INFORMATION FROM THE VIRGINIA DEPARTMENT OF CONSERVATION AND RECREATION (DCR), THE VIRGINIA DEPARTMENT OF GAME AND INLAND FISHERIES (VDGIF), THE VIRGINIA DEPARTMENT OF TRANSPORTATION (VDOT), THE VIRGINIA DEPARTMENT OF HISTORIC LANDMARKS (VDH), AND THE VIRGINIA DEPARTMENT OF ENVIRONMENTAL QUALITY (VDEQ) ON THE PROJECT SITE. THE FOLLOWING SPECIES AND THE POTENTIAL FOR THEM TO OCCUR WITHIN THE PROJECT AREA IS AS FOLLOWS:

Deer

The federally endangered deer (Odocoileus virginianus) is listed as a species of concern. It is found in a variety of habitats, including grassy areas, woodlands, and open fields. The species can be found in open fields, but it is more common in wooded areas.

Suitable habitat for the deer (endangered) may be present within Little Back Run, Little Back Run, and adjacent riparian habitats of Little Back Run and Little Back Run. The deer is a species of concern. It is found in a variety of habitats, including grassy areas, woodlands, and open fields. The species can be found in open fields, but it is more common in wooded areas.

Brook Trout

The state-endangered brook trout (Salvelinus fontinalis) is listed as a species of concern. It is found in a variety of habitats, including grassy areas, woodlands, and open fields. The species can be found in open fields, but it is more common in wooded areas.

The state-endangered brook trout (Salvelinus fontinalis) is listed as a species of concern. It is found in a variety of habitats, including grassy areas, woodlands, and open fields. The species can be found in open fields, but it is more common in wooded areas.

Headwater Sparrow

The state-endangered headwater sparrow (Melospiza cinerea) is listed as a species of concern. It is found in a variety of habitats, including grassy areas, woodlands, and open fields. The species can be found in open fields, but it is more common in wooded areas.

The state-endangered headwater sparrow (Melospiza cinerea) is listed as a species of concern. It is found in a variety of habitats, including grassy areas, woodlands, and open fields. The species can be found in open fields, but it is more common in wooded areas.

Northern Long-eared Bat

The state-endangered northern long-eared bat (Myotis grisescens) is listed as a species of concern. It is found in a variety of habitats, including grassy areas, woodlands, and open fields. The species can be found in open fields, but it is more common in wooded areas.

The state-endangered northern long-eared bat (Myotis grisescens) is listed as a species of concern. It is found in a variety of habitats, including grassy areas, woodlands, and open fields. The species can be found in open fields, but it is more common in wooded areas.

Typha latifolia

The state-endangered typha latifolia (Typha latifolia) is listed as a species of concern. It is found in a variety of habitats, including grassy areas, woodlands, and open fields. The species can be found in open fields, but it is more common in wooded areas.

The state-endangered typha latifolia (Typha latifolia) is listed as a species of concern. It is found in a variety of habitats, including grassy areas, woodlands, and open fields. The species can be found in open fields, but it is more common in wooded areas.

Herpetus

The state-endangered herpetus (Herpetus) is listed as a species of concern. It is found in a variety of habitats, including grassy areas, woodlands, and open fields. The species can be found in open fields, but it is more common in wooded areas.

The state-endangered herpetus (Herpetus) is listed as a species of concern. It is found in a variety of habitats, including grassy areas, woodlands, and open fields. The species can be found in open fields, but it is more common in wooded areas.

The state-endangered herpetus (Herpetus) is listed as a species of concern. It is found in a variety of habitats, including grassy areas, woodlands, and open fields. The species can be found in open fields, but it is more common in wooded areas.

PROPOSED APPROXIMATE PRESERVATION & IMPACT CALCULATIONS

TOTAL AREA	34.80 ACRES
DEVELOPED AREA	2.00 AC (5.76%)
UNDISTURBED AREA	32.80 AC (94.24%)

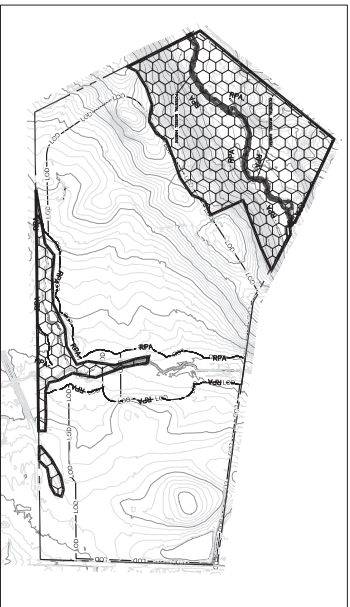
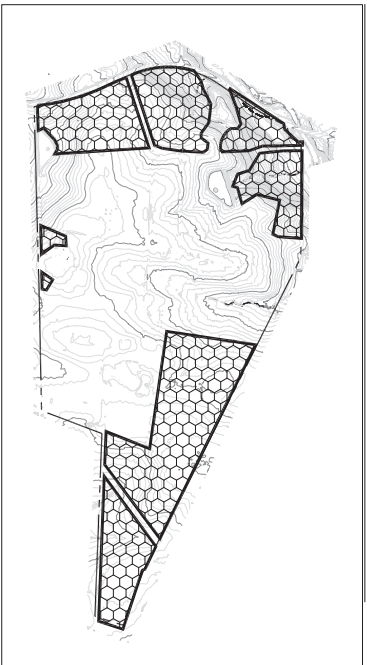
PROPOSED APPROXIMATE PERVIOUS & IMPERVIOUS SURFACE CALCULATIONS

TOTAL AREA	34.80 ACRES
PERVIOUS SURFACES (PROPOSED CONDITIONS)	21.00 AC (60.34%)
IMPERVIOUS SURFACES (PROPOSED CONDITIONS)	13.80 AC (39.66%)

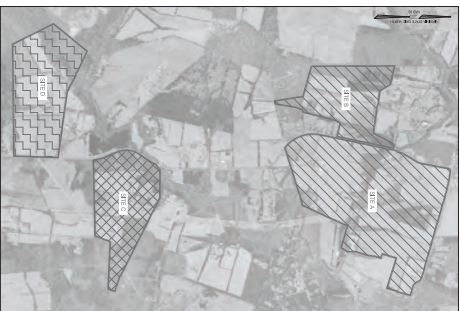
ENVIRONMENTAL RESOURCE (ER) TABULATION

100 YR FLOODPLAIN, RPA, 2% OR GREATER SLOPE AREAS, 1% OR GREATER SLOPES IN CONJUNCTION WITH SOILS THAT HAVE SEVERE EROSIONAL SOILS WITH PRECIPITATION OF MARINE COALS, SHALLOWS AND STREAM BANKS	4.8 AC
--	--------

POTENTIAL HABITAT AREAS OF THREATENED OR ENDANGERED SPECIES:



STUDY AREA MAP:



LEGEND:

- STUDY AREA 1
- STUDY AREA 2
- STUDY AREA 3

NOTE:

FOR THE ASSOCIATED VIRGINIA DEPARTMENT OF CONSERVATION AND RECREATION (DCR), THE VIRGINIA DEPARTMENT OF GAME AND INLAND FISHERIES (VDGIF), THE VIRGINIA DEPARTMENT OF TRANSPORTATION (VDOT), THE VIRGINIA DEPARTMENT OF HISTORIC LANDMARKS (VDH), AND THE VIRGINIA DEPARTMENT OF ENVIRONMENTAL QUALITY (VDEQ) ON THE PROJECT SITE. THE FOLLOWING SPECIES AND THE POTENTIAL FOR THEM TO OCCUR WITHIN THE PROJECT AREA IS AS FOLLOWS:

- NOTES:
1. THE HERPETOLOGICAL SURVEY WAS NOT CONDUCTED BY THE VIRGINIA DEPARTMENT OF CONSERVATION AND RECREATION (DCR), THE VIRGINIA DEPARTMENT OF GAME AND INLAND FISHERIES (VDGIF), THE VIRGINIA DEPARTMENT OF TRANSPORTATION (VDOT), THE VIRGINIA DEPARTMENT OF HISTORIC LANDMARKS (VDH), AND THE VIRGINIA DEPARTMENT OF ENVIRONMENTAL QUALITY (VDEQ) ON THE PROJECT SITE. THE FOLLOWING SPECIES AND THE POTENTIAL FOR THEM TO OCCUR WITHIN THE PROJECT AREA IS AS FOLLOWS:
 2. A FIELD SURVEY WAS NOT PERFORMED TO DETERMINE THE FLOOD ZONES LISTED HEREON. AN ELEVATION CERTIFICATE MAY BE OBTAINED FROM THE VIRGINIA DEPARTMENT OF CONSERVATION AND RECREATION (DCR), THE VIRGINIA DEPARTMENT OF GAME AND INLAND FISHERIES (VDGIF), THE VIRGINIA DEPARTMENT OF TRANSPORTATION (VDOT), THE VIRGINIA DEPARTMENT OF HISTORIC LANDMARKS (VDH), AND THE VIRGINIA DEPARTMENT OF ENVIRONMENTAL QUALITY (VDEQ) ON THE PROJECT SITE. THE FOLLOWING SPECIES AND THE POTENTIAL FOR THEM TO OCCUR WITHIN THE PROJECT AREA IS AS FOLLOWS:
 3. CALCULATIONS WILL VARY BY DESIGN REQUIREMENTS AT THE TIME OF APPLICATION.
 4. AREAS DESIGNATED AS RESPONSE PROTECTION AREAS (RPA) WILL REMAIN AS UNDEVELOPED OPEN SPACE WITH THE EXCEPTION OF PROPOSED UTILITY CROSSINGS, ROADS, AND STRUCTURES.

SCHEDULE AND NOTES

SHEET NO. 4

PW DIGITAL GATEWAY SOUTH
ENVIRONMENTAL CONSTRAINTS ANALYSIS
PRINCE WILLIAM CO, VIRGINIA

christopher consultants
9900 main st suite 400
fairfax, va 22031
engineering • surveying • land planning



PRINCE WILLIAM DIGITAL GATEWAY

MASTER CORRIDOR PLAN | JANUARY 2023
QTS REALTY TRUST, INC. REVISED APRIL 2023
COMPASS DATACENTERS, LLC REVISED AUGUST 2023

LandDesign
CREATING PLACES
THAT MATTER.

PRINCE WILLIAM DIGITAL GATEWAY

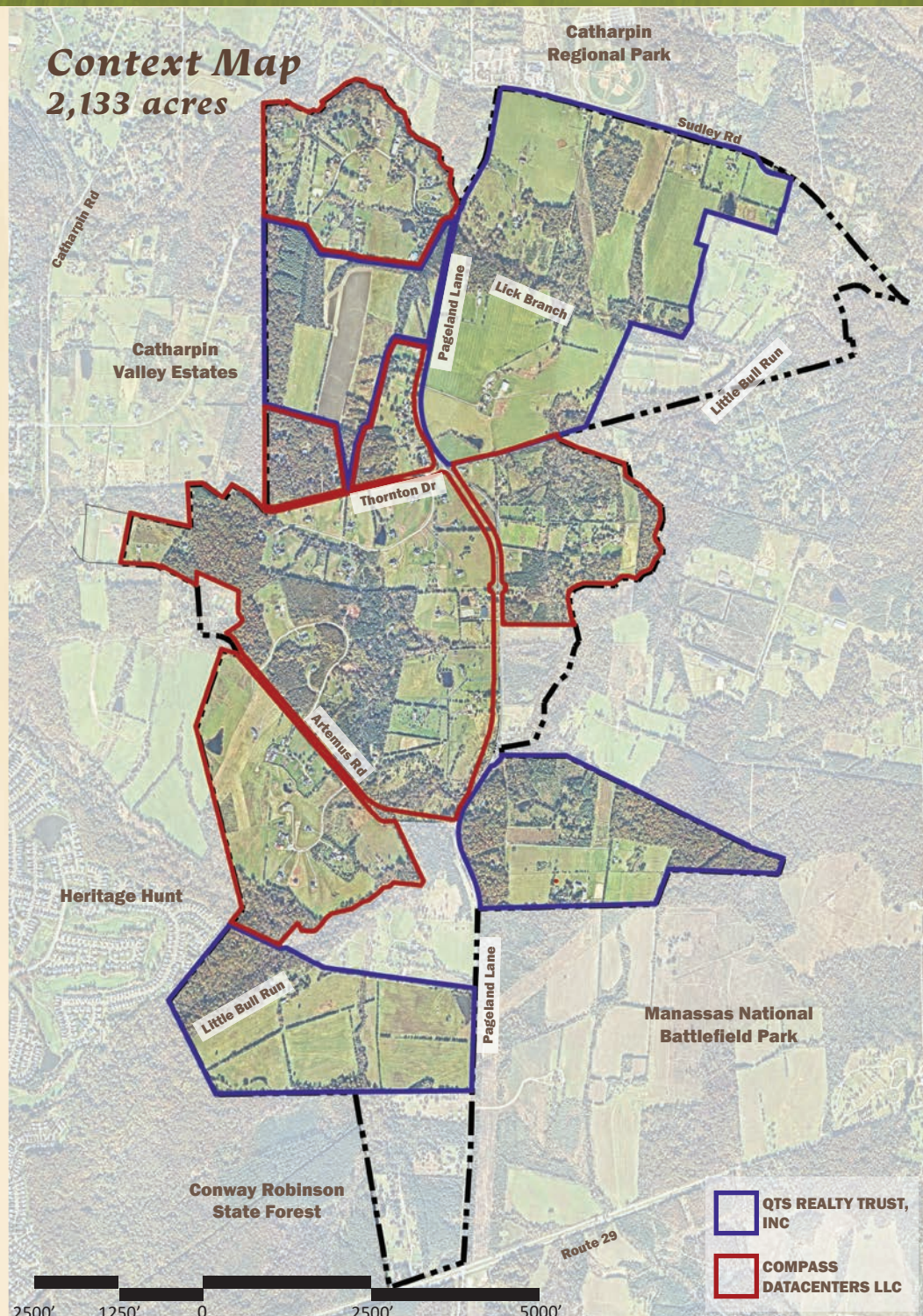


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Equestrian Trailhead	12
Unfinished Railroad Interpretive Site	14
Settlement and Thornton School Interpretive Site and Trailhead	16
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Pageland Lane Greenway	20
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Typical Landbay Enlargements	42

All images contained within this booklet are for illustrative purposes only.



This Prince William Digital Gateway Master Corridor Plan was developed to guide implementation of the Comprehensive Plan Amendment adopted by the Prince William County Board of County Supervisors for the PW Digital Gateway. The concepts set forth herein are for illustrative purposes only and depict the intended design quality and examples of potential program elements to be provided in connection with development of the PW Digital Gateway. Final design details and selections will be provided as part of final site plan and/or building permit approval, as appropriate.

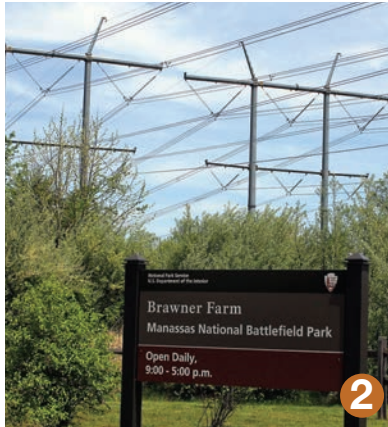
SITE CONSIDERATIONS

Capitalize on site assets and adjacencies

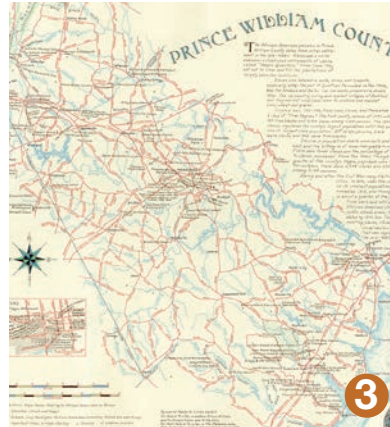
By performing an inventory of the elements that currently exist on and immediately adjacent to the property, we can begin to assess existing site conditions, connections, and opportunities.



Catharpin Regional Park



Power Line Corridor



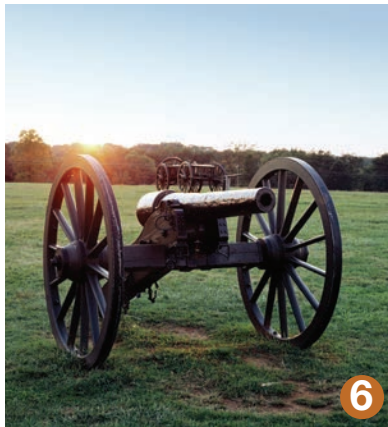
Thornton School Archaeology Site



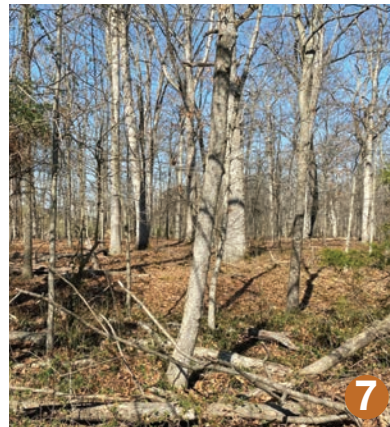
Pageland Lane



Boundary Tree



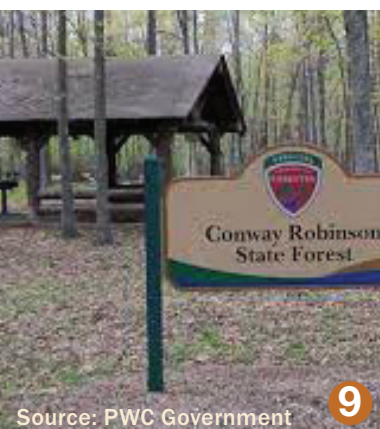
Manassas National Battlefield Park



Existing Ridgeline



Unfinished Railroad



Conway Robinson State Forest



Gainesville Crossing Data Center Campus

KEY

EXISTING/PLANNED COUNTY LAND USE

- PW Digital Gateway
- Approved Data Center Development (by others)
- Civil War Trust Preserved Land
- Surrounding Parks
- Resource Protection Area
- 100-yr Floodplain
- Cemetery



CATHARPIN RECREATIONAL PARK (100 ac)

LOUDOUN COUNTY
PRINCE WILLIAM COUNTY

LUCK STONE QUARRY

SUDLEY RD

CATHARPIN RD

CATHARPIN VALLEY ESTATES

CATHARPIN VALLEY DR

PAGELAND LANE

LICK BRANCH

LITTLE BULL RUN

ROBIN DR

SUDLEY MOUNTAIN

MARBLE HILL SLAVE CEMETERY

PRESERVATION

THORNTON DR

THORNTON SCHOOL SITE

DOMINION POWER LINES

PRESERVATION

CATHARPIN GREENWAY

ARTEMUS RD

PAGELAND LANE

PHILLIPS CEMETERY

BOUNDARY TREE

HERITAGE HUNT

LITTLE BULL RUN

HONEYWOOD SITE

UNFINISHED RAILROAD

BRAWNER FARM INTERPRETIVE CENTER

MANASSAS NATIONAL BATTLEFIELD PARK (5,000 ac)

PRESERVATION

STONEWALL MEMORIAL GARDENS

U.S. ROUTE 29

CONWAY ROBINSON STATE FOREST (440 ac)

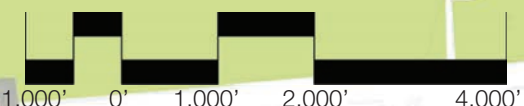
DOMINION POWER LINES

MNBP: STUART'S HILL ADMINISTRATIVE CENTER

SHEETZ (FUTURE)

GAINESVILLE CROSSING DATA CENTER CAMPUS

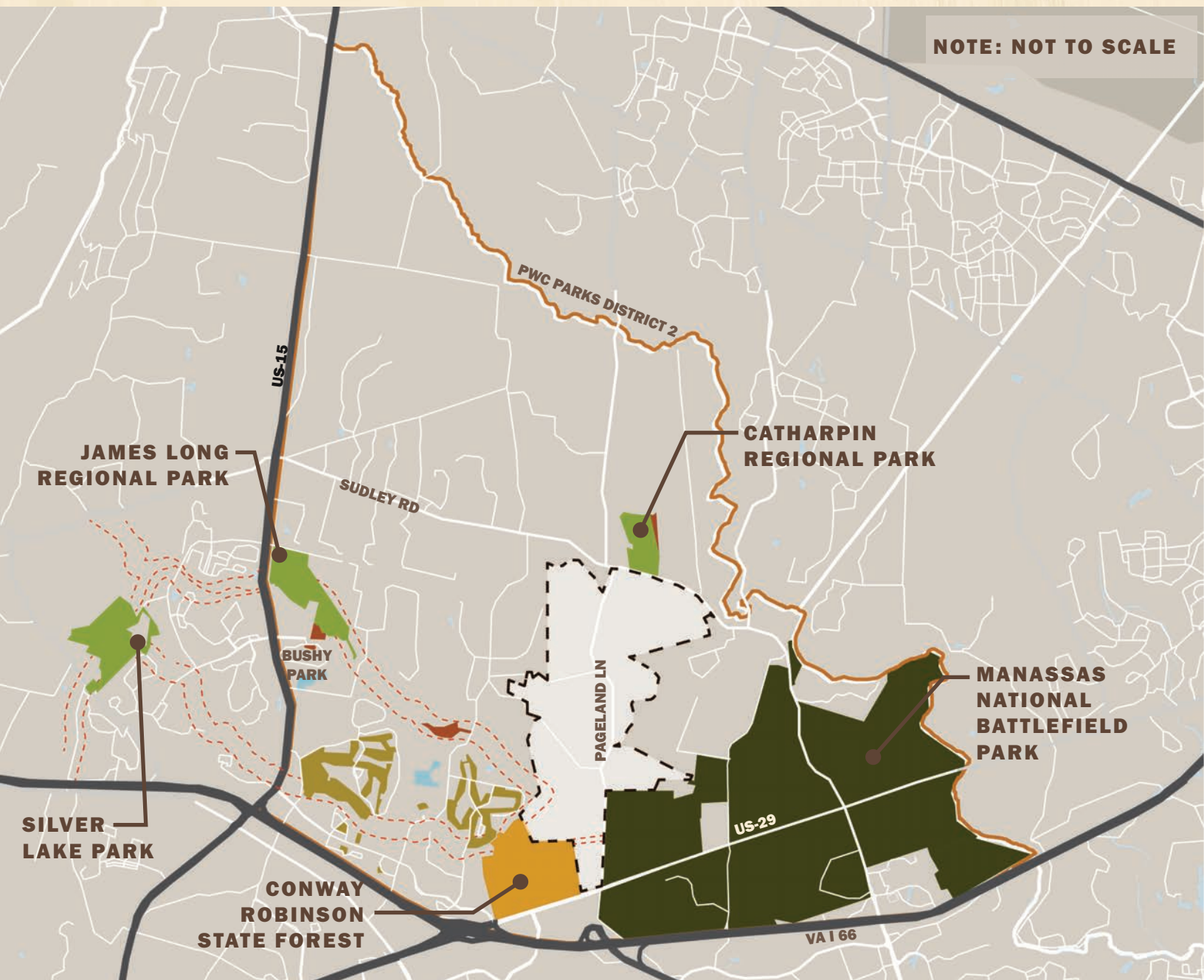
VDOT 2500 SPACE COMMUTER PARKING



REGIONAL INVENTORY

Seek opportunities for regional connections

Understanding the site as it relates to the greater region is a critical step in the design process. Through an initial inventory of Prince William County's parks and open space assets, we have identified opportunities to complement and expand parks, recreation, and open space resources.





Source: PWC Government

CATHARPIN REGIONAL PARK

100 acres
Athletic Fields
Playground
Shaded Seating Areas
Concessions + Restrooms



Source: PWC Government

JAMES S. LONG REGIONAL PARK

230 acres
Athletic Fields
Equestrian Ring
Playground
Trails
Shaded Seating Areas
Restrooms



Source: PWC Government

SILVER LAKE REGIONAL PARK

230 acres
Fishing Lake
Trails
Shaded Seating Areas
Grills
Restrooms



***PW Digital Gateway
 Open Space System***

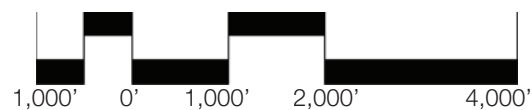
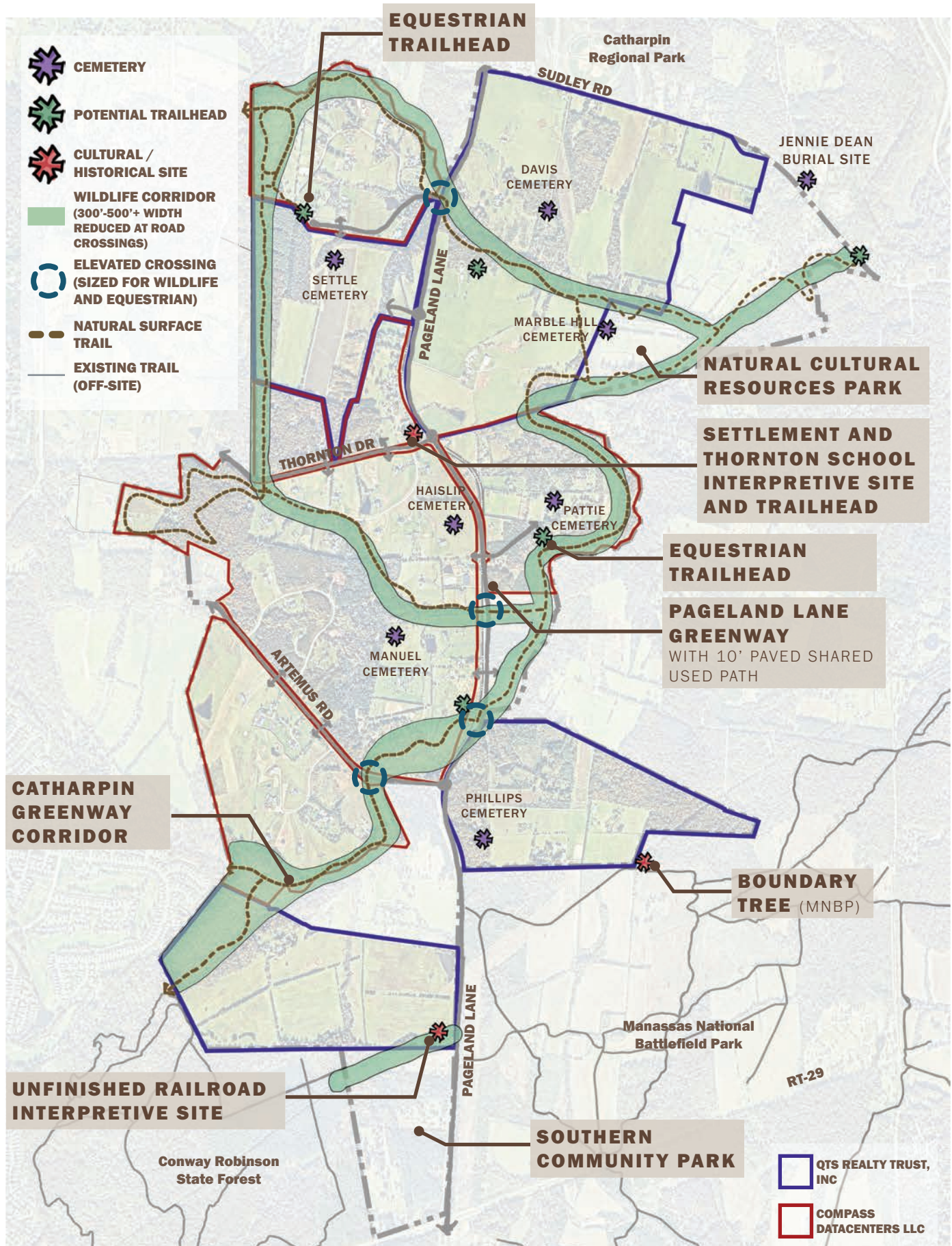
The PW Digital Gateway is well positioned to fill in existing gaps in amenities and activities, allowing the site to become a destination for new and exciting opportunities.

OPEN SPACE PROGRAM

Open the site for all to explore

A coordinated system of greenways, parks, trails and protected open space will preserve and enhance the site's significant environmental and cultural assets while opening a once closed landscape for public enjoyment. The rich and diverse open space network can be explored by car, bike, foot, or on horseback, creating unique outdoor opportunities that are accessible, safe and interconnected to a larger greenway system. The programming opportunities have the potential to provide public amenities that fulfill unmet community needs.





TRAIL NETWORK

Embrace connections to existing resources

Established primarily for passive recreation, the extension of the County's planned Catharpin Greenway Corridor will strengthen the region's hiking, biking and equestrian trail network while preserving and enhancing existing habitat and natural features along the stream corridor.



EQUESTRIAN TRAILS



BOARDWALK



STREAM ENHANCEMENT



ORIENTING



NATURAL SURFACE TRAILS



LEARNING & EXPLORING



BIRD WATCHING



AFFORESTATION



BIKING TRAILS



HABITAT CREATION



EQUESTRIAN TRAILHEAD

Equine amenity area and trailhead parking

Equipped with trailer parking and equine amenities, the Land Bay 1 Trailhead Park is envisioned as the main equestrian trailhead area.

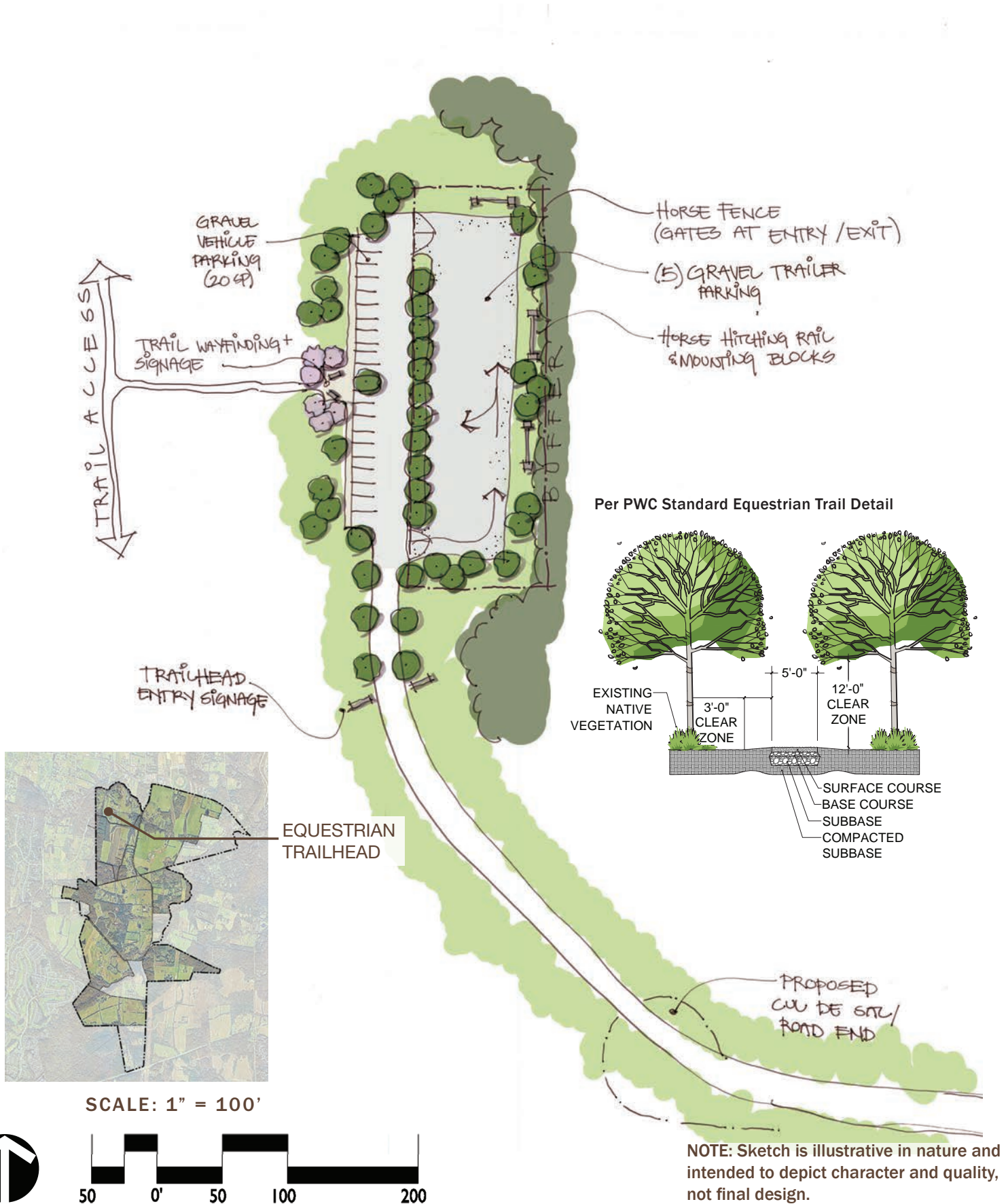


TRAIL SIGNAGE



TRAILER PARKING

CONCEPT SKETCH



UNFINISHED RAILROAD INTERPRETIVE SITE

Cultural node and interpretive site

The unfinished railroad interpretive site will be a place to highlight this local asset and honor its historical significance. Specific site details that commemorate the history will be coordinated in collaboration with county staff.

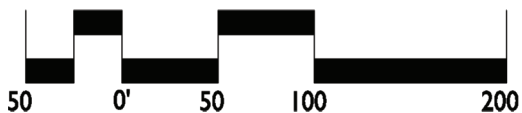


UNFINISHED RAILROAD LOOP TRAIL AT MNBP

CONCEPT SKETCH



SCALE: 1" = 100'



NOTE: Sketch is illustrative in nature and intended to depict character and quality, not final design.

SETTLEMENT AND THORNTON SCHOOL INTERPRETIVE SITE AND TRAILHEAD

Commemorative and educational landscape

To protect and recognize this important historical and community asset, the Thornton School archaeological site has been reimagined as a cultural resource park. Specific site details that commemorate the history will be based on further archaeological research in collaboration with county staff.



OUTDOOR CLASSROOM

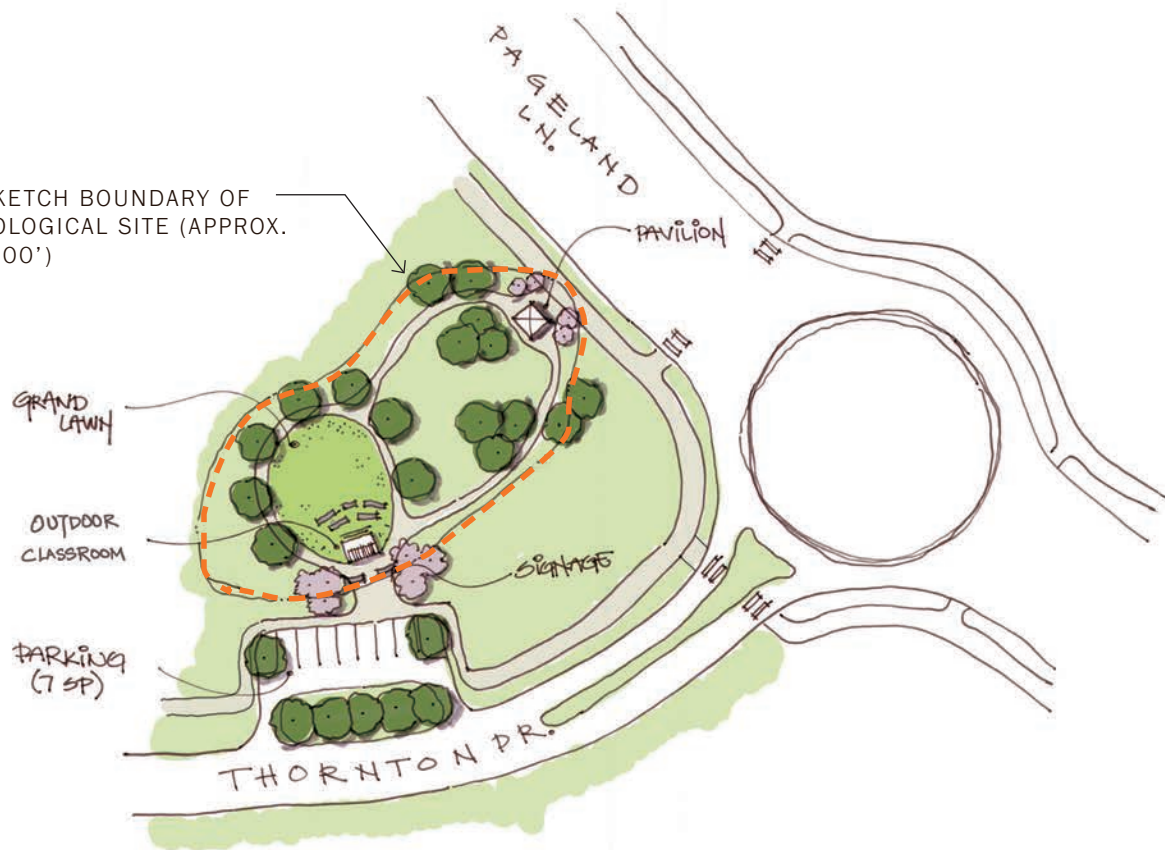


COMMEMORATIVE ELEMENT



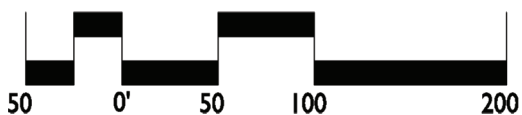
CONCEPT SKETCH

FIELD SKETCH BOUNDARY OF
ARCHAEOLOGICAL SITE (APPROX.
240' X 100')



SETTLEMENT AND
THORNTON SCHOOL
INTERPRETIVE SITE AND
TRAILHEAD

SCALE: 1" = 100'



NOTE: Sketch is illustrative in nature and intended to depict character and quality, not final design.

BOUNDARY TREE

Discover a piece of history in the landscape

Through signage, wayfinding, and landscape improvements, the history of the Boundary Tree can be respected, offering the opportunity to expand the historical lessons of MNBP.

IDENTIFICATION SIGNAGE





BOUNDARY TREE

PAGELAND LANE GREENWAY

Always take the scenic route

Prince William Digital Gateway has a unique opportunity to create 3.5+ mile green parkway that includes two desirable, publicly accessible, 10-foot wide north/south shared use paths along either side of Pageland Lane between Route 29 to the south and Sudley Road to the north. Digital Gateway is creating improved transportation, pedestrian and equestrian access, as well as connectivity to the existing and proposed regional open space destinations. 50' wide buffers on both sides of this re-created greenway, with generous landscaping and building setbacks, unique and attractive roundabouts throughout the Corridor and attractive stream crossings.

SHARED USE PATH



BRIDGE CROSSING



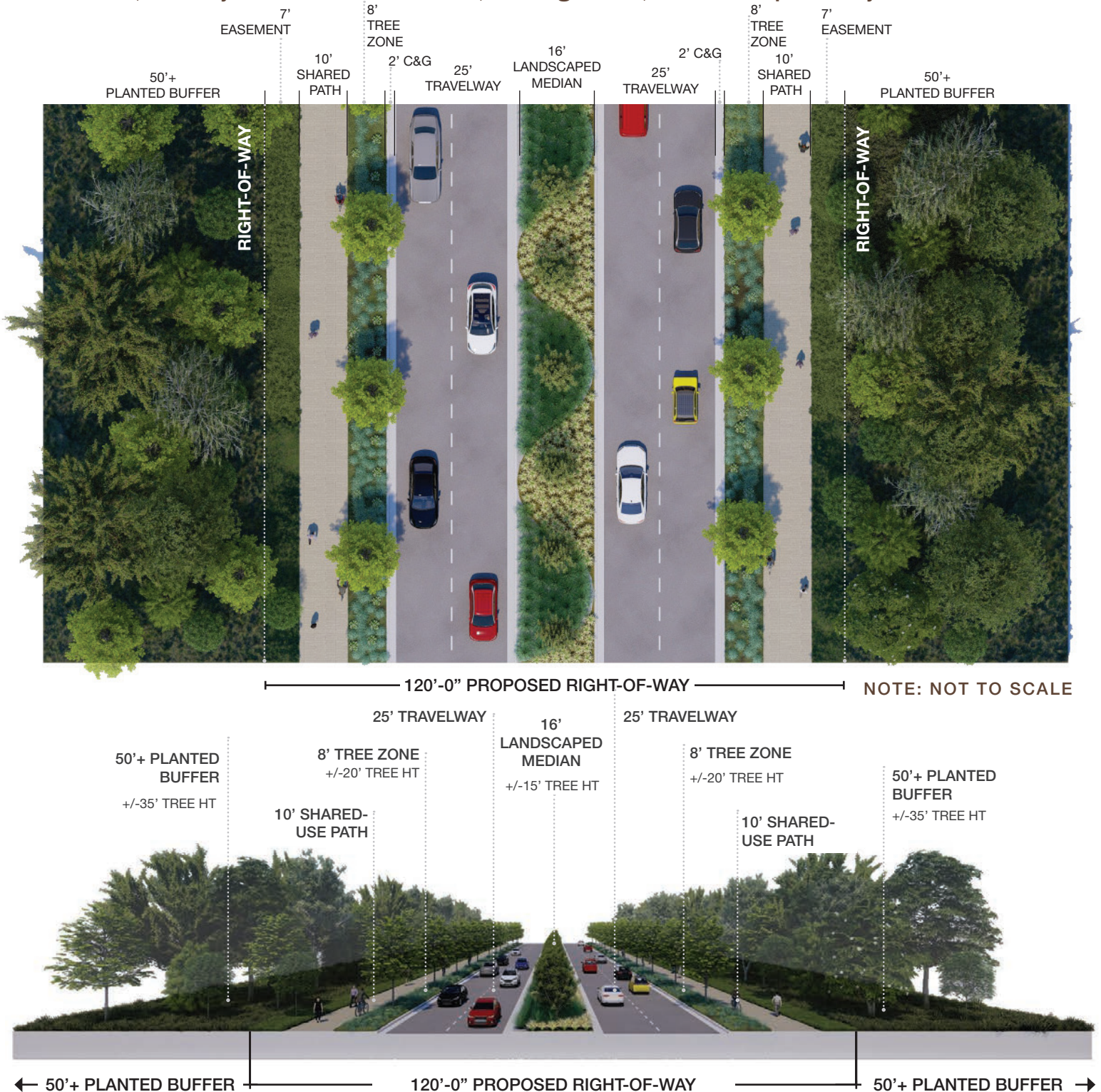
COORDINATED TRANSPORTATION LANDSCAPING



TYPICAL CROSS SECTION

Pageland Lane Streetscape Experience

This typical section graphically illustrates and dimensions the streetscape elements proposed for Pageland Lane. Master Landscape Plan to be provided to Prince William County, MNPB, Conway Robinson State Forest, Heritage Hunt, and Catharpin Valley Estates.

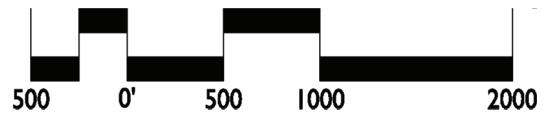


LANDSCAPE FRAMEWORK

Celebrating the rural vernacular of Prince William County

The landscape framework for Pageland Lane will provide a sense of continuity while traversing a diverse mix of landscape conditions. The streetscape experience will sensitively stitch the site into its larger context while providing a visual buffer from the data center use. Pageland Lane will become a pastoral drive that celebrates the rural vernacular of Prince William County by incorporating a variety of landscape typologies including berming, reforestation, native meadow plantings, and forested stream crossings.





Note: Master Landscape Plan to be provided to Prince William County, MNB, Conway Robinson State Forest, Heritage Hunt, and Catharpin Valley Estates.

LEGEND:

- CEMETERY
- POTENTIAL TRAILHEAD
- CULTURAL / HISTORICAL SITE
- FENCE ALONG PAGELAND LANE

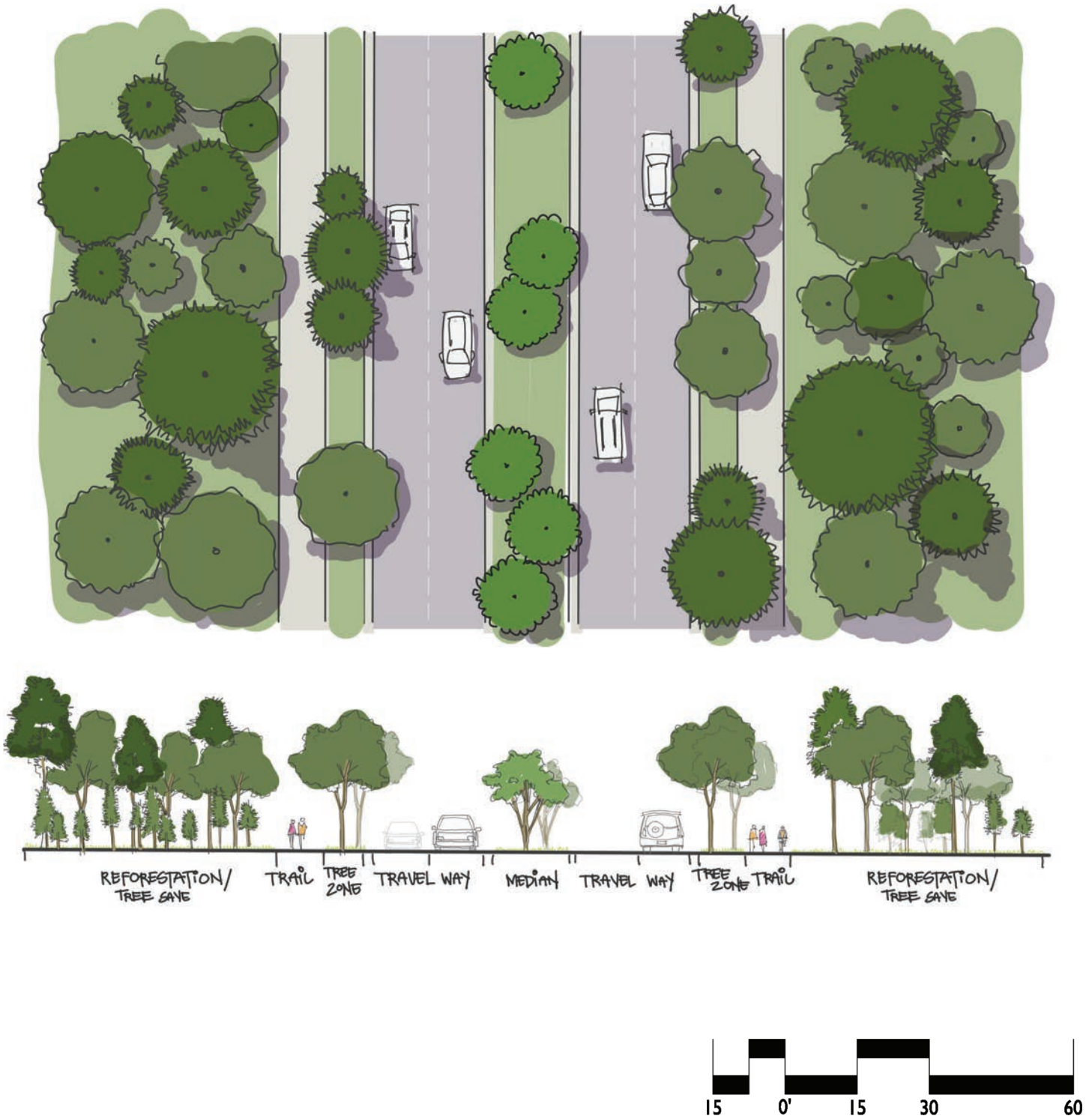


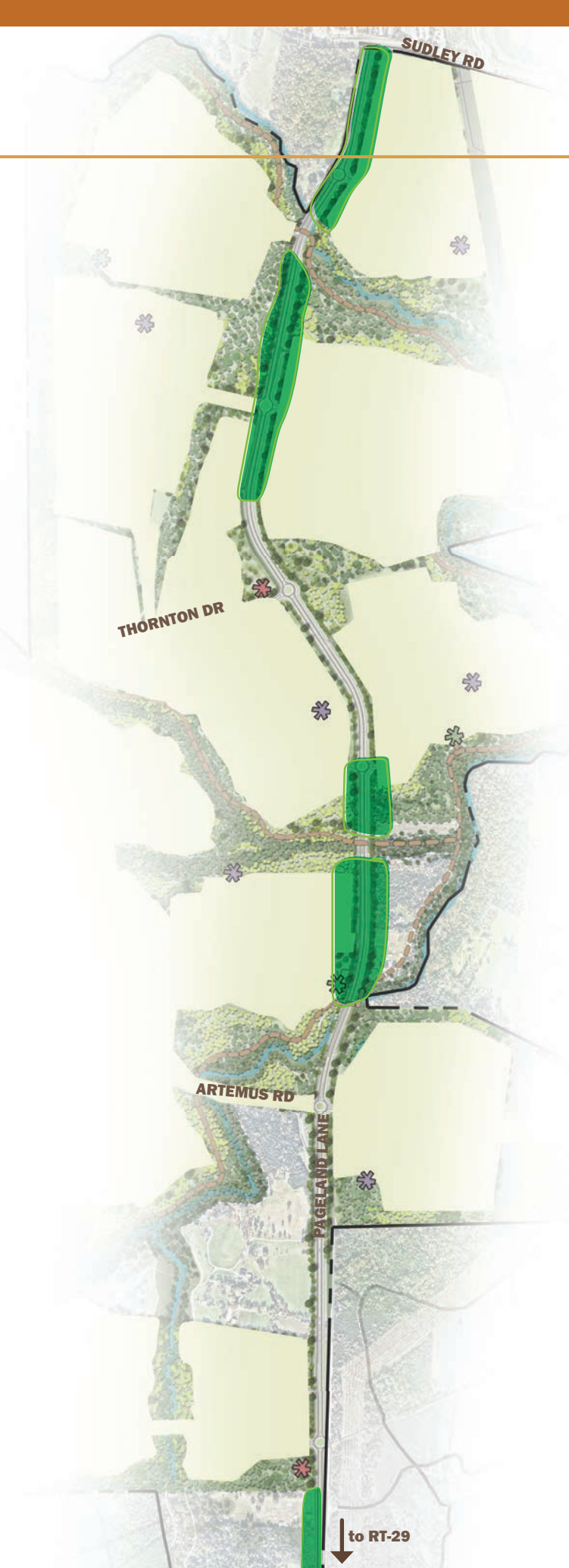
3 MI

LANDSCAPE TYPOLOGIES

Mixed Deciduous

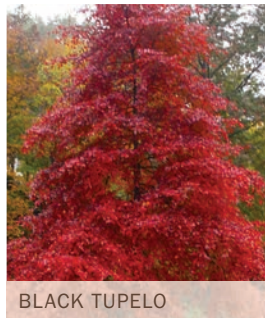
Located where large swatches of tree preserve is anticipated and near waterways, where reforestation is most valuable.





Mixed Deciduous Plant Palette

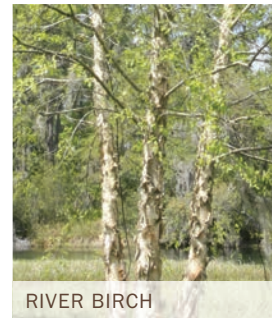
Trees



BLACK TUPELO



WHITE OAK



RIVER BIRCH



EASTERN WHITE PINE



LOBLOLLY PINE

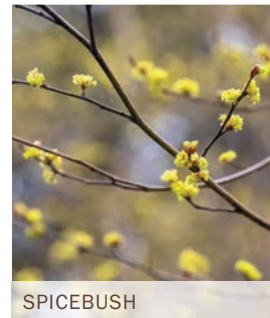


SASSAFRAS

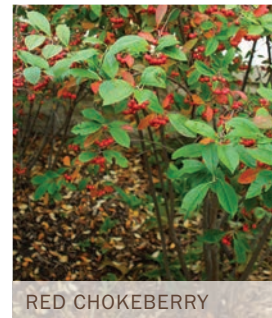
Shrubs



MAPLELEAF VIBURNUM



SPICEBUSH



RED CHOKEBERRY

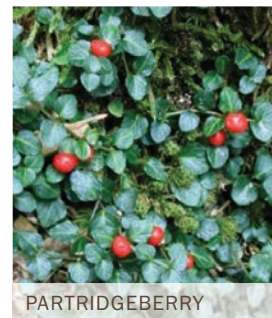
Grasses + Perennials



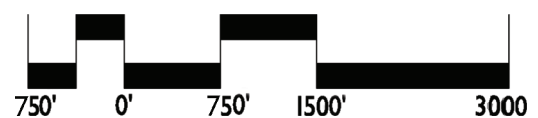
CHRISTMAS FERN



BLUE MISTFLOWER



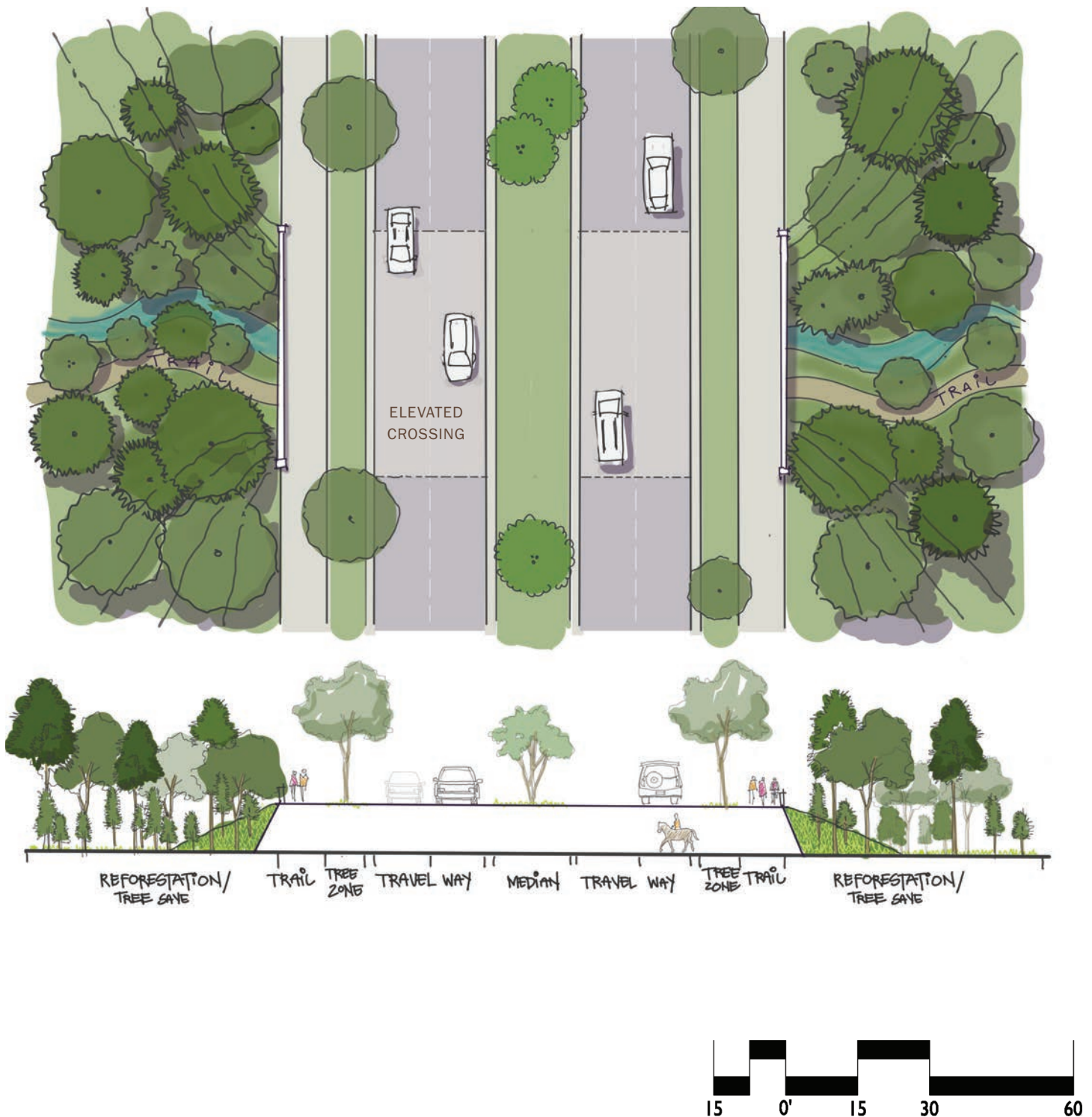
PARTRIDGEBERRY



LANDSCAPE TYPOLOGIES

Forested Floodplain at Elevated Crossings

Located along elevated crossings / stream corridors and to facilitate wildlife movement.



Forested Floodplain Plant Palette

Trees (Canopy)



TULIP POPLAR



VIRGINIA PINE



EASTERN RED CEDAR



LOBLOLLY PINE



RIVER BIRCH



SWAMP WHITE OAK

Trees (Understory)



PAWPAW



SASSAFRAS



AMERICAN HORNBEAM

Shrubs



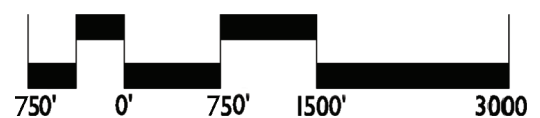
COMMON WITCHHAZEL



VIRGINIA SWEETSPIRE



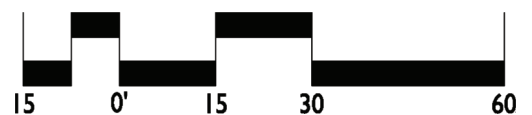
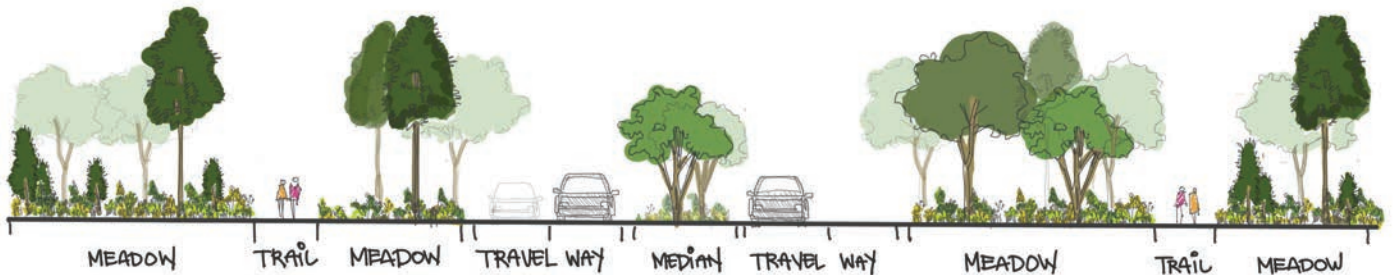
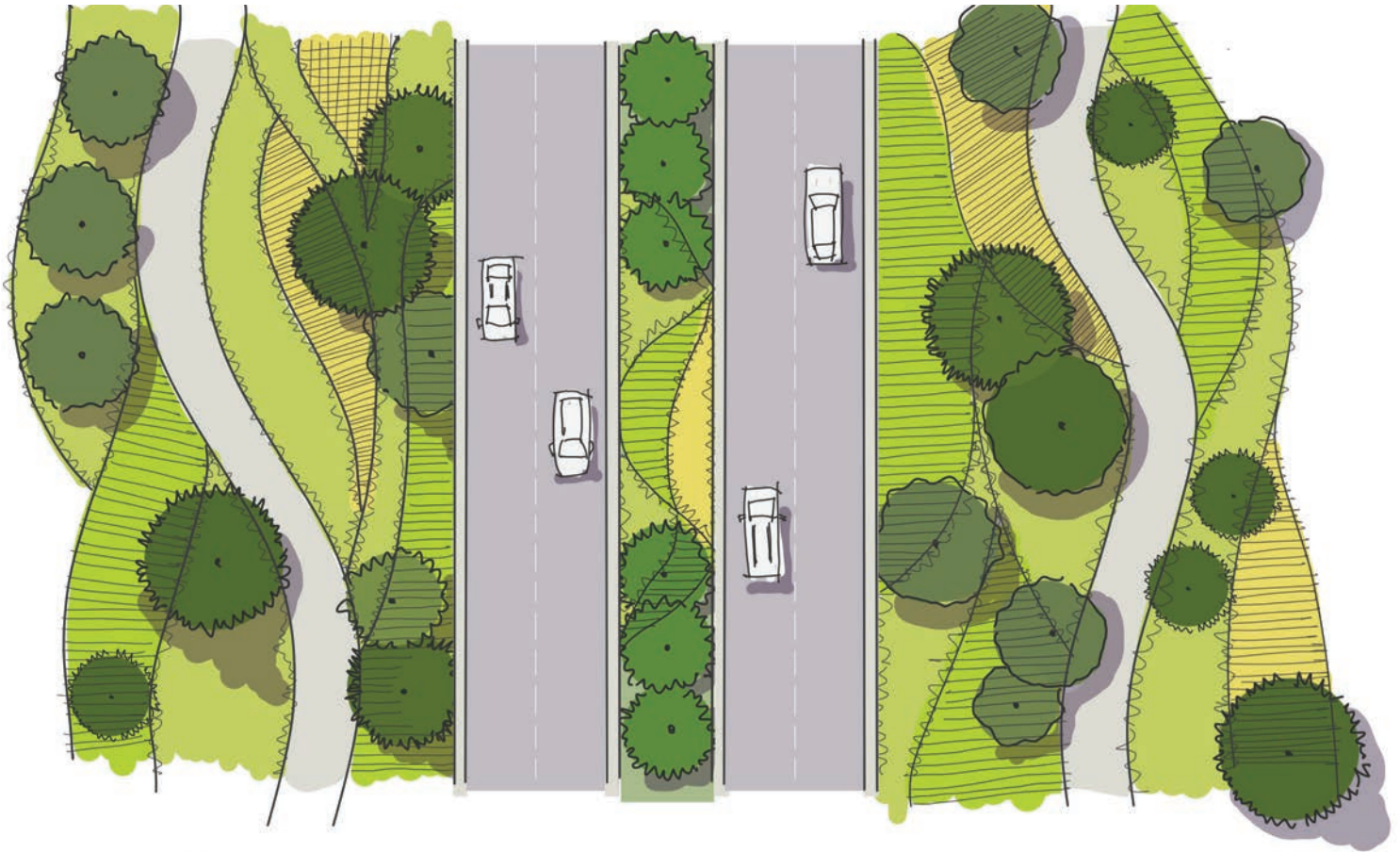
WINTERBERRY HOLLY

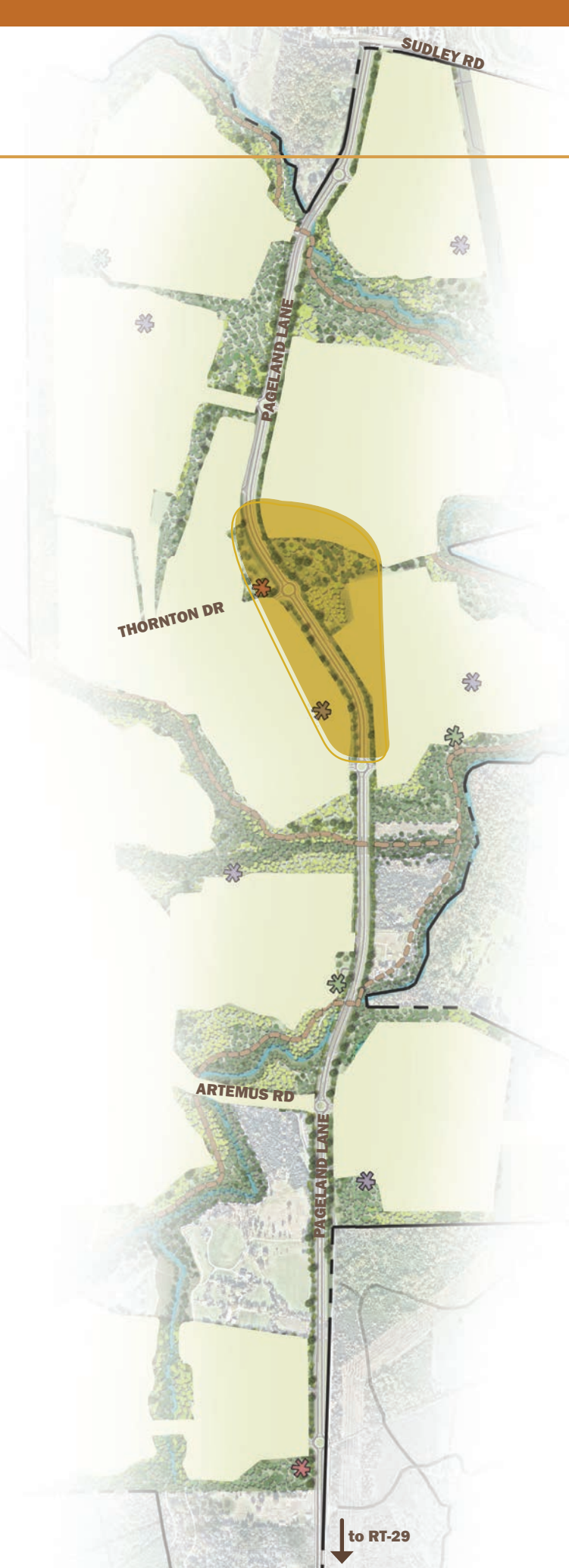


LANDSCAPE TYPOLOGIES

Native Grass and Wild Meadow

Located on previously cleared agricultural land where existing tree cover is limited.



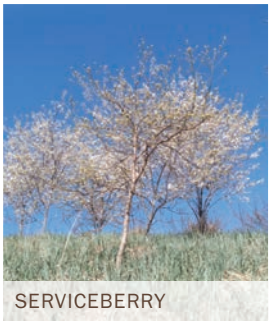


Native Grass Meadow Plant Palette

Trees



RED OAK



SERVICEBERRY



STAGHORN SUMAC

Shrubs



COMMON WITCHHAZEL



INKBERRY



WINTERBERRY HOLLY

Grasses + Perennials



FOX SEDGE



LITTLE BLUESTEM



INDIAN GRASS



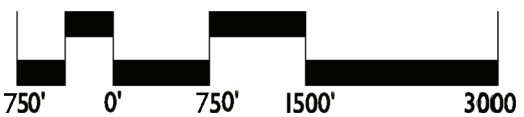
ASTER



GOLDENROD



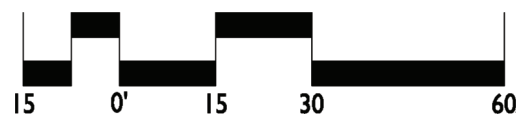
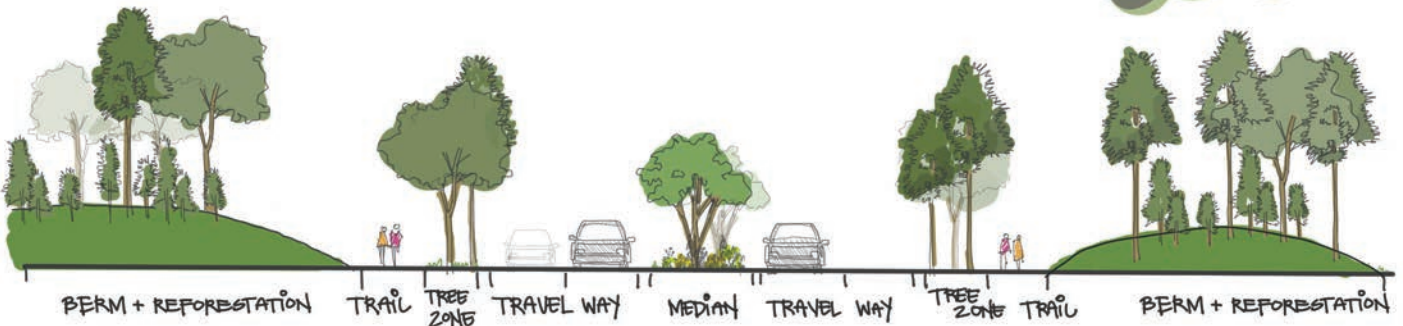
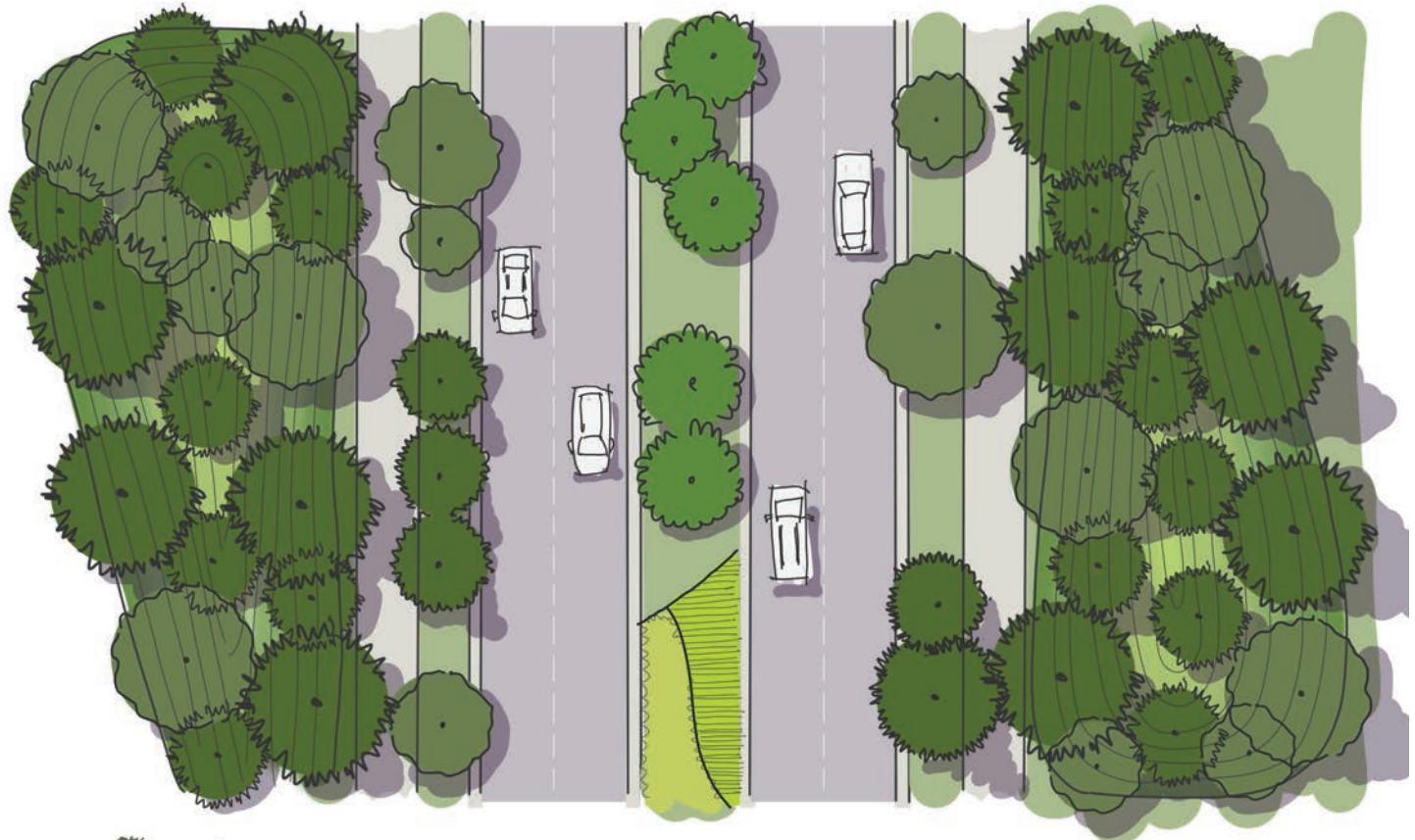
MILKWEED

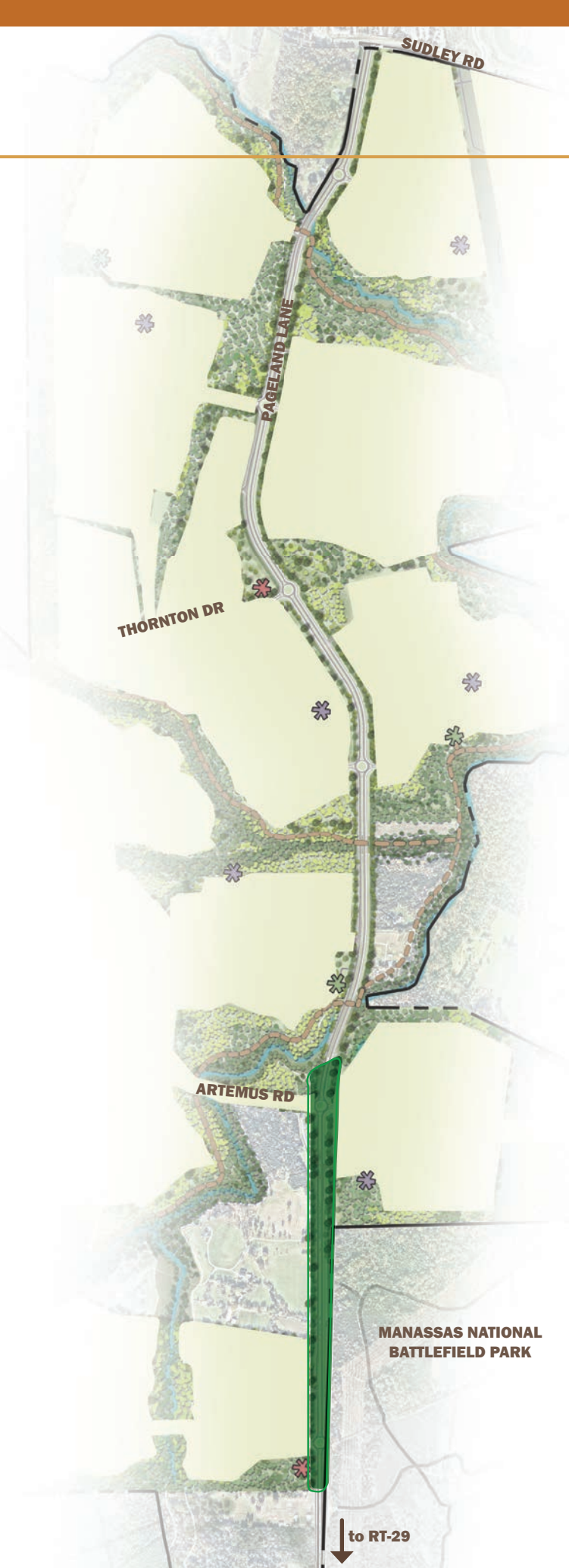


LANDSCAPE TYPOLOGIES

Pine Grove Berm

Located in areas where particular viewshed sensitivity exists and replicates existing planting typology along the Manassas National Battlefield Park property frontage.





Pine Grove Berm Plant Palette

Trees



EASTERN WHITE PINE



LOBLOLLY PINE



VIRGINIA PINE

Shrubs



FRAGRANT SUMAC



SWEET FERN



WILD HYDRANGEA

Grasses + Perennials



LADY FERN



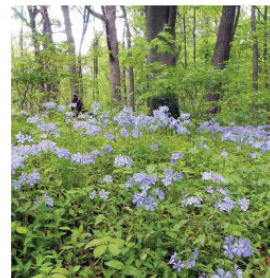
LITTLE BLUESTEM



MOUNTAIN MINT



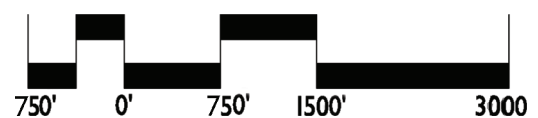
CHRISTMAS FERN



WOODLAND PHLOX



JACK-IN-THE-PULPIT



MULTIMODAL NETWORK

Coordinated transportation improvements

A network of multi-use trails, combined with major roadway infrastructure improvements, invites both locals and visitors to appreciate and experience this cultural landscape. Multiple crossings help promote wildlife movement through the corridor.





MULTI-USE TRAIL SYSTEM



MEANINGFUL SETBACKS



BUILDING ELEVATIONS

Architectural facades

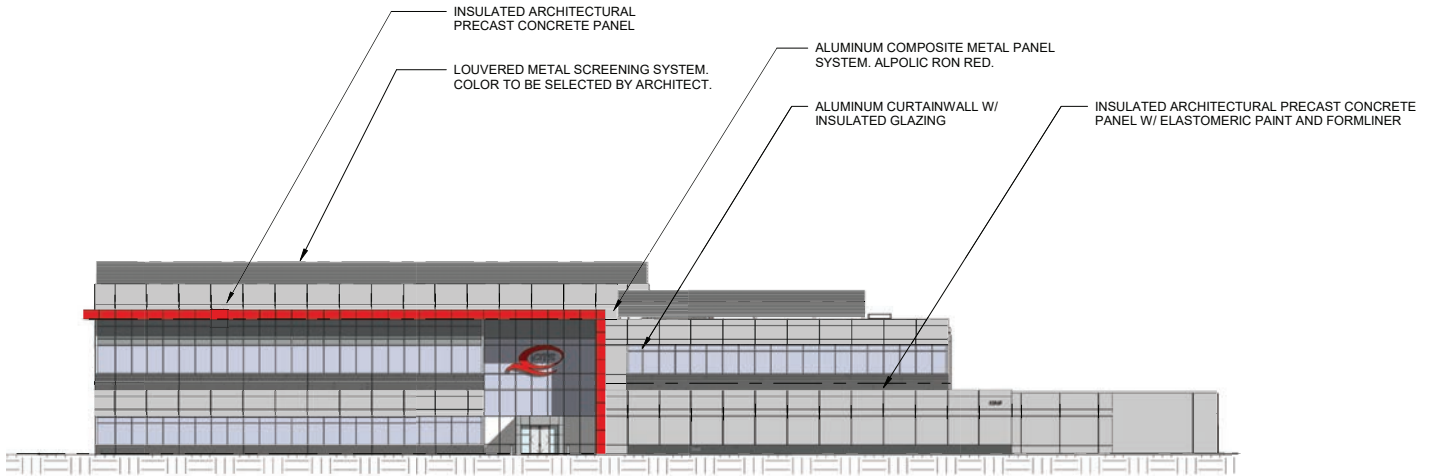
Building facades will provide visual interest through the use of appealing architectural treatments and variations in materials, patterns, and textures. Where visibility is prominent, building facades will utilize neutral tones and be non-reflective.



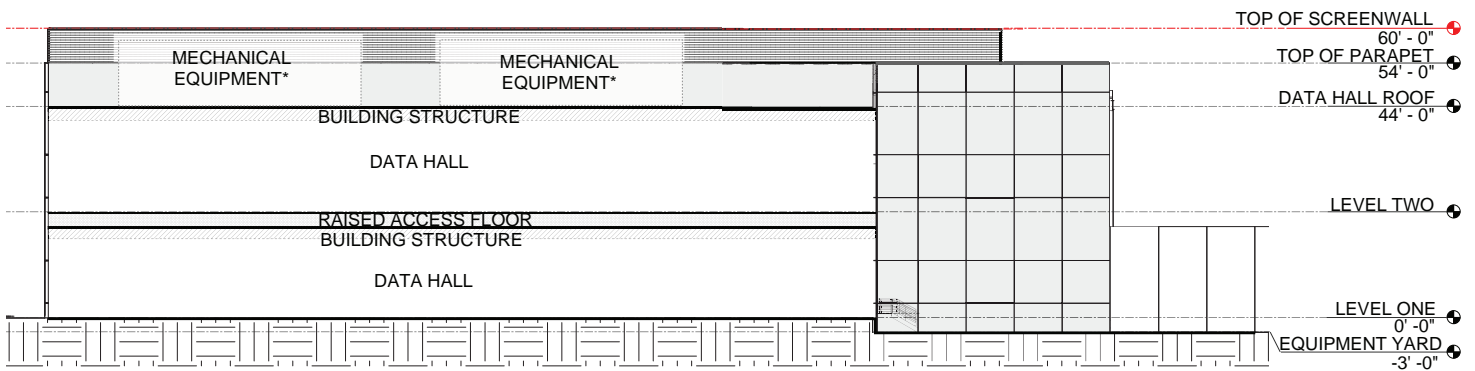
TYPICAL QTS BUILDING ELEVATIONS



TYPICAL QTS 2-STORY BUILDING ELEVATIONS



EXTERIOR ELEVATION - OFFICE - 01



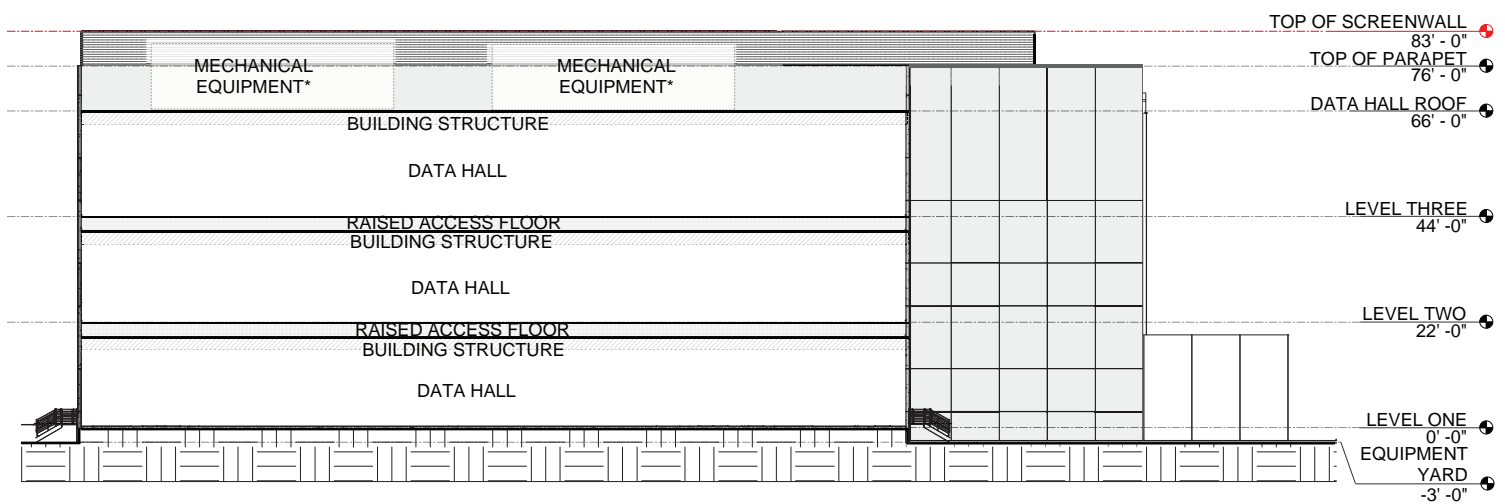
TYPICAL BUILDING SECTION

SCALE: NOT TO SCALE

TYPICAL QTS 3- STORY BUILDING ELEVATIONS



EXTERIOR ELEVATION - OFFICE - 01



TYPICAL BUILDING SECTION

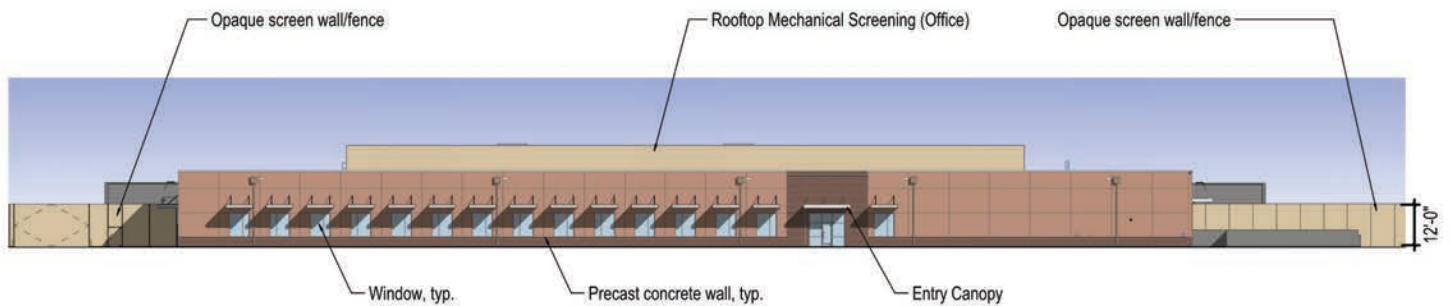
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TYPICAL COMPASS BUILDING ELEVATIONS

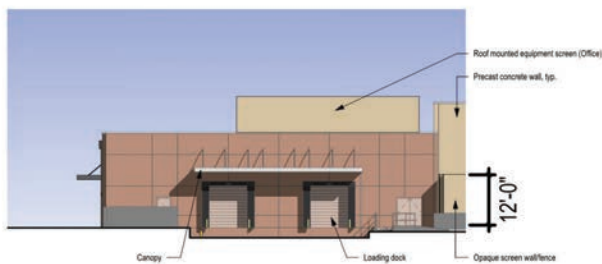




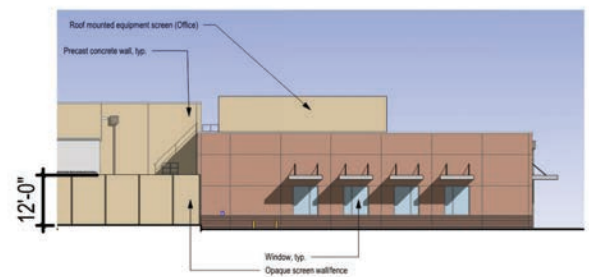
TYPICAL COMPASS 1-STORY BUILDING ELEVATIONS



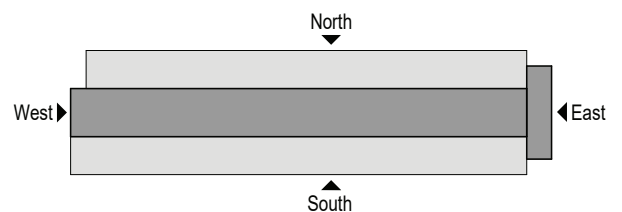
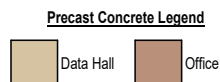
EAST ELEVATION



NORTH ELEVATION ENLARGED

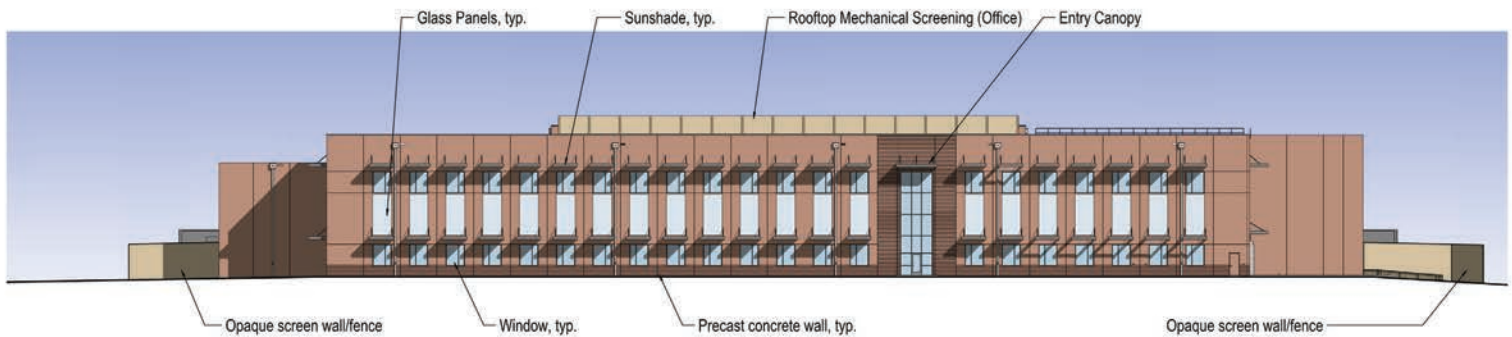


SOUTH ELEVATION ENLARGED



SCALE: NOT TO SCALE

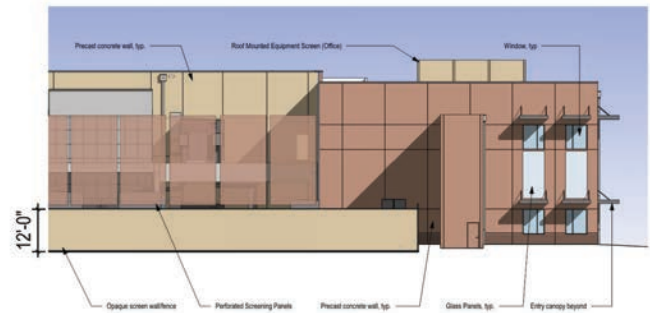
TYPICAL COMPASS 2- STORY BUILDING ELEVATIONS



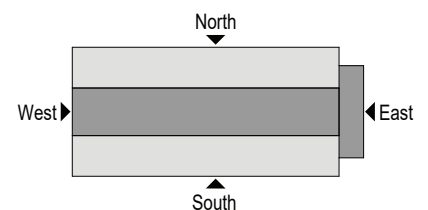
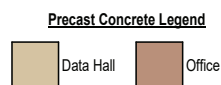
WEST ELEVATION



NORTH ELEVATION ENLARGED



SOUTH ELEVATION ENLARGED

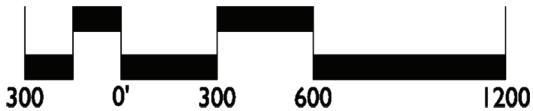


SCALE: NOT TO SCALE

TYPICAL LANDBAY QTS REALTY TRUST

-  NATURAL OPEN SPACE
(TREE PRESERVATION AREAS)
-  RESTORED OPEN SPACE
(REFORESTATION & BUFFER AREAS)
-  RIPARIAN PROTECTION
AREA
-  POTENTIAL STORMWATER
MANAGEMENT FACILITIES

SCALE: 1" = 600'

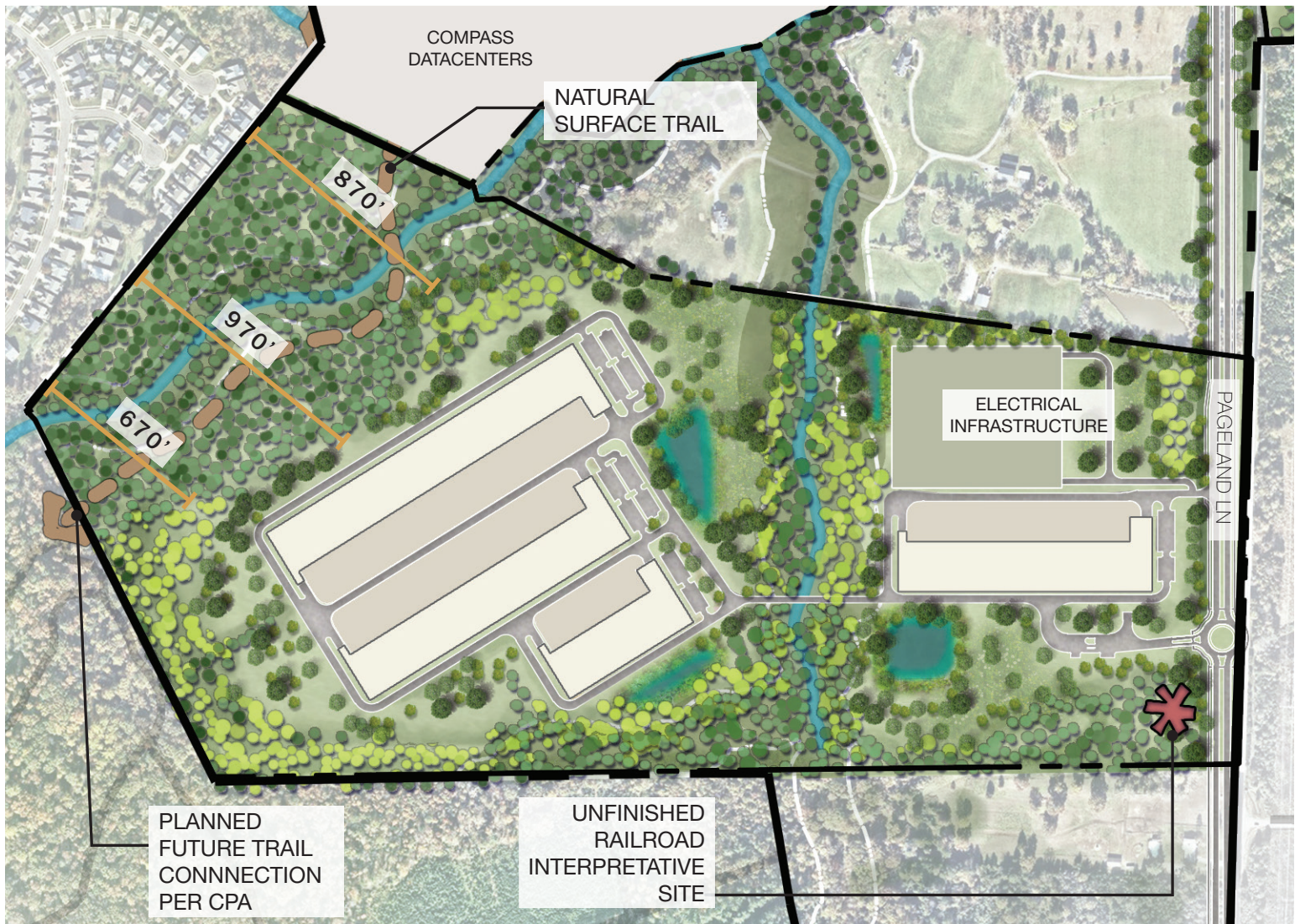


KEY MAP



LANDBAY A
SOUTH

LANDBAY B
SOUTH

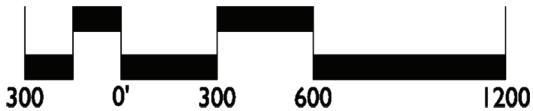


TYPICAL LANDBAY

QTS REALTY TRUST

-  NATURAL OPEN SPACE
(TREE PRESERVATION AREAS)
-  RESTORED OPEN SPACE
(REFORESTATION & BUFFER AREAS)
-  RIPARIAN PROTECTION
AREA
-  POTENTIAL STORMWATER
MANAGEMENT FACILITIES

SCALE: 1" = 600'

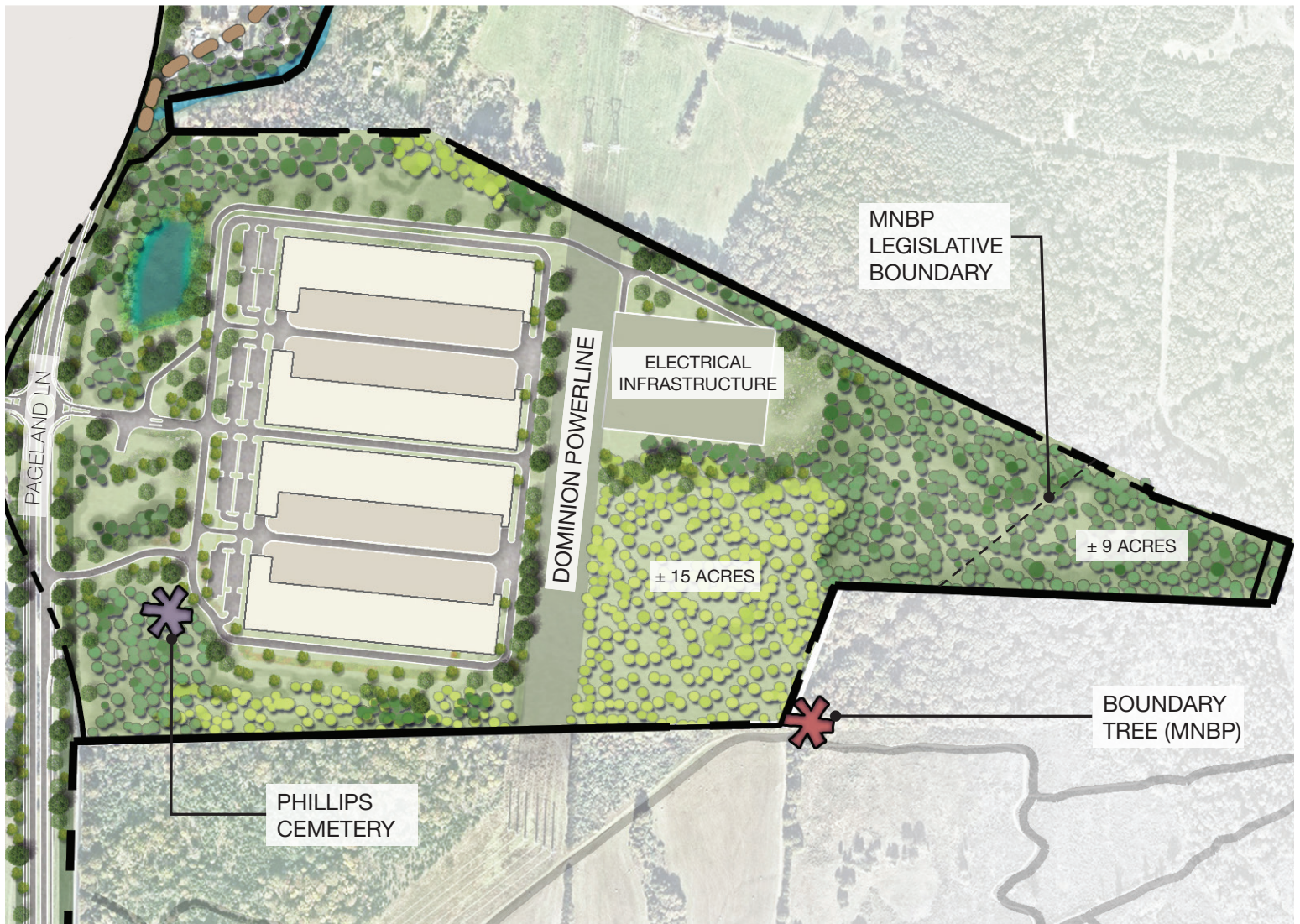


KEY MAP



LANDBAY C
SOUTH

LANDBAY D
SOUTH



TYPICAL LANDBAY QTS REALTY TRUST



NATURAL OPEN SPACE
(TREE PRESERVATION AREAS)



RESTORED OPEN SPACE
(REFORESTATION & BUFFER AREAS)

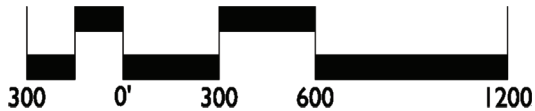


RIPARIAN PROTECTION
AREA

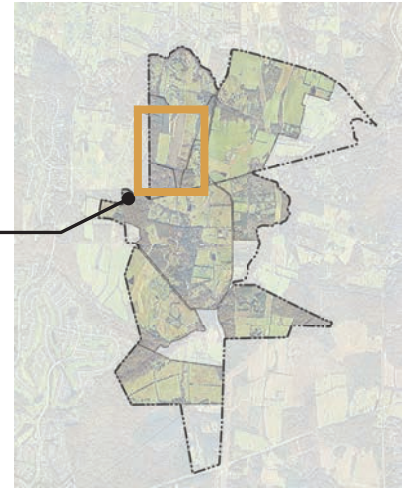


POTENTIAL STORMWATER
MANAGEMENT FACILITIES

SCALE: 1" = 600'



KEY MAP



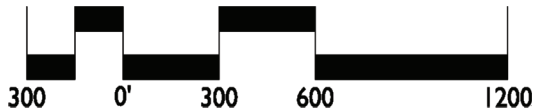
LANDBAY A
NORTH



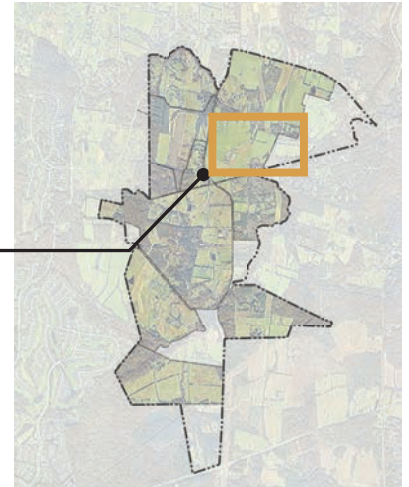
TYPICAL LANDBAY QTS REALTY TRUST

-  NATURAL OPEN SPACE
(TREE PRESERVATION AREAS)
-  RESTORED OPEN SPACE
(REFORESTATION & BUFFER AREAS)
-  RIPARIAN PROTECTION
AREA
-  POTENTIAL STORMWATER
MANAGEMENT FACILITIES

SCALE: 1" = 600'



KEY MAP



LANDBAY B
NORTH



NATURAL
SURFACE TRAIL

MARBLE HILL
CEMETERY

COMPASS
DATACENTERS

TYPICAL LANDBAY QTS REALTY TRUST



NATURAL OPEN SPACE
(TREE PRESERVATION AREAS)



RESTORED OPEN SPACE
(REFORESTATION & BUFFER AREAS)

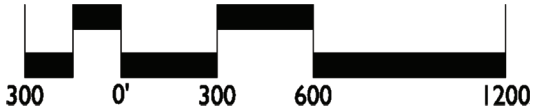


RIPARIAN PROTECTION
AREA

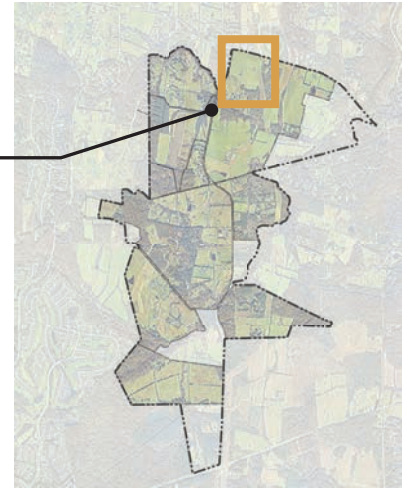


POTENTIAL STORMWATER
MANAGEMENT FACILITIES

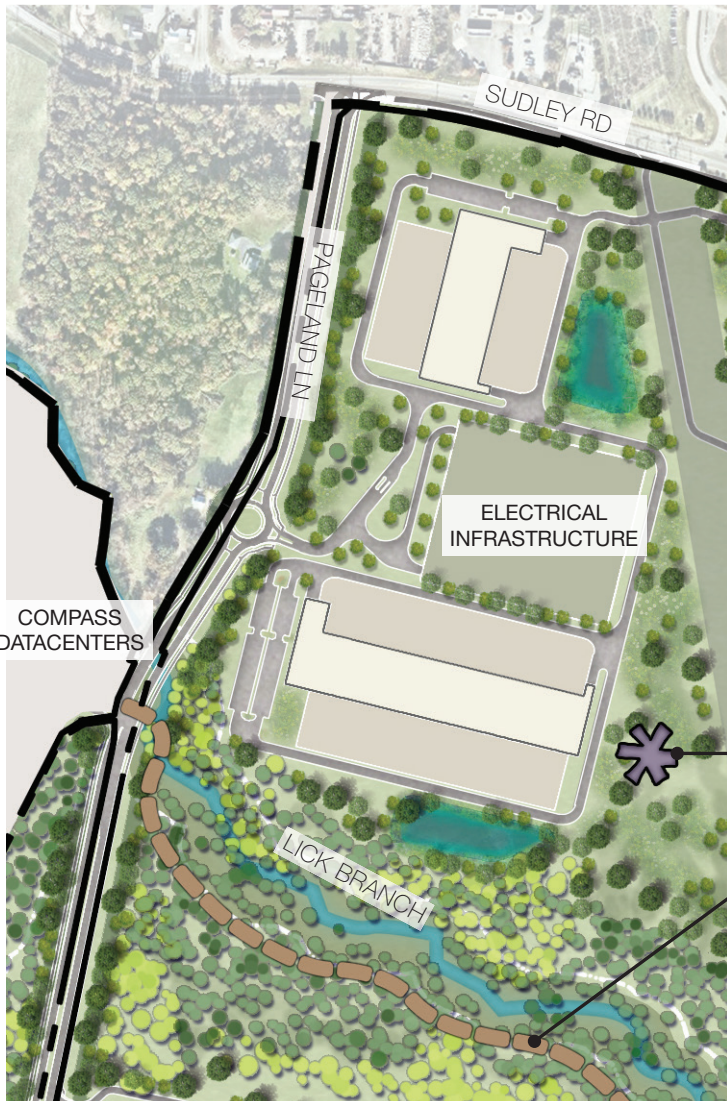
SCALE: 1" = 600'



KEY MAP



LANDBAY C
NORTH



DAVIS CEMETERY

NATURAL
SURFACE TRAIL

TYPICAL LANDBAY QTS REALTY TRUST



NATURAL OPEN SPACE
(TREE PRESERVATION AREAS)



RESTORED OPEN SPACE
(REFORESTATION & BUFFER AREAS)

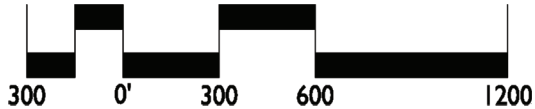


RIPARIAN PROTECTION
AREA



POTENTIAL STORMWATER
MANAGEMENT FACILITIES

SCALE: 1" = 600'



KEY MAP



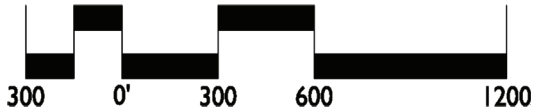
LANDBAY D
NORTH



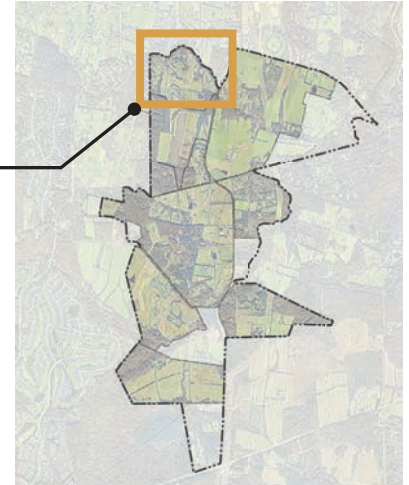
TYPICAL LANDBAY COMPASS DATACENTERS

-  NATURAL OPEN SPACE
(TREE PRESERVATION AREAS)
-  RESTORED OPEN SPACE
(REFORESTATION & BUFFER AREAS)
-  RIPARIAN PROTECTION
AREA
-  POTENTIAL STORMWATER
MANAGEMENT FACILITIES

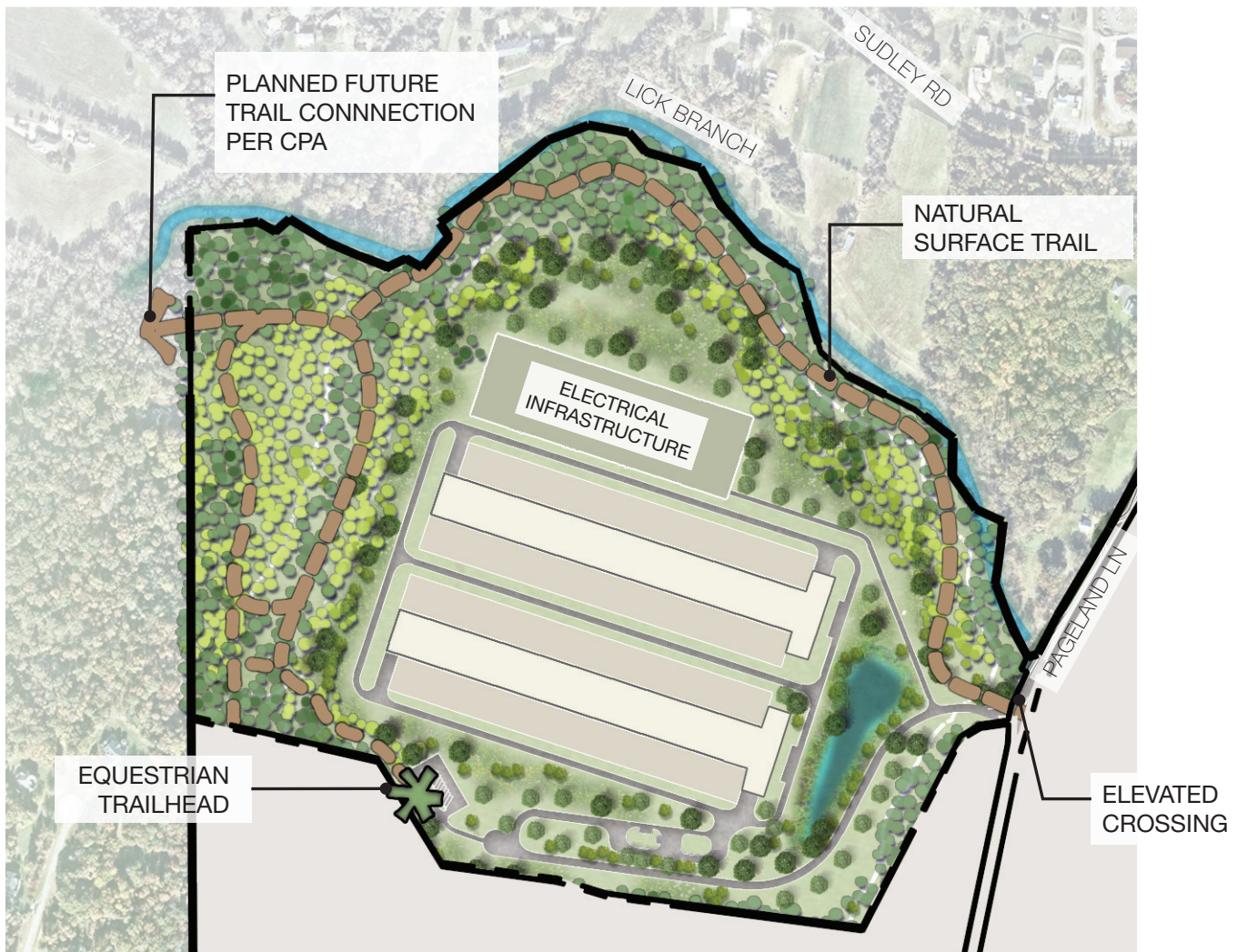
SCALE: 1" = 600'



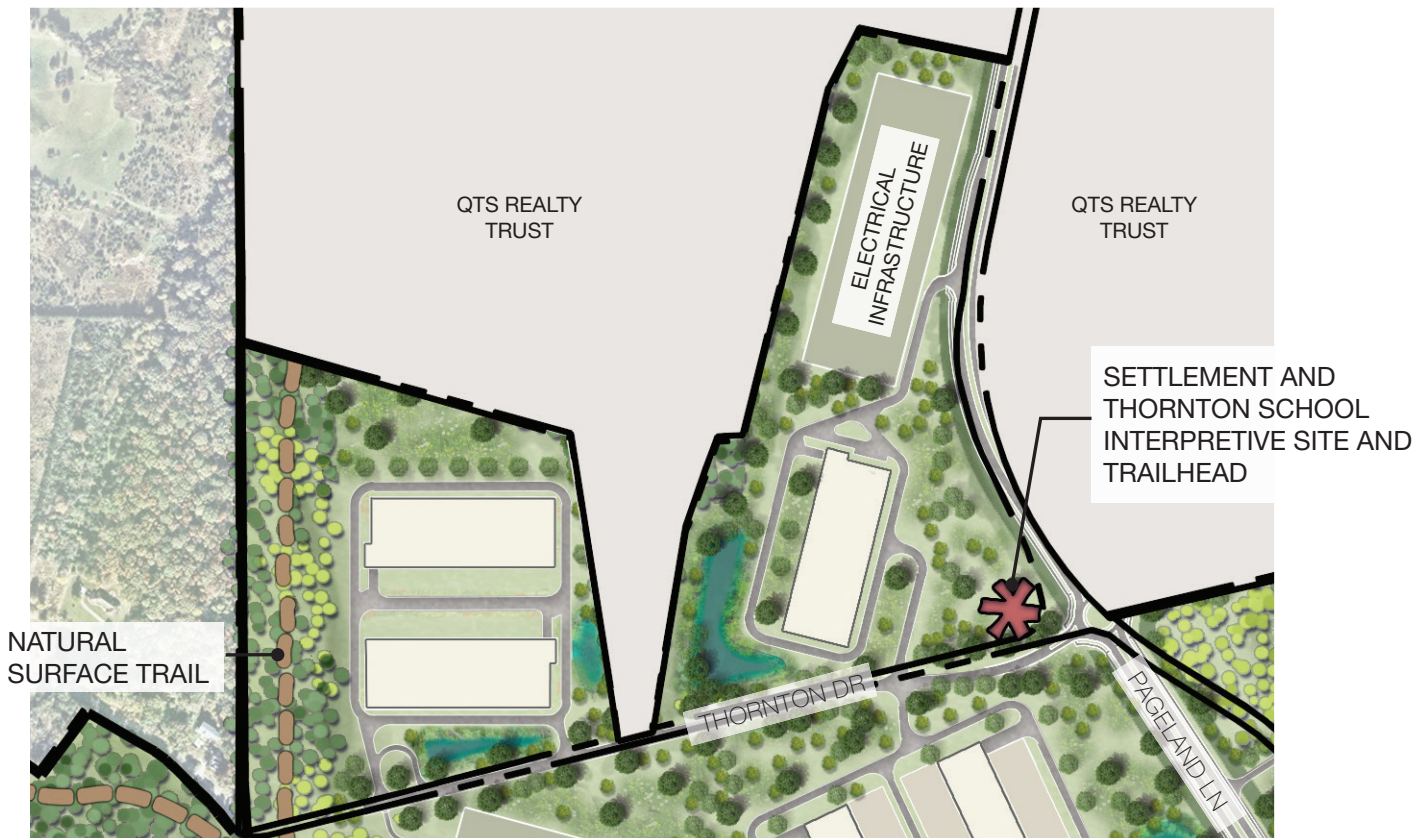
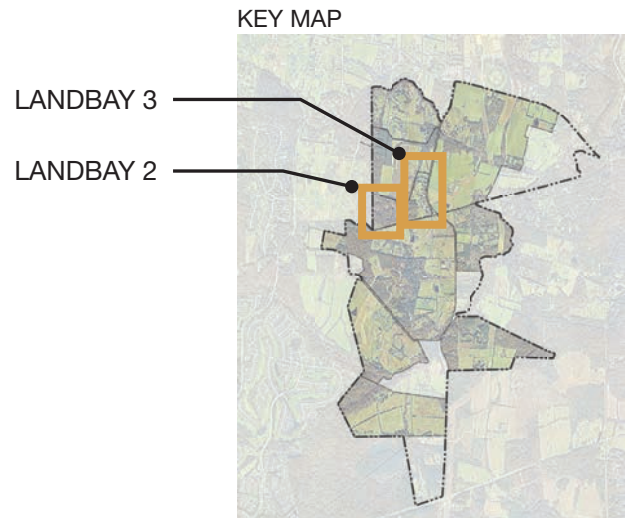
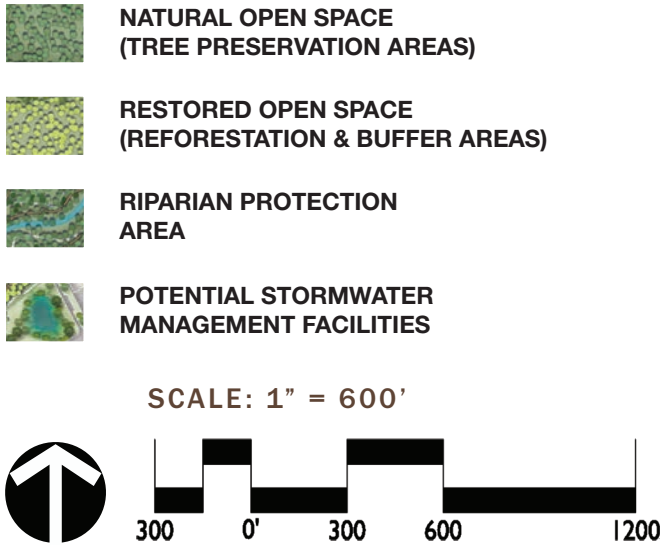
KEY MAP







LANDBAY 1



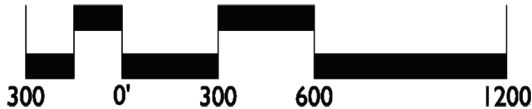
TYPICAL LANDBAY COMPASS DATACENTERS



TYPICAL LANDBAY COMPASS DATACENTERS

-  NATURAL OPEN SPACE
(TREE PRESERVATION AREAS)
-  RESTORED OPEN SPACE
(REFORESTATION & BUFFER AREAS)
-  RIPARIAN PROTECTION
AREA
-  POTENTIAL STORMWATER
MANAGEMENT FACILITIES

SCALE: 1" = 600'



KEY MAP



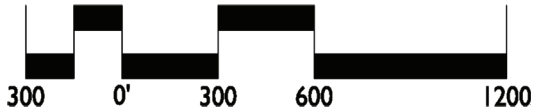
LANDBAY 4



TYPICAL LANDBAY COMPASS DATACENTERS

-  NATURAL OPEN SPACE
(TREE PRESERVATION AREAS)
-  RESTORED OPEN SPACE
(REFORESTATION & BUFFER AREAS)
-  RIPARIAN PROTECTION
AREA
-  POTENTIAL STORMWATER
MANAGEMENT FACILITIES

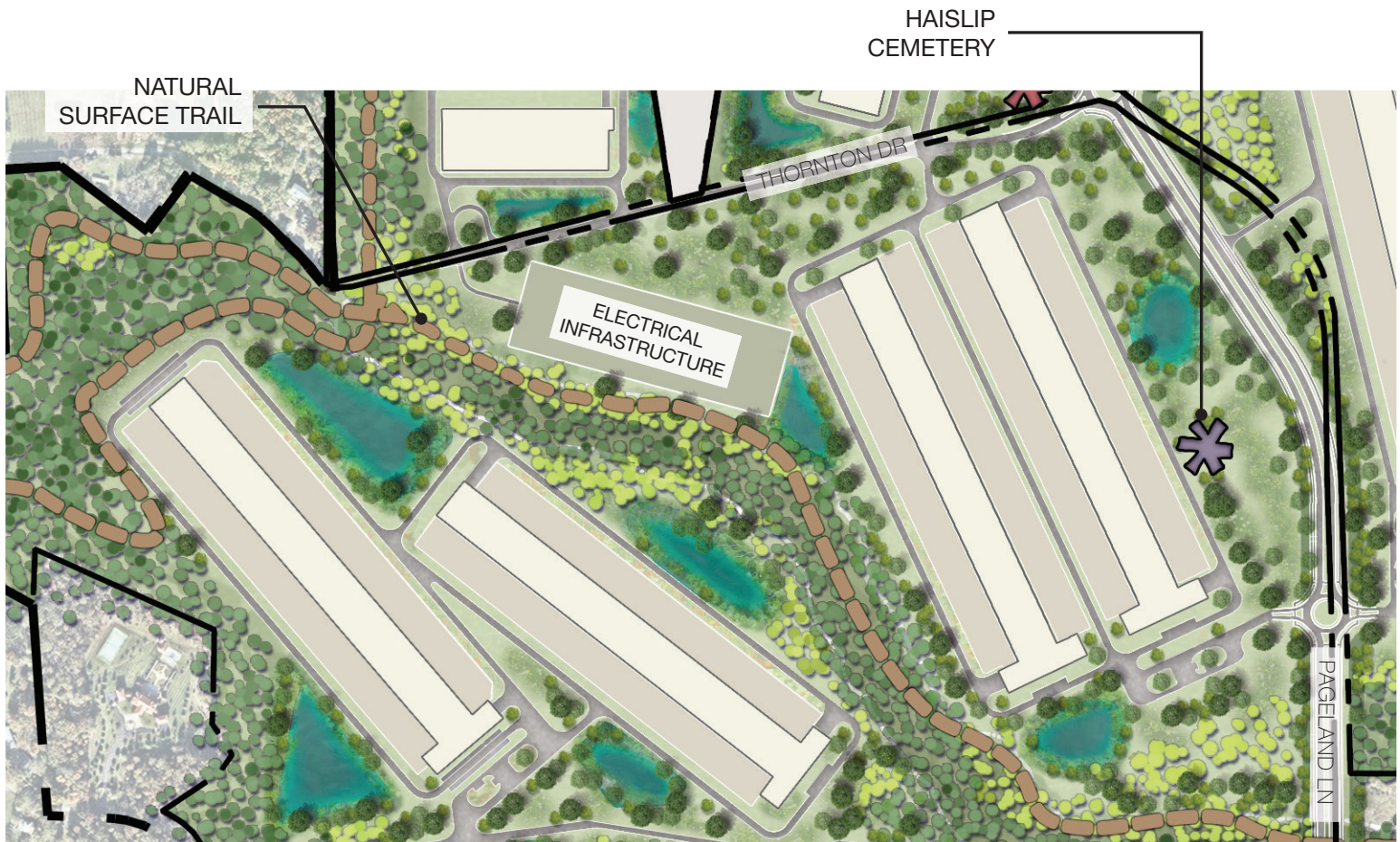
SCALE: 1" = 600'



KEY MAP



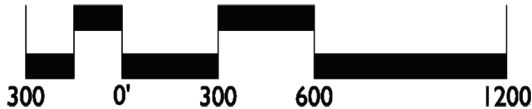
LANDBAY 5
NORTH



TYPICAL LANDBAY COMPASS DATACENTERS

-  NATURAL OPEN SPACE
(TREE PRESERVATION AREAS)
-  RESTORED OPEN SPACE
(REFORESTATION & BUFFER AREAS)
-  RIPARIAN PROTECTION
AREA
-  POTENTIAL STORMWATER
MANAGEMENT FACILITIES

SCALE: 1" = 600'

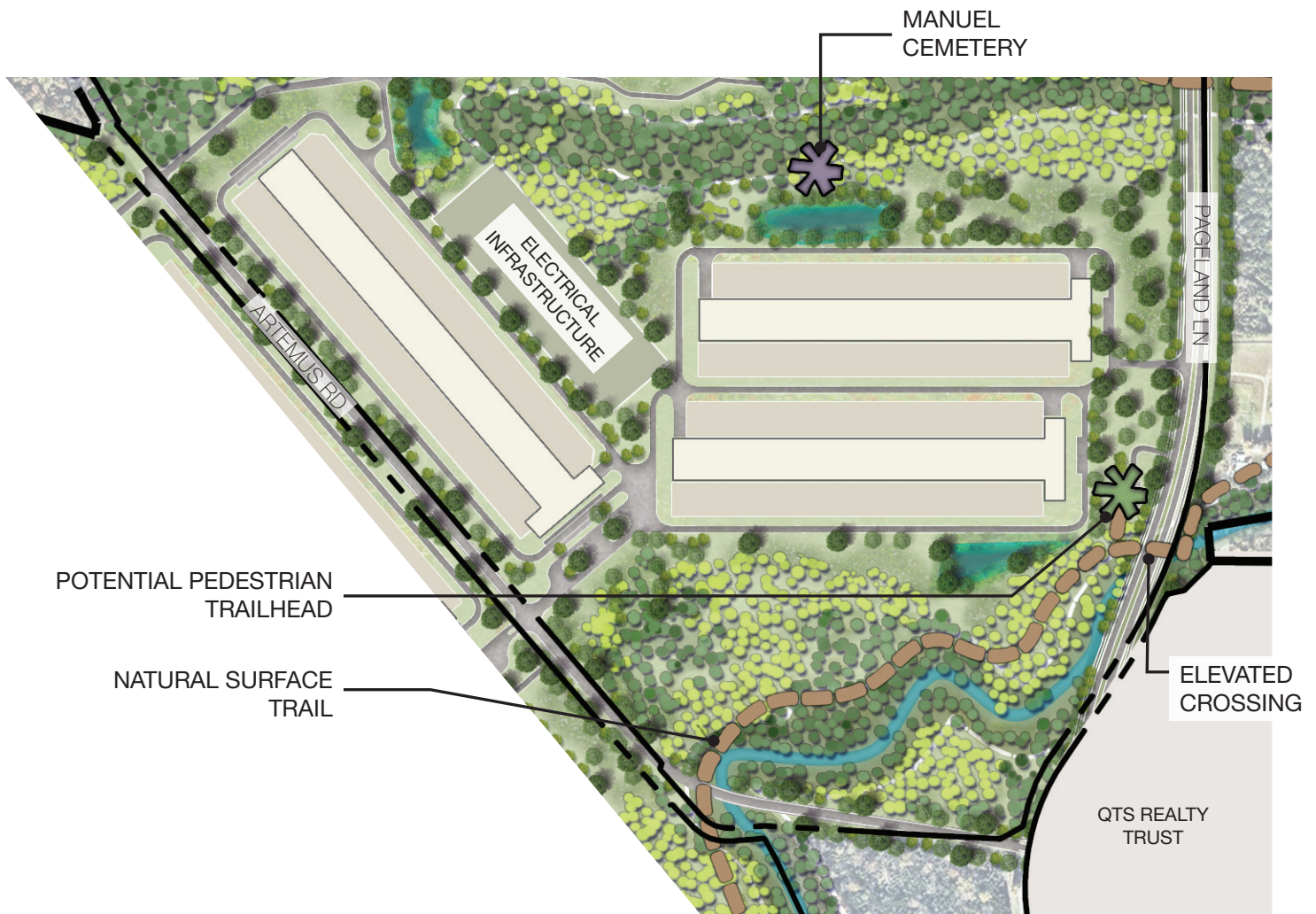


KEY MAP



LANDBAY 5
SOUTH

LANDBAY 7



TYPICAL LANDBAY COMPASS DATACENTERS



**NATURAL OPEN SPACE
(TREE PRESERVATION AREAS)**



**RESTORED OPEN SPACE
(REFORESTATION & BUFFER AREAS)**



**RIPARIAN PROTECTION
AREA**



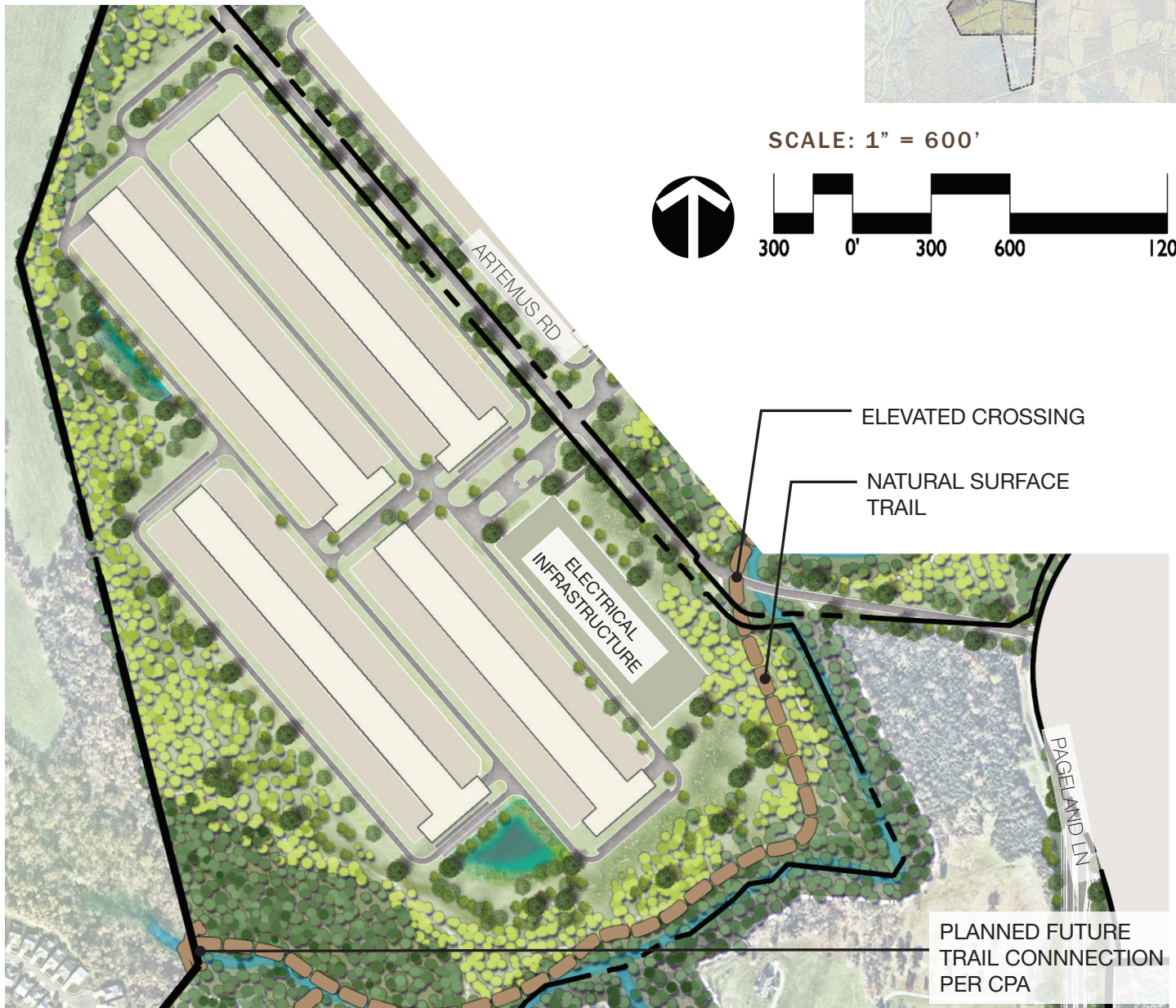
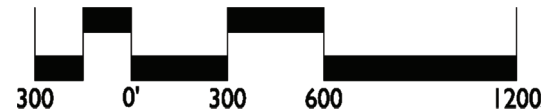
**POTENTIAL STORMWATER
MANAGEMENT FACILITIES**

KEY MAP

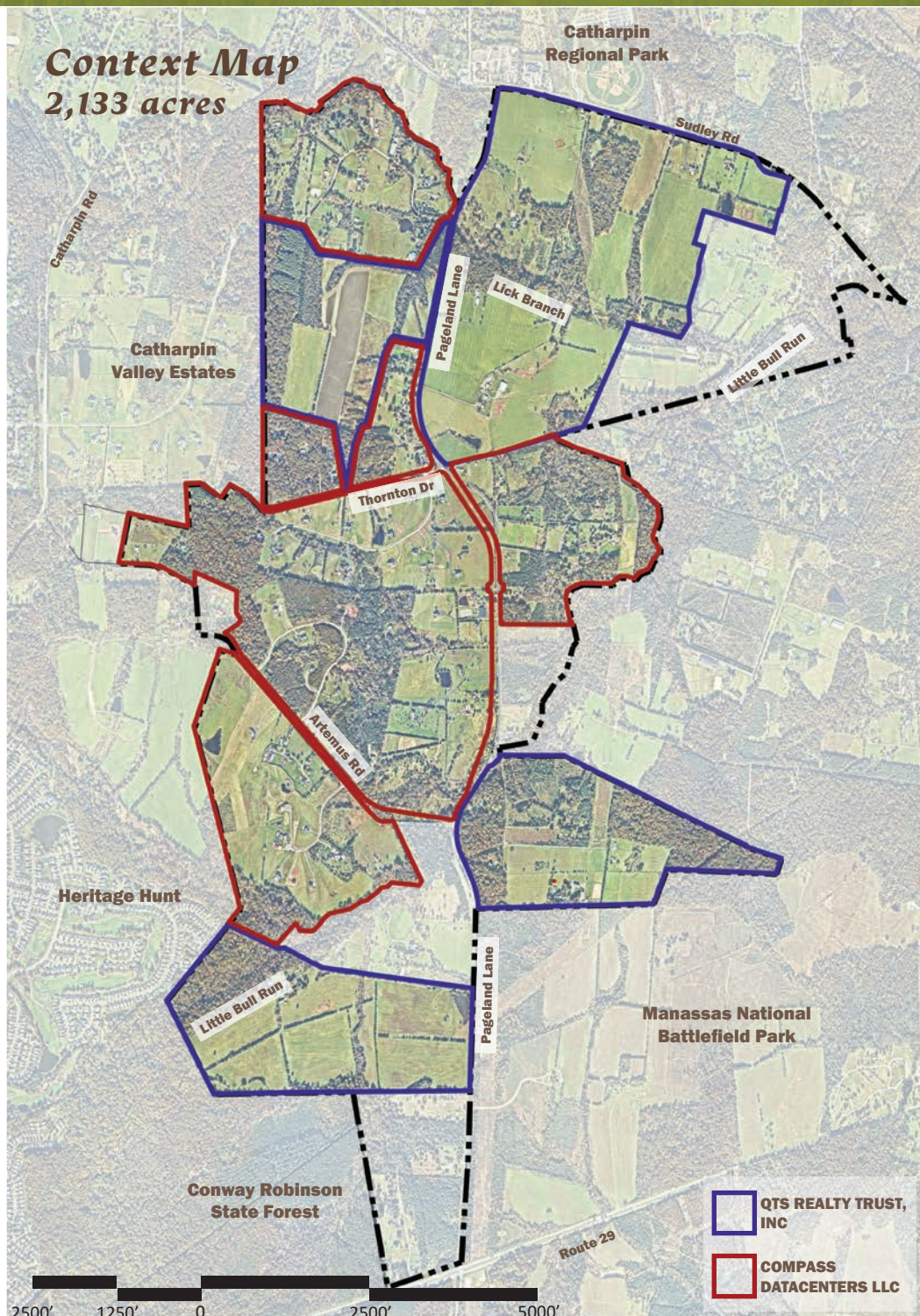


LANDBAY 6

SCALE: 1" = 600'

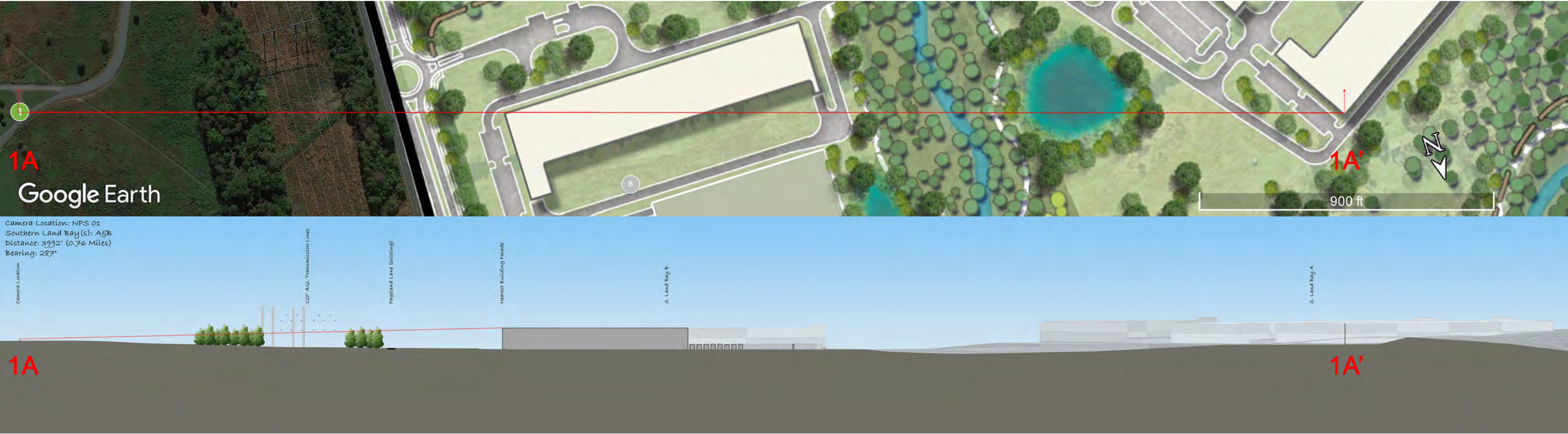


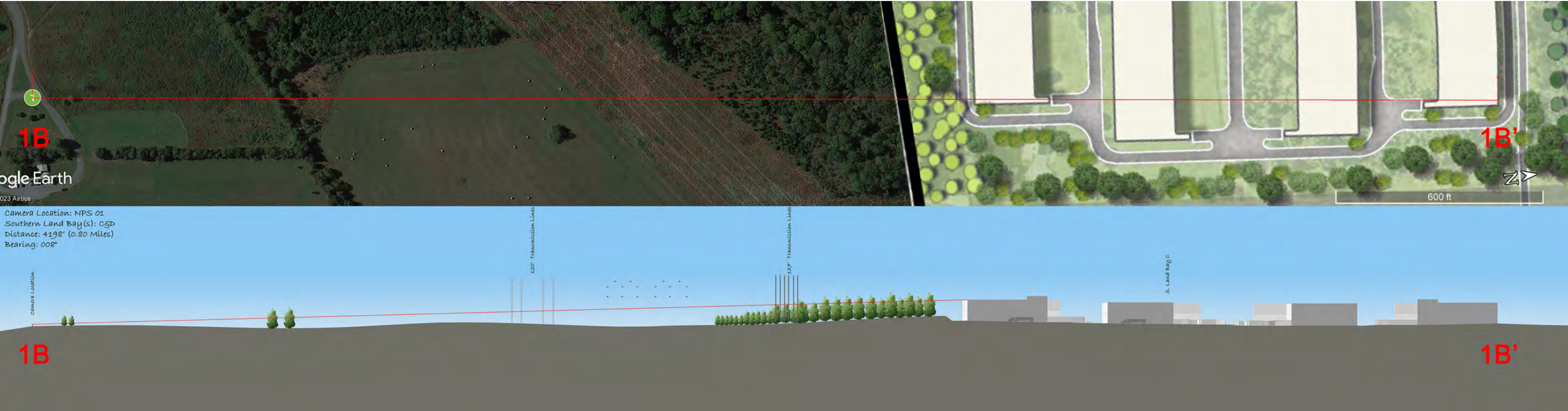
PRINCE WILLIAM DIGITAL GATEWAY



Viewshed Study:
General Massing and Rooflines
of
QTS Southern Landbays: A - D
Cross-Sections
as seen from:

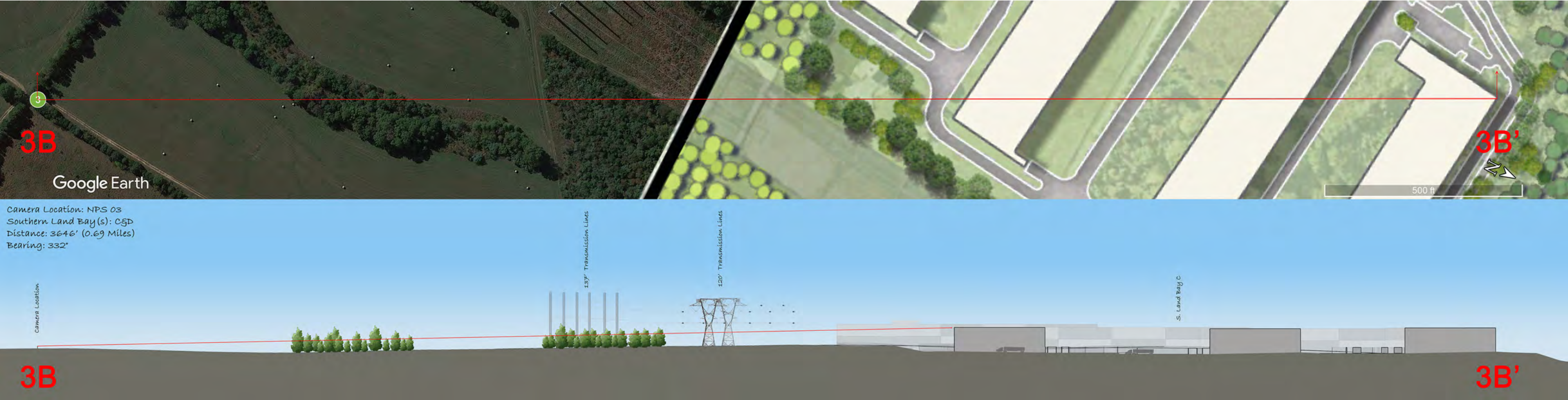
- **Manassas National Battlefield Park**

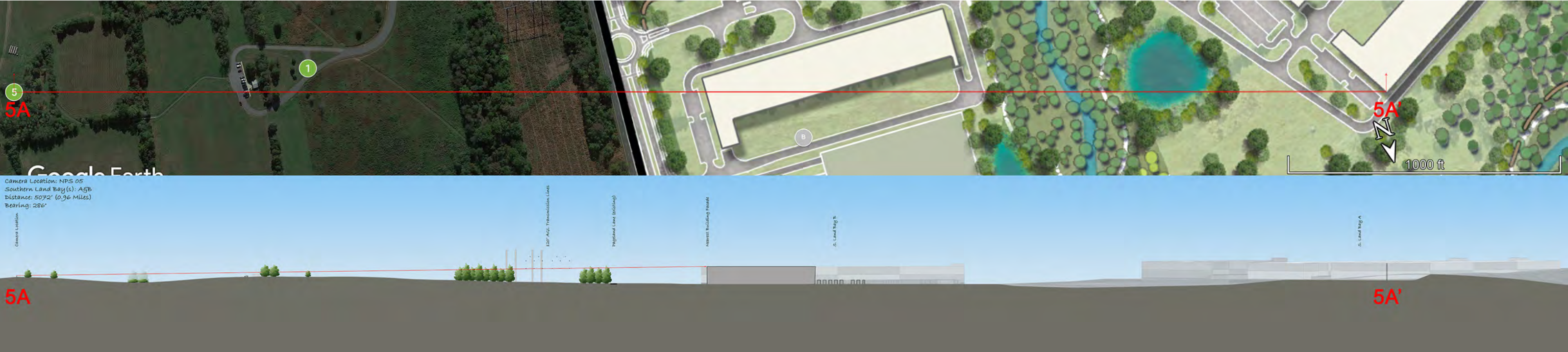


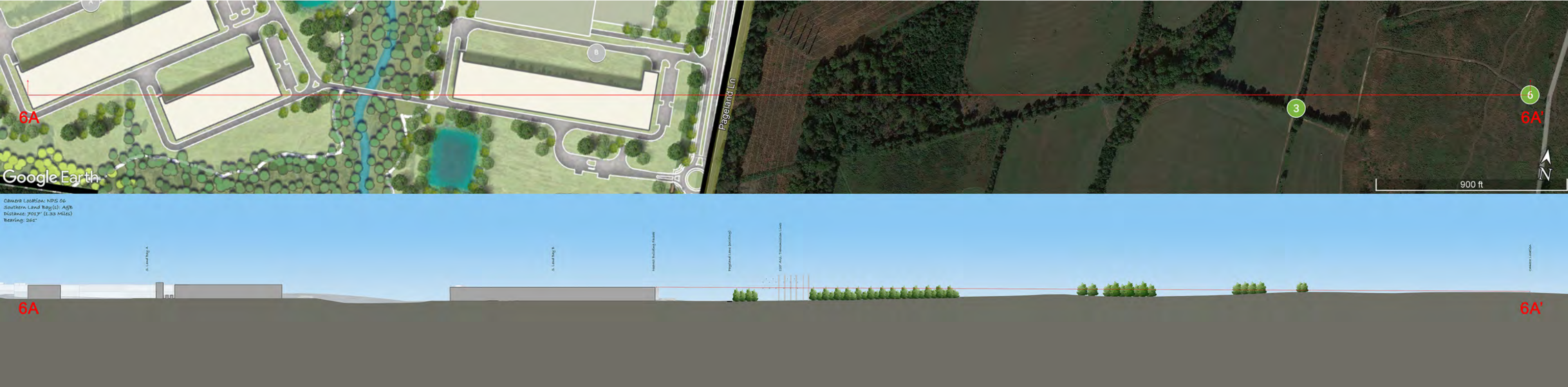


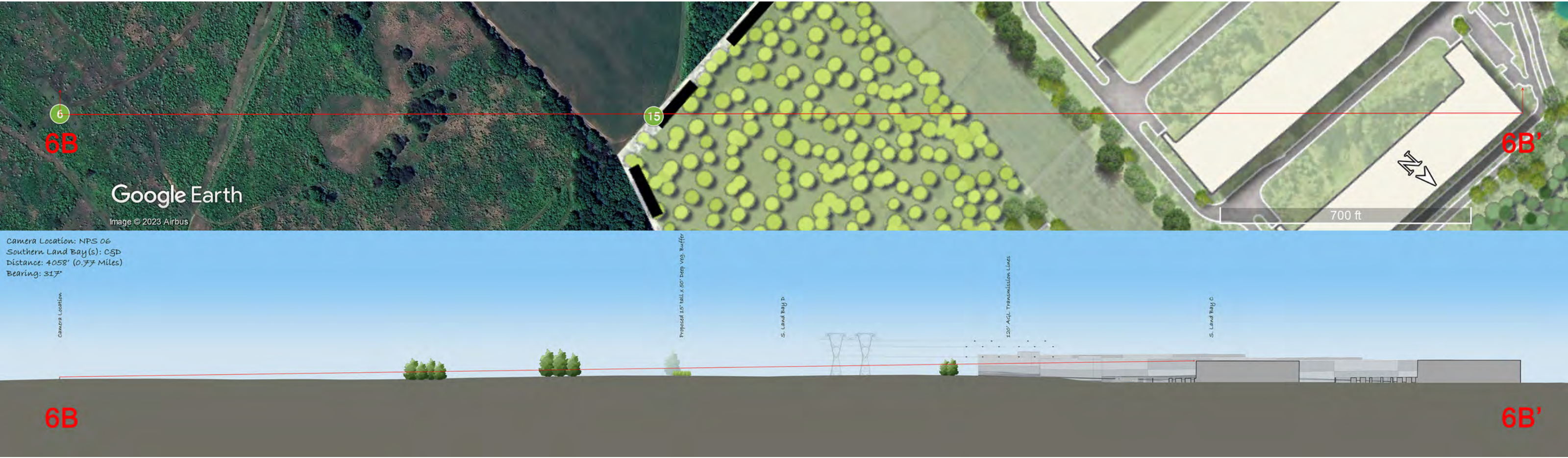


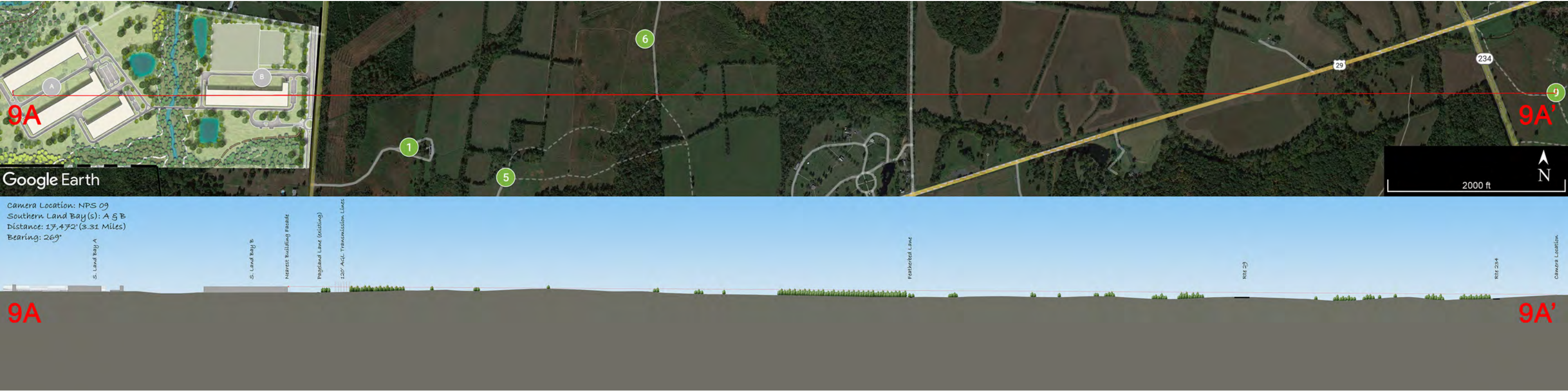
Camera Location: NPS 09 (Approx.)
Southern Land Bay (S): A5B
Distance: 5929' (1.12 Miles)
Bearing: 261°



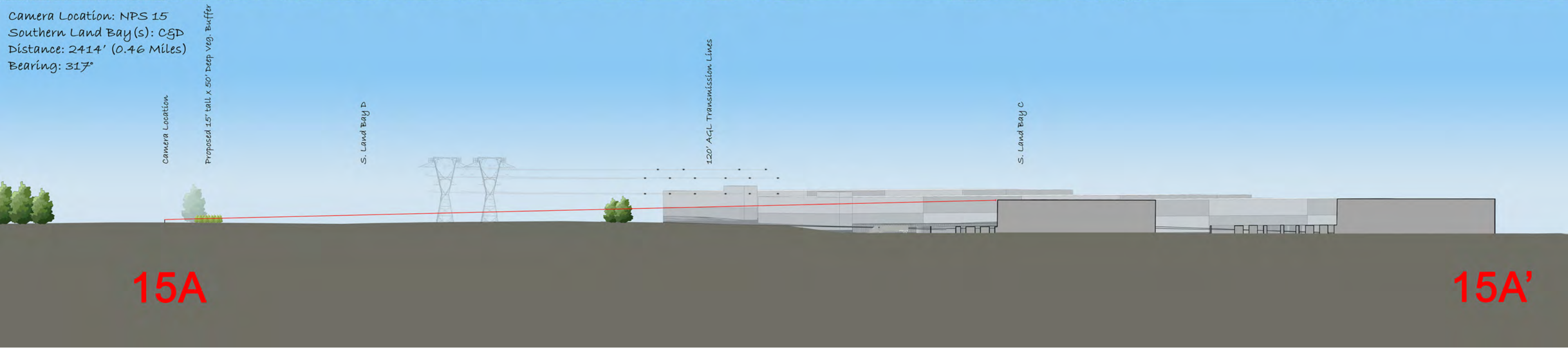












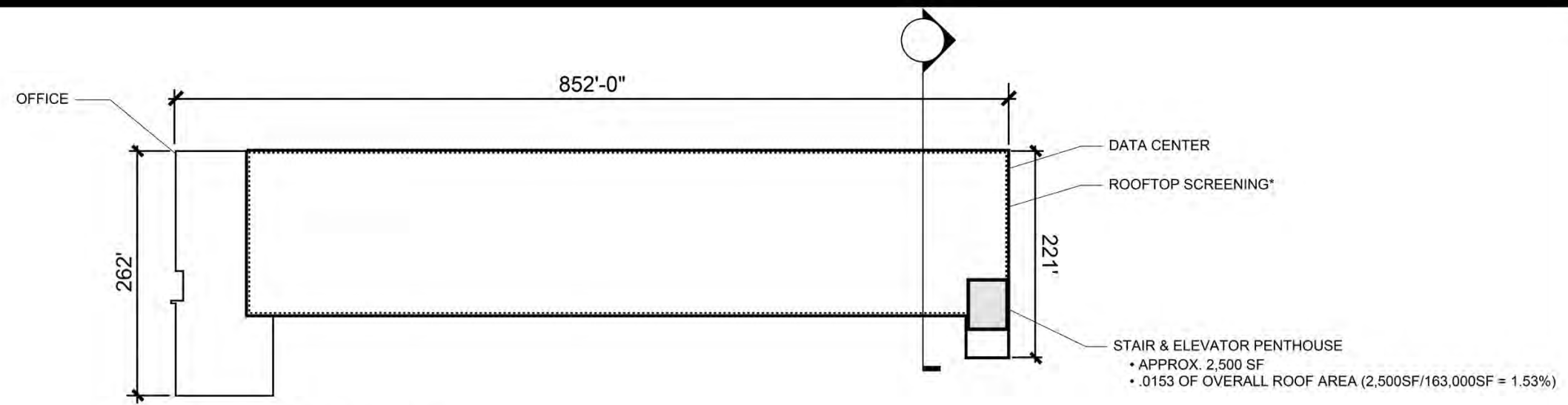
Viewshed Study: General Massing and Rooflines of QTS Southern Landbays: A - D

as seen from:

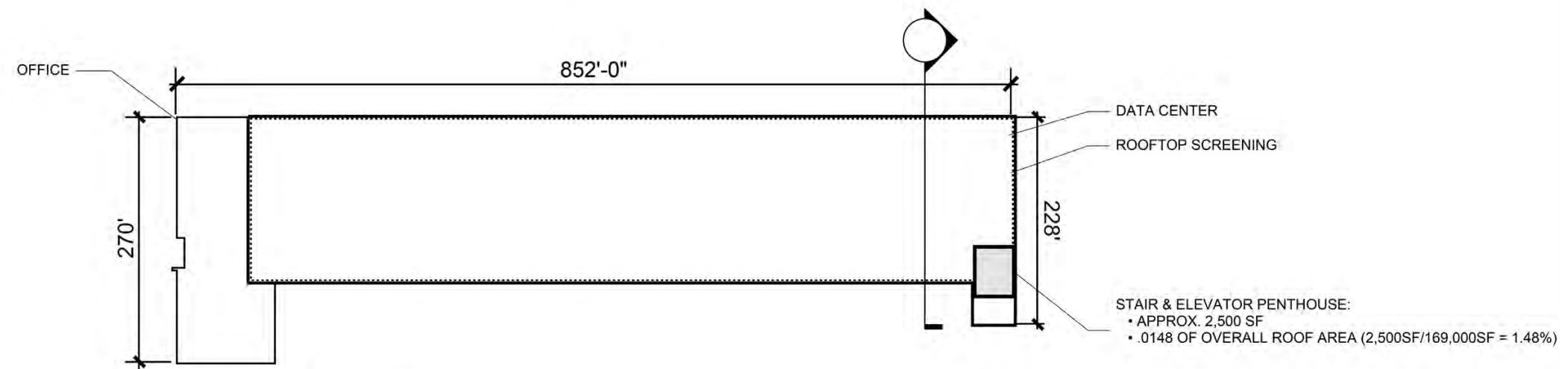
- Manassas National Battlefield Park

NOTES ABOUT VIEWSHED ANALYSIS

- 1) The viewshed analysis conducted by Digital Design & Imaging Solutions (DDIS) reflects the depth of proposed earth cuts and fills (per IMEG surveyors) in the mast, balloon, and drone mockups from base floor/slab elevations.
- 2) The viewshed study depicts building heights inclusive of proposed finished floor elevations to very specific Above Mean Sea Level heights ("AMSL").
- 3) The viewshed studies include substation areas at a maximum of 75 feet in height, as set forth in the Proffer Statement.
- 4) For North Land Bays A, B, C and D, the roofline and parapet/screen walls (that screen rooftop mechanical equipment) do not exceed a maximum height of 83 feet and do not exceed the proffered AMSL elevation in each Land Bay, as set forth in the Proffer Statement.
- 5) For South Land Bays A, B, C and D, the roofline and parapet/screen walls (that screen rooftop mechanical equipment) do not exceed a maximum height of 60 feet and do not exceed the proffered AMSL elevation in each Land Bay, as set forth in the Proffer Statement.
- 6) The viewshed studies account for the elevator penthouses (one per building) that are a maximum of 10 feet in height above the parapet/screen walls. The elevator penthouse accounts for no more than 2 percent of the total square footage of each building roof area, as set forth in the Proffer Statement and depicted in the rooftop plan view.



2 STORY ROOFTOP PLAN VIEW
 • OVERALL ROOF AREA: 163,000 SF



3 STORY ROOFTOP PLAN VIEW
 • OVERALL ROOF AREA: 169,000 SF

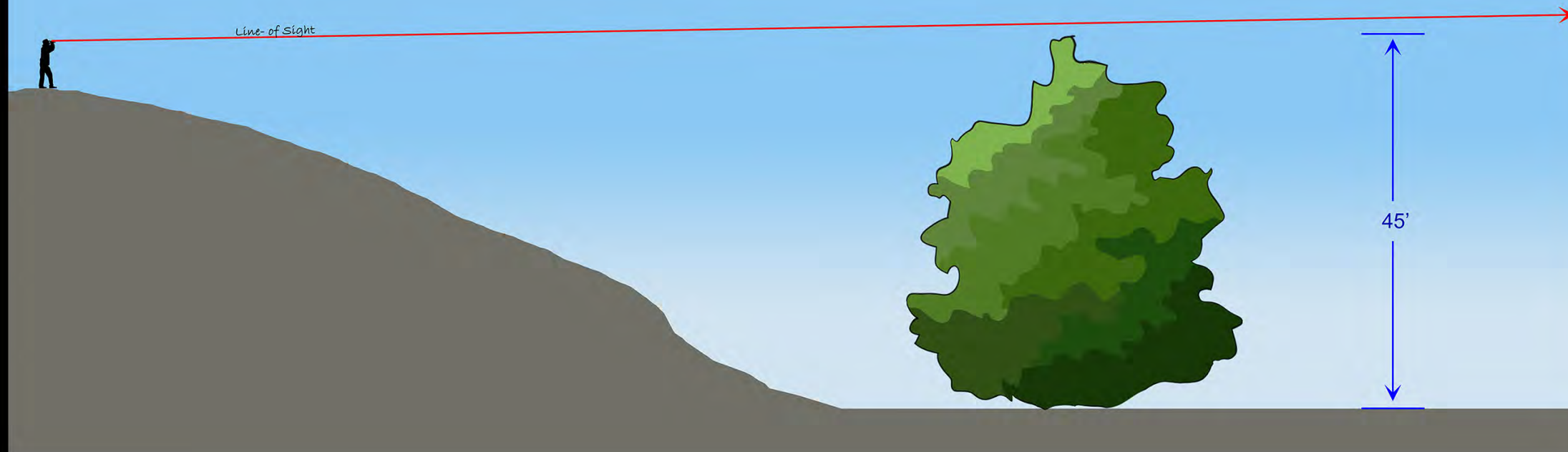


QTS - BUILDING SECTION

ROOFTOP PLAN VIEW

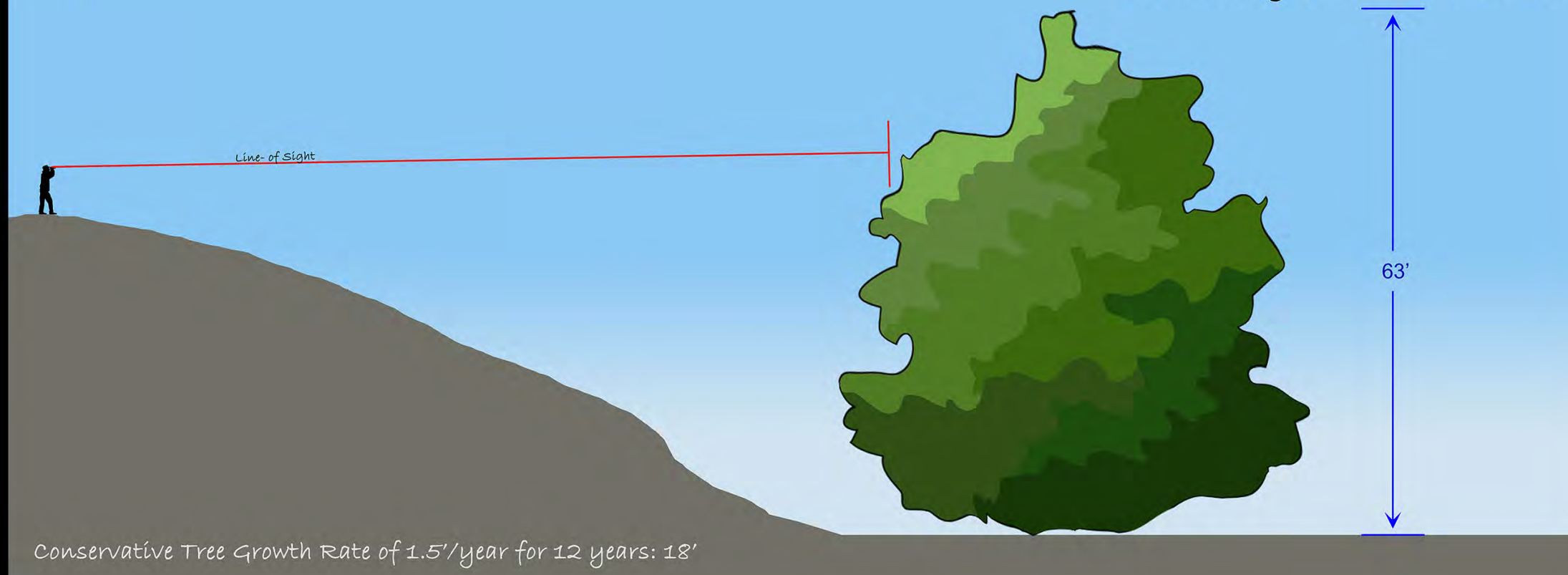
CPA -- Based on 2011 LiDAR

Tree Height: 45' in 2011



2023

Tree Height: 63' in 2023



Conservative Tree Growth Rate of 1.5'/year for 12 years: 18'

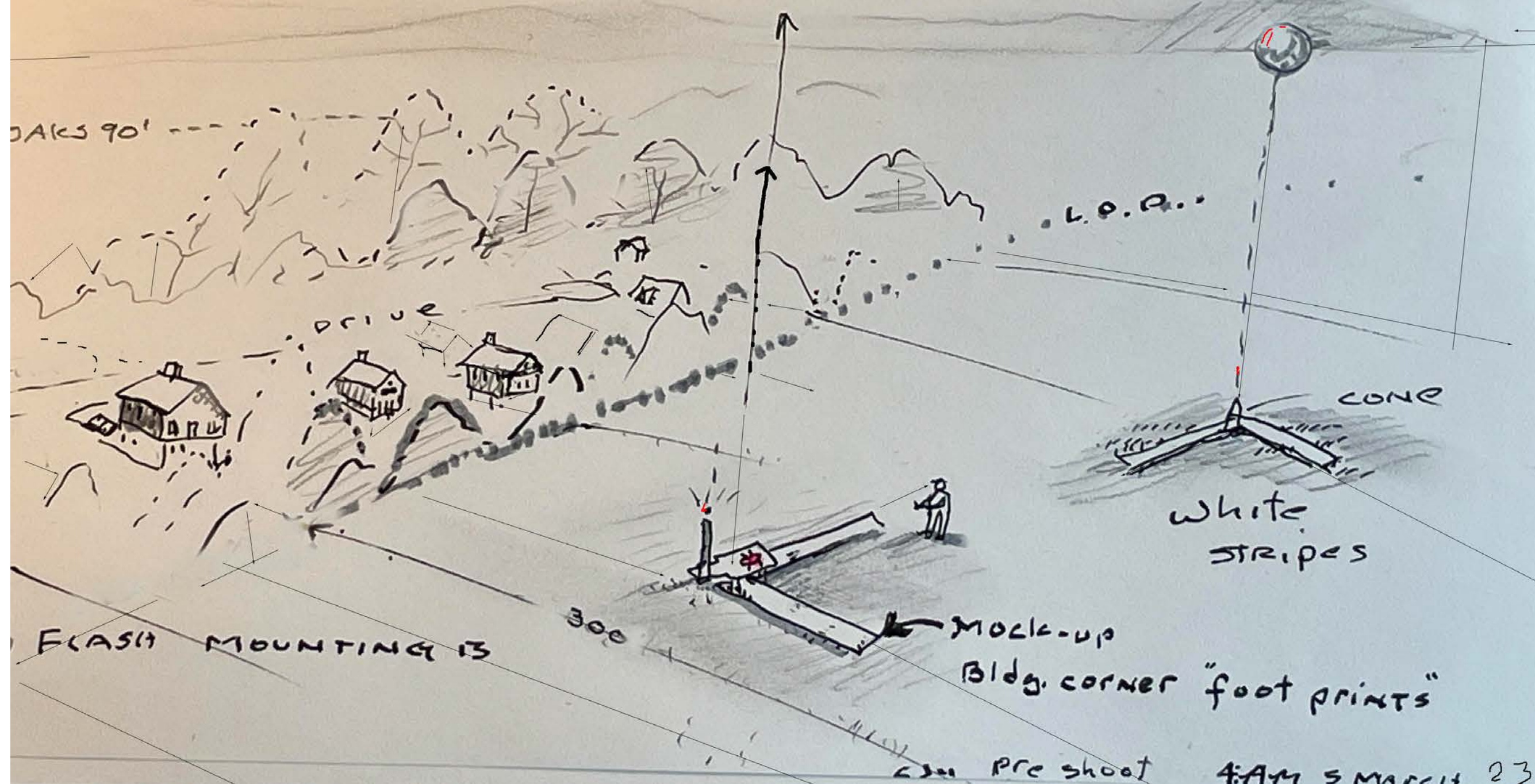
Methodologies

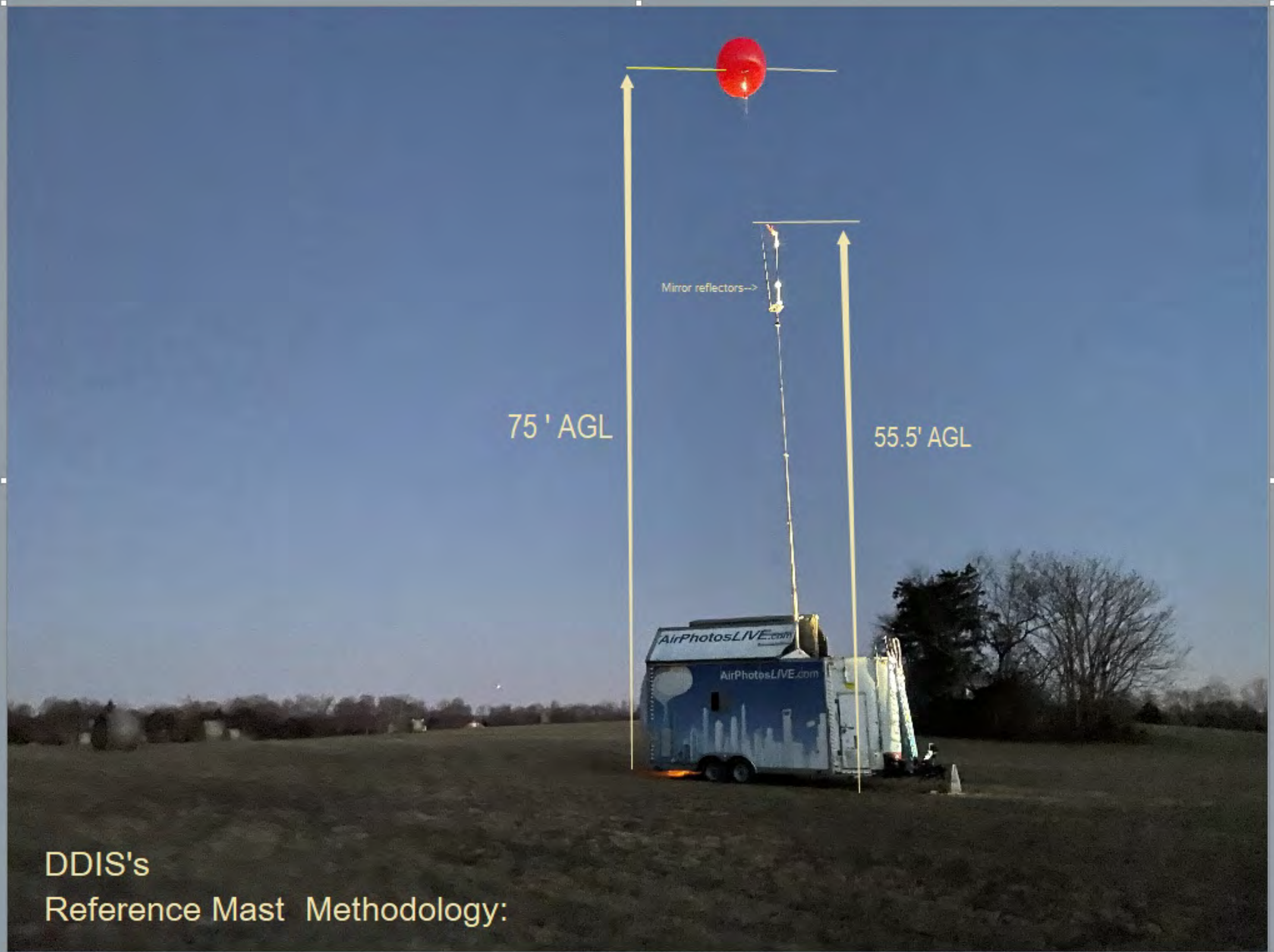
to indicate a proposed building's
general massing
&
roof-line height

Buffers

Drone Tests

Balloon Tests





DDIS's
Reference Mast Methodology:

National Park Service

Manassas National Battlefield Park

Digital Design & Imaging Service, Inc.

**NPS Manassas National Battlefield
Park Photo Location Map**

- Legend**
- 15 NPS Approved Vantage Points
 - Southern Land Bays A-D



National Park Service Photo Locations: (Provided by Justin Patton, PWC)

- 1 Bus Drop off Near Brawner Farm Parking Lot
- 2 Artillery Position
- 3 Between Artillery and Artillery North
- 4 Artillery North 2
- 5 Brawner Farm Historic House
- 6 Artillery Schumaker Battery
- 7 Brawner Tree
- 8 Groveton Memorial
- 9 Henry House 2
- 10 Battery Heights
- 11 Groveton (NY Mem.)
- 12 Chinn Ridge
- 13 Matthews Hill
- 14 Robinson House
- 15 Near Park Boundary, due North of Location 04 *Added by DDIS

Camera Location: 01

NPS Manassas National Battlefield Park
- Aerial Viewshed

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS





Location: NPS 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS

Existing Powerlines
Approx. 120ft AGL

60ft Roofline
(70ft Mech. Penthouse)

Existing Powerlines
Approx. 137ft AGL

Proposed Substation
75ft Tall Towers

Location: NPS 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Camera Location: 02

NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 02
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 02
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 02
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 02
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Google Earth

Image Landsat / Copernicus

2000 ft



Location: NPS 02
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 02
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 02

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: C and D

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Camera Location: 03

NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 03

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

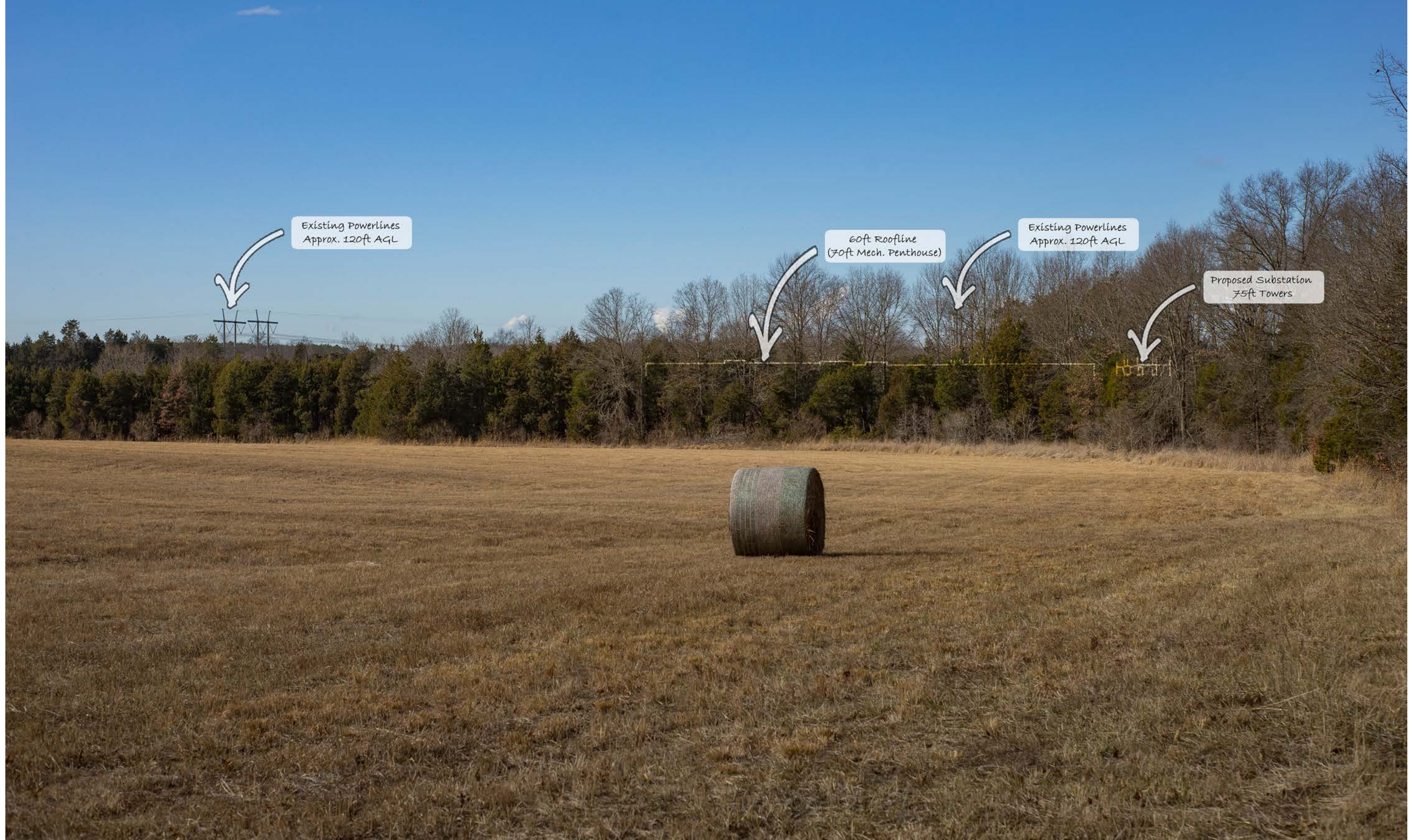
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 03
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 03

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 03
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 03
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 03
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 03
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Camera Location: 04

NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 04
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 04
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 04

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 04
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 04
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 04
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Camera Location: 05

NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D





Location: NPS 05
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 05
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 05
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 05
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



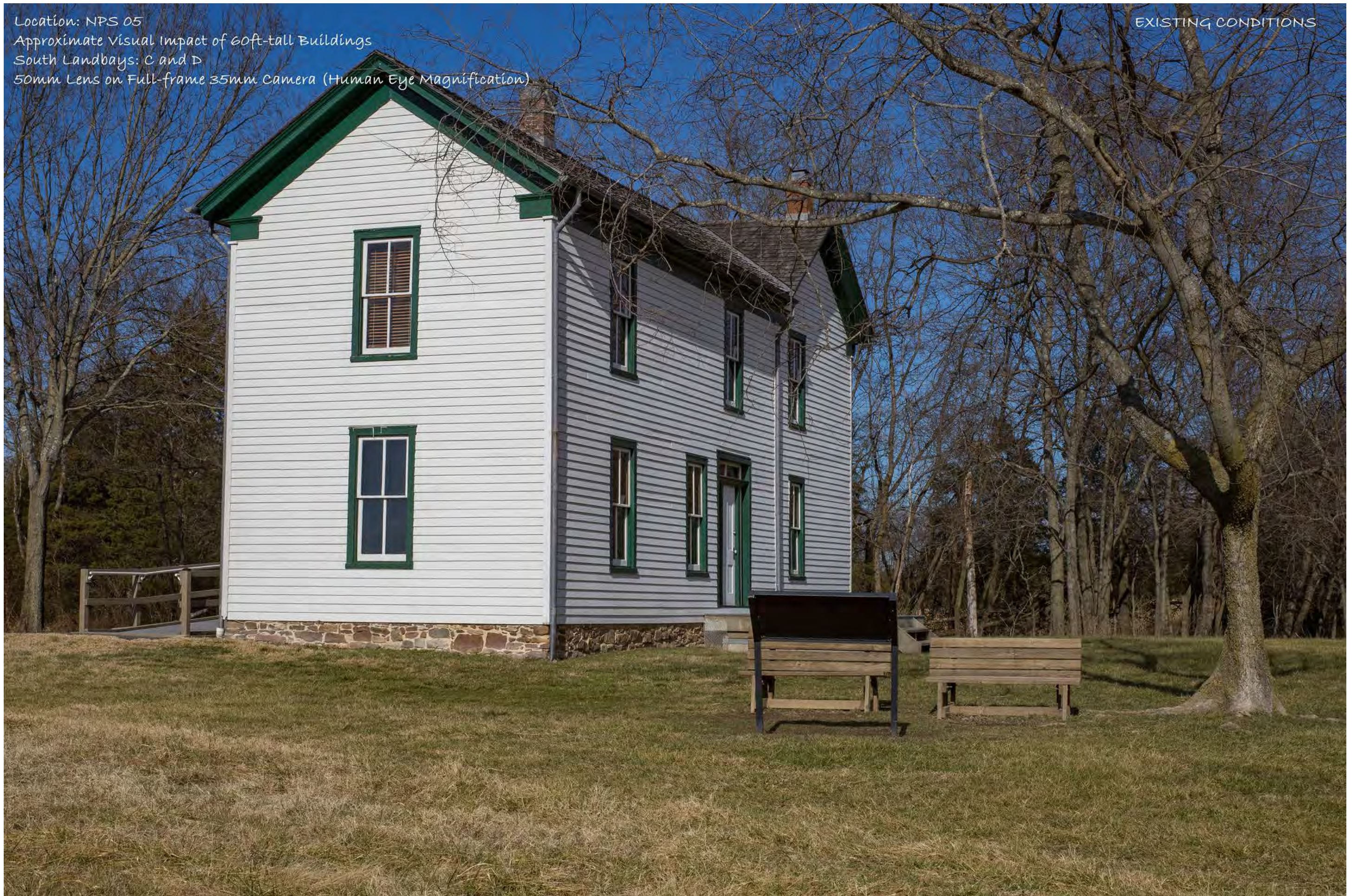
NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 05
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



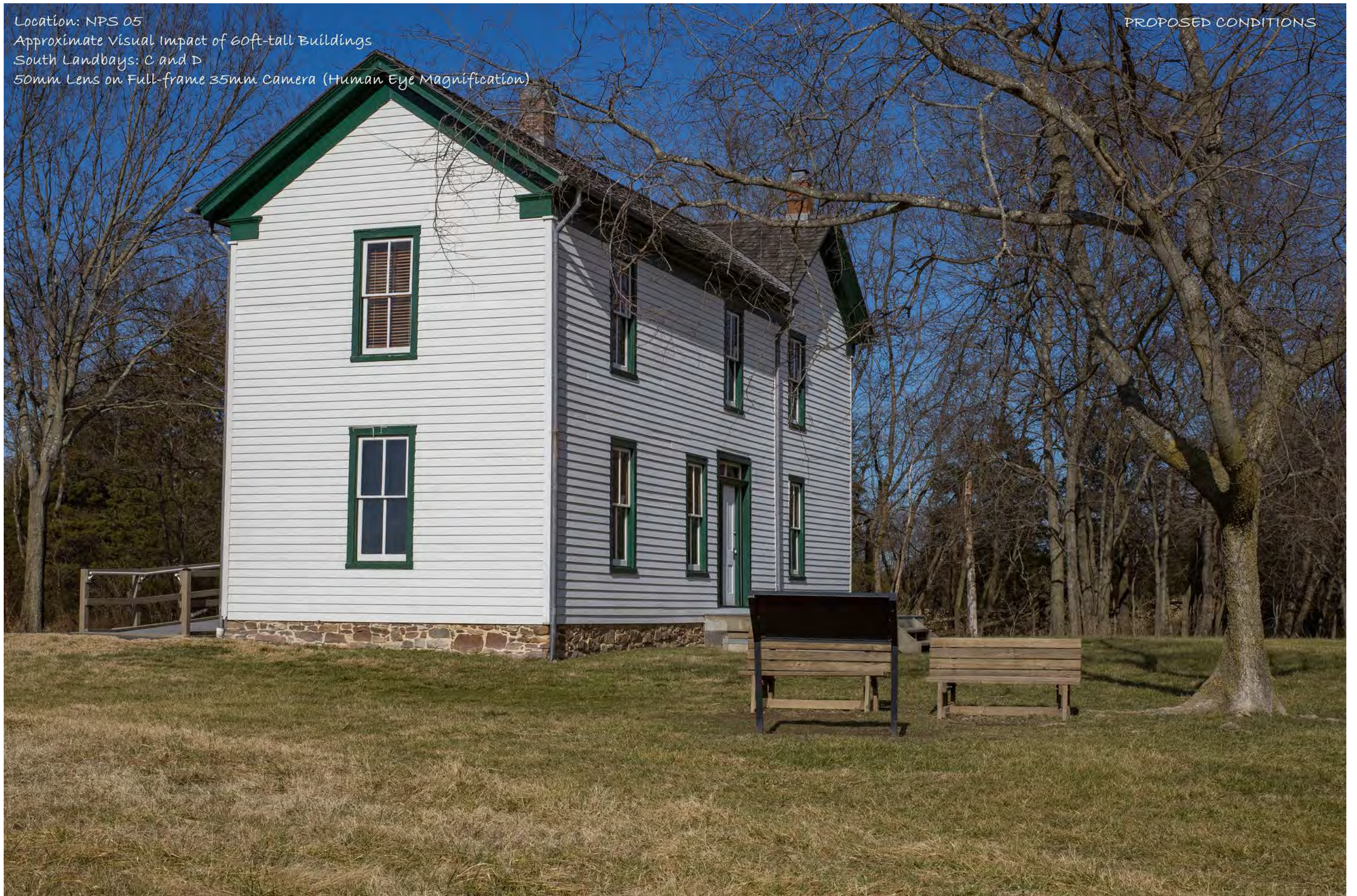
Location: NPS 05
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 05
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

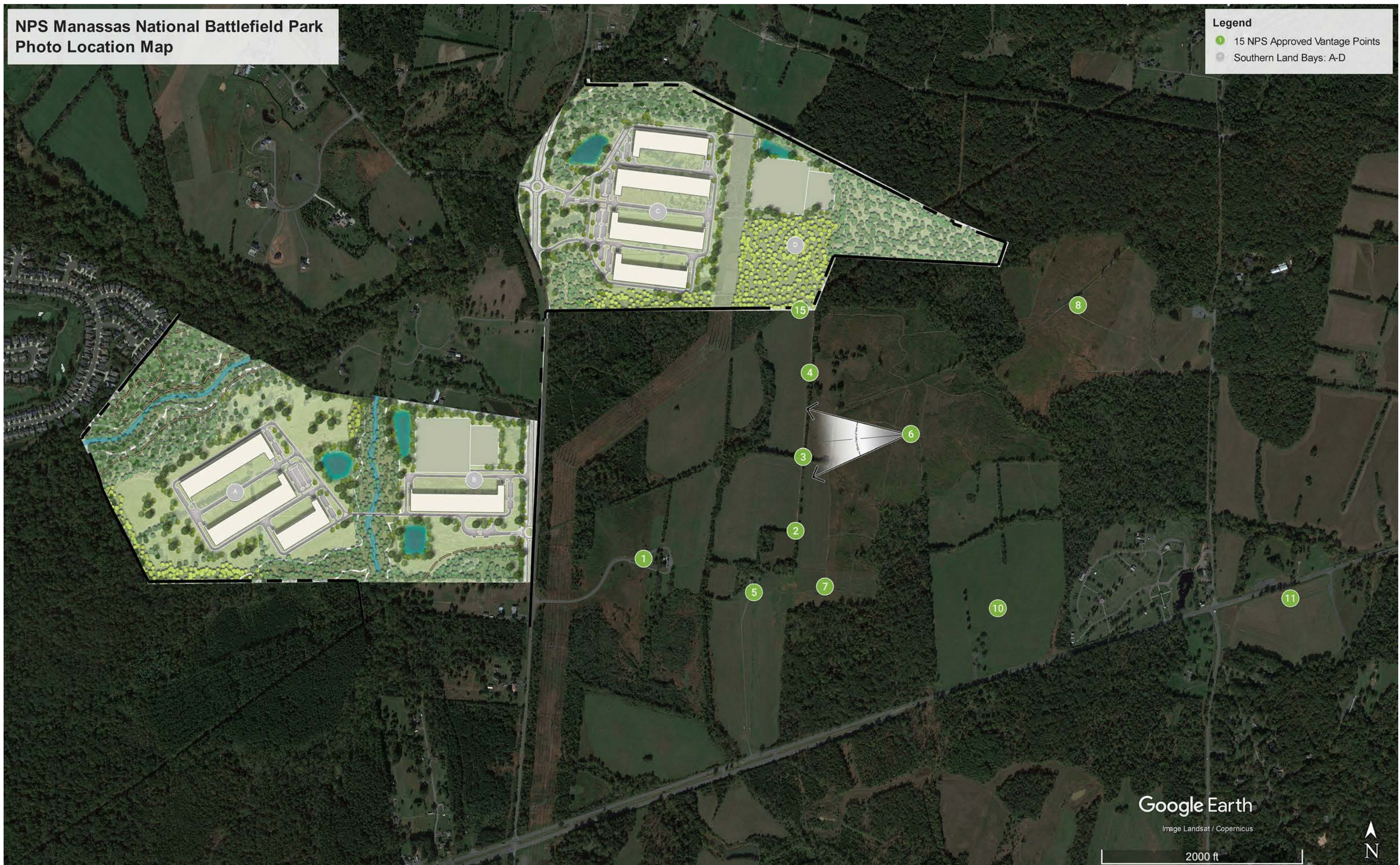
PROPOSED CONDITIONS



Camera Location: 06

NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 06

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 06

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 06

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 06

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: C and D

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 06
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 06

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: C and D

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Camera Location: 07

NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 07
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 07
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 07

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 07
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 07
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 07
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Camera Location: 08

NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 08
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 08
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 08
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 08
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 08
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 08
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

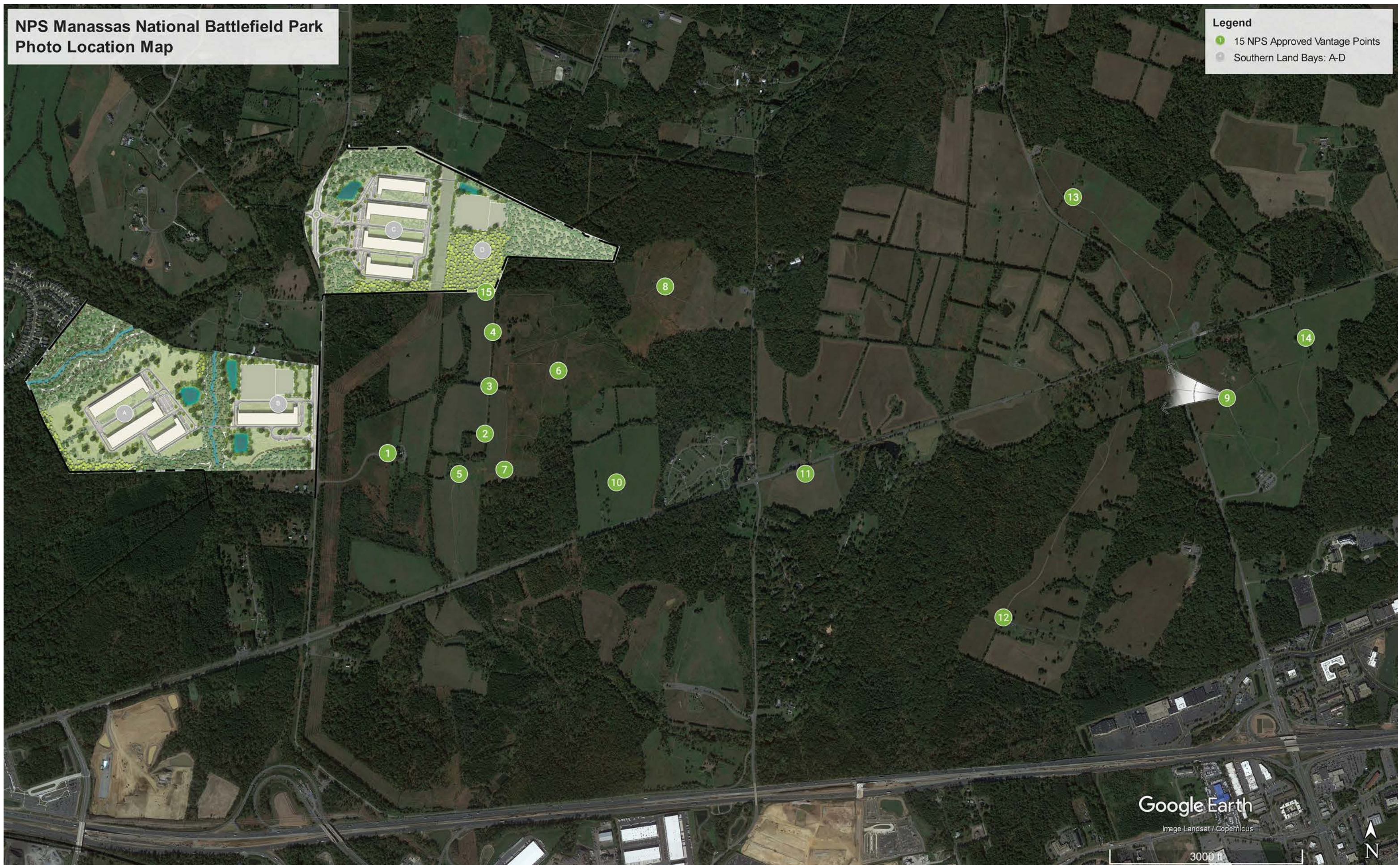
PROPOSED CONDITIONS



Camera Location: 09

NPS Manassas National Battlefield Park
Photo Location Map

- Legend**
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 09

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A-D

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

Camera to Nearest Building in Landbay B: 14,363ft (2.72 miles)

Camera to Nearest Building in Landbay D: 12,617ft (2.39 miles)

EXISTING CONDITIONS



Location: NPS 09

Approximate Visual Impact of 60ft-tall Buildings

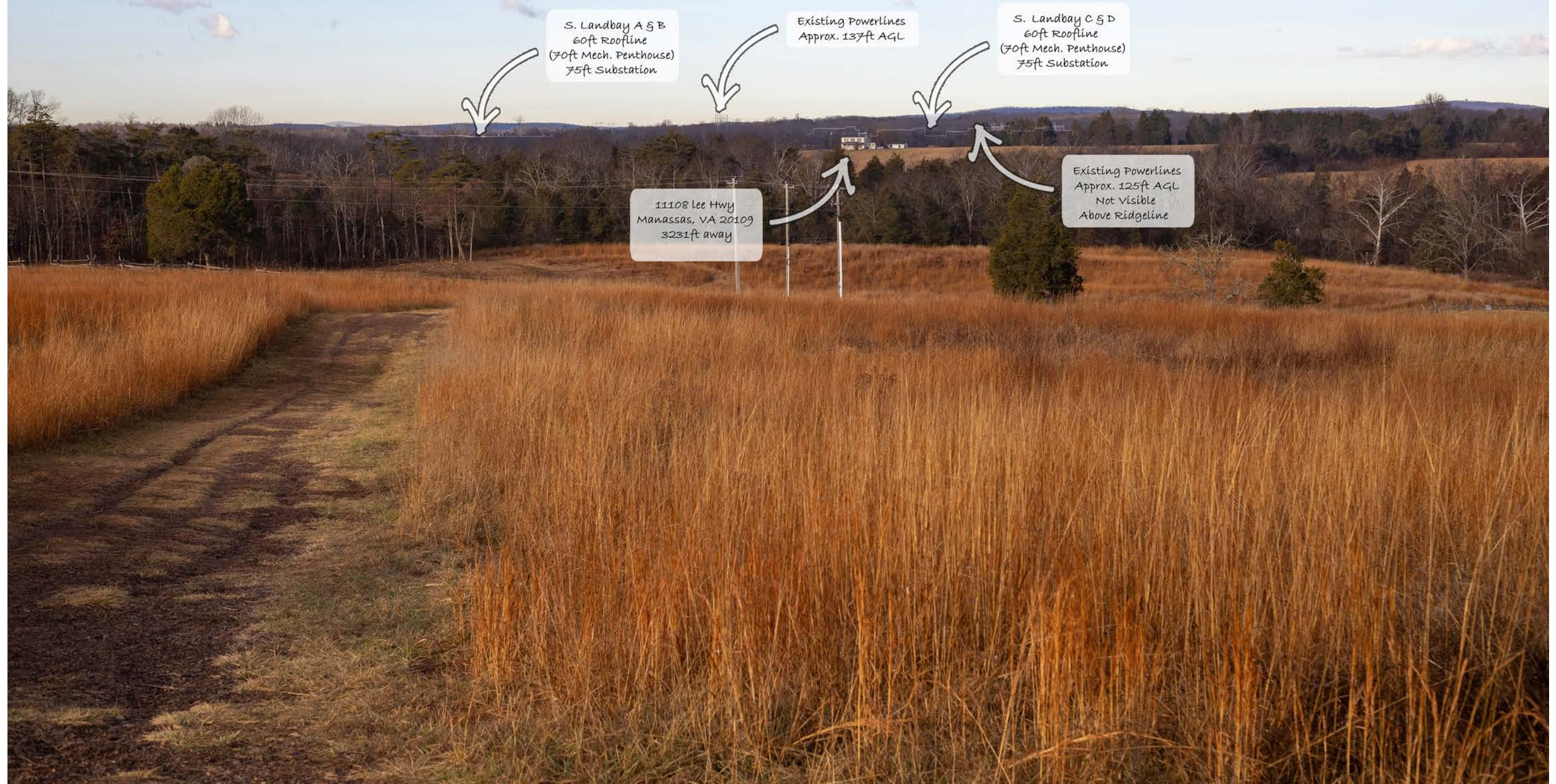
South Landbays: A-D

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

Camera to Nearest Building in Landbay B: 14,363ft (2.72 miles)

Camera to Nearest Building in Landbay D: 12,617ft (2.39 miles)

PROPOSED CONDITIONS



Location: NPS 09

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A-D

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

Camera to Nearest Building in Landbay B: 14,363ft (2.72 miles)

Camera to Nearest Building in Landbay D: 12,617ft (2.39 miles)

PROPOSED CONDITIONS



Camera Location: 10

NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 10
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 10
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 10
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 10
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 10
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 10
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Camera Location: 11

NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 11
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A-D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 11
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A-D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 11
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A-D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Camera Location: 12

NPS Manassas National Battlefield Park
Photo Location Map

- Legend**
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 12
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A-D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 12
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A-D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 12
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A-D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

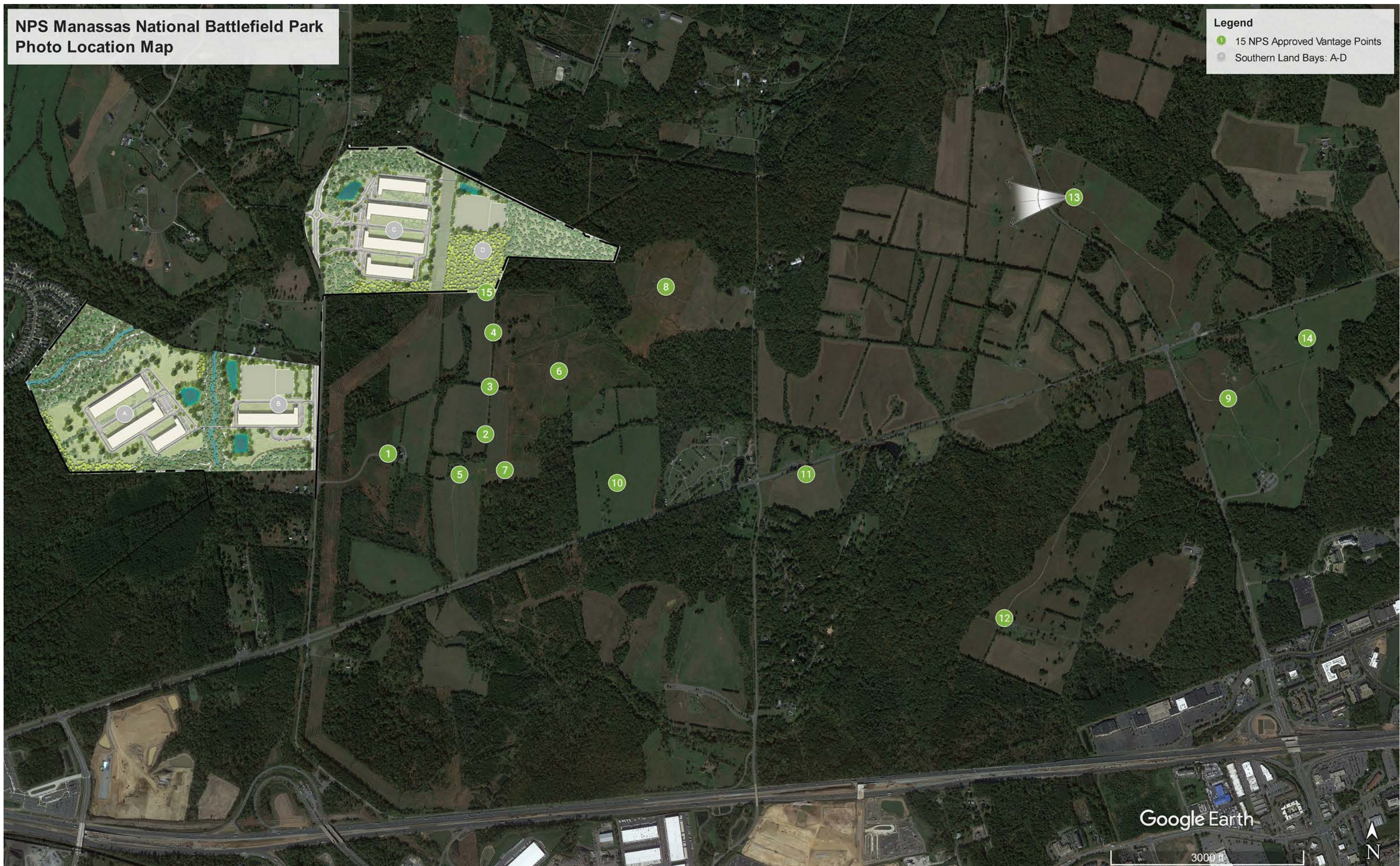
PROPOSED CONDITIONS



Camera Location: 13

NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 13
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A-D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 13
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A-D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 13
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A-D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

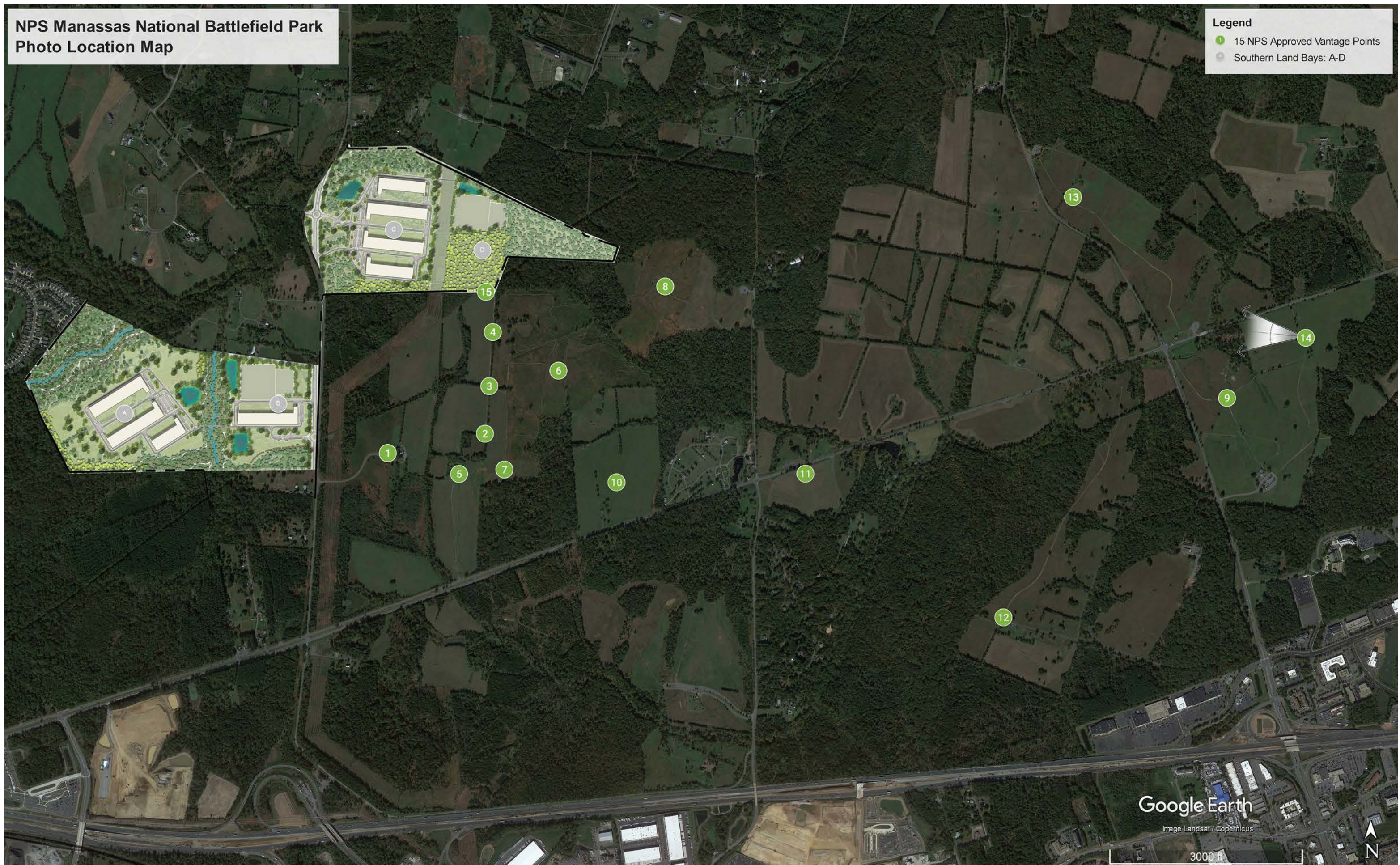
PROPOSED CONDITIONS



Camera Location: 14

NPS Manassas National Battlefield Park
Photo Location Map

- Legend**
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 14
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A-D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 14
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A-D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 14
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A-D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Camera Location: 15

NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 15

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: C and D

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 15
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 15
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 15

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: C and D

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 15

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: C and D

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



NPS Manassas National Battlefield Park
Photo Location Map

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Location: NPS 15
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

EXISTING CONDITIONS



Location: NPS 15
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS

Proposed Vegetative
Screening 15ft Tall

Existing Powerlines

60ft Roofline
(70ft Mech. Penthouse)

60ft Roofline
(70ft Mech. Penthouse)



Location: NPS 15
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS

Proposed Vegetative
Screening 15ft Tall

Existing Powerlines

60ft Roofline
(70ft Mech. Penthouse)

60ft Roofline
(70ft Mech. Penthouse)



Location: NPS 15
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Location: NPS 15
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: C and D
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

PROPOSED CONDITIONS



Manassas National Battlefield Park Contextual Aerial Overview

from
Land Bay A - Nearest Building

Reverse-Line-of-Sight
(RLOS)

High Altitude drop down to top of parapet (60' AFF)

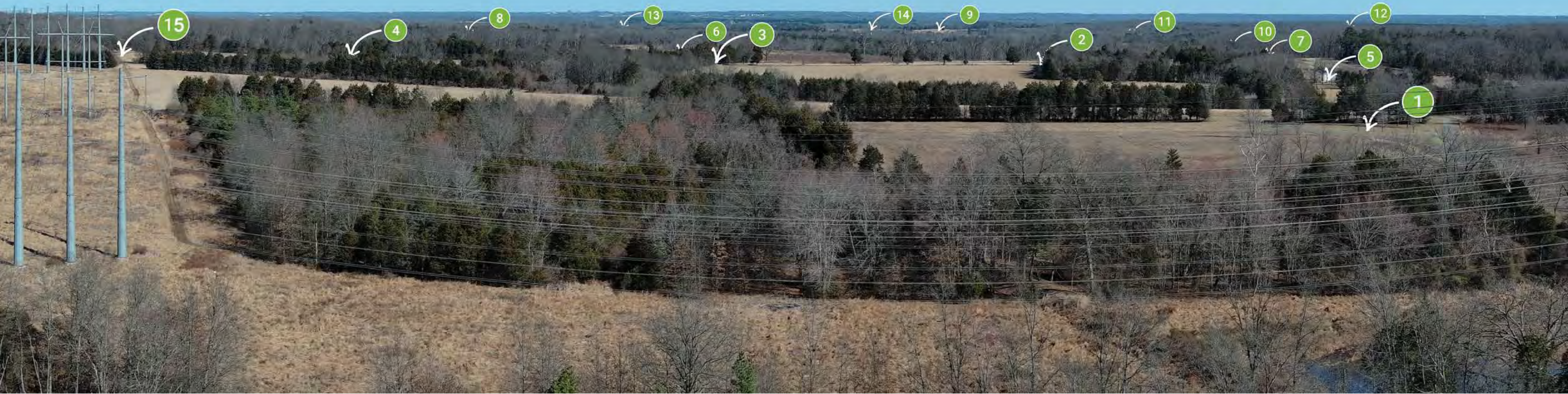
NPS Manassas National Battlefield Park
- Aerial Viewshed

- Legend
- 15 NPS Approved Vantage Points
 - Southern Land Bays: A-D



Overview to Manassas National Battlefield Park

170' Above Ground Level



Overview to Manassas National Battlefield Park

170' Above Ground Level



Overview to Manassas National Battlefield Park

Starting at 170' Above Ground Level



Overview to Manassas National Battlefield Park



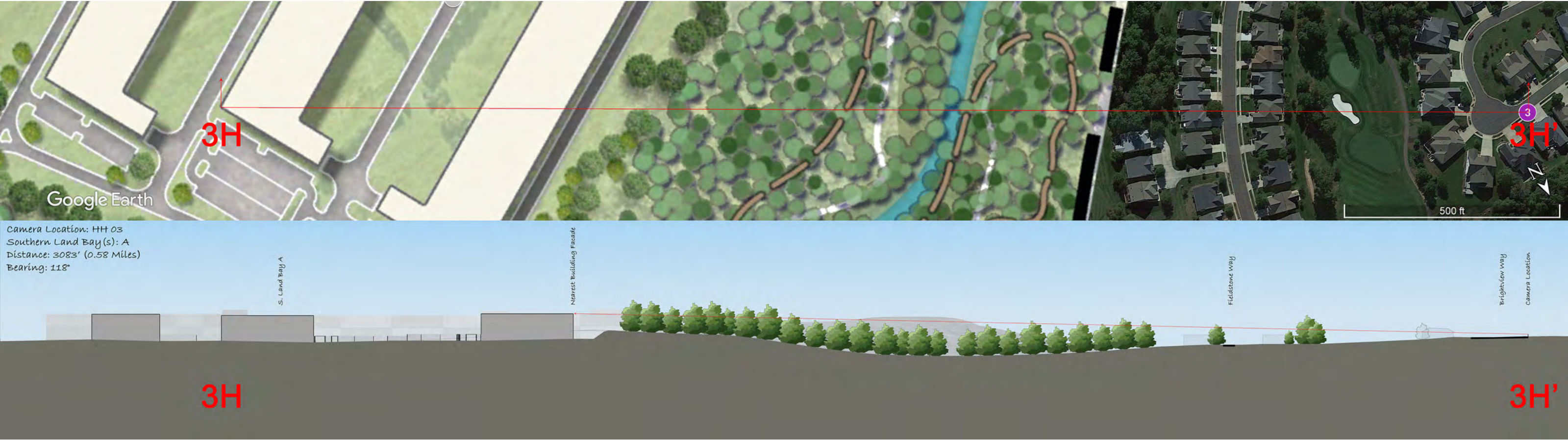
Overview to Manassas National Battlefield Park

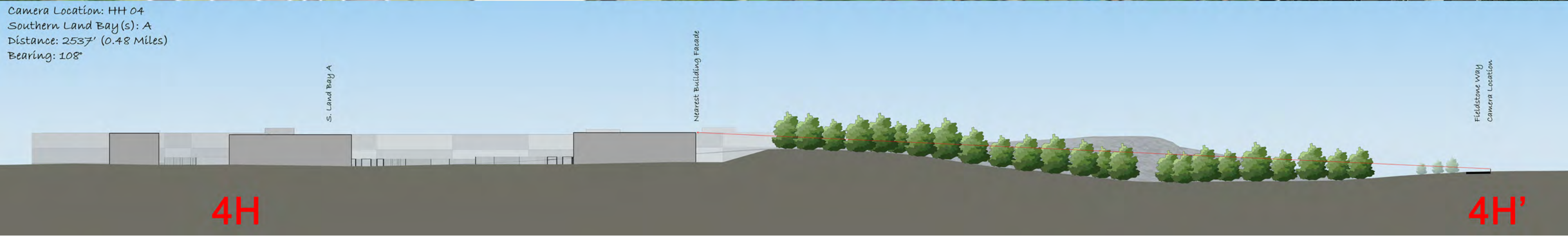
Showing Viewshed from Proposed 60ft Roof



Viewshed Study:
General Massing and Rooflines
of
QTS South Landbays A and B
Cross-Sections
as seen from:

- Heritage Hunt Community





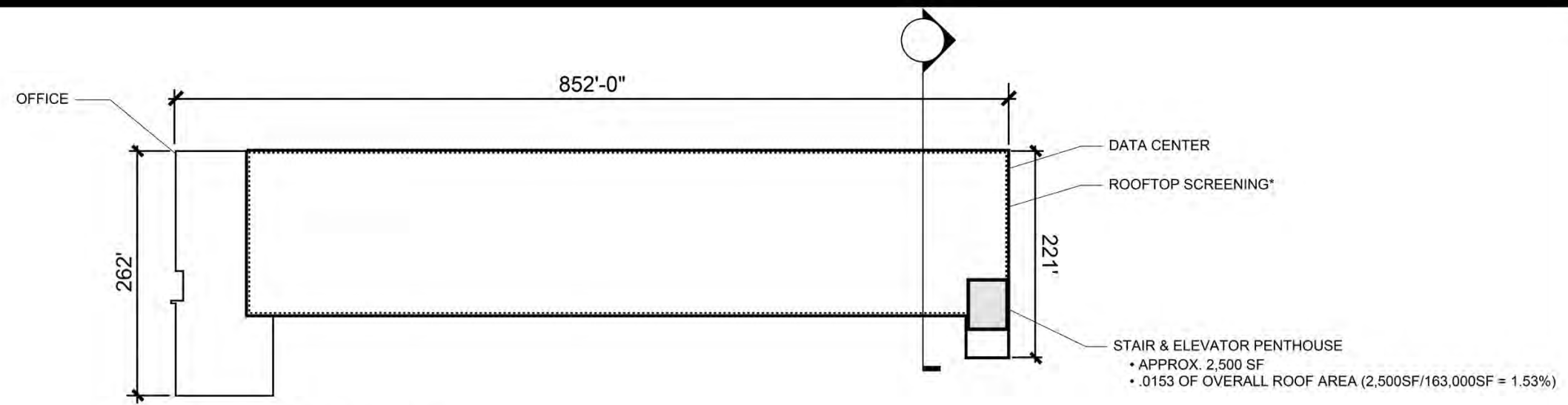
Viewshed Study: General Massing and Rooflines of QTS South Landbays A and B

as seen from:

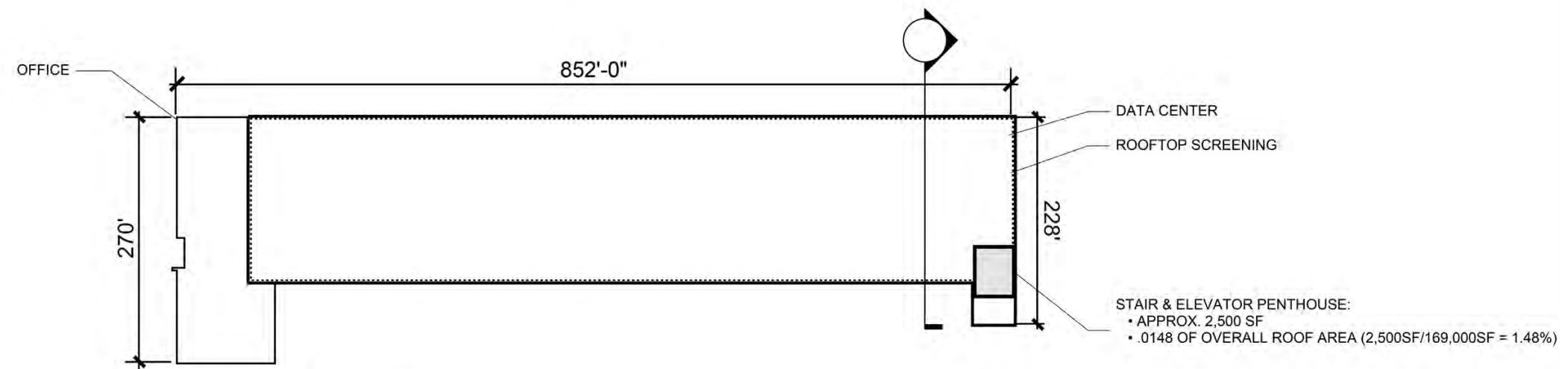
- Heritage Hunt Community

NOTES ABOUT VIEWSHED ANALYSIS

- 1) The viewshed analysis conducted by Digital Design & Imaging Solutions (DDIS) reflects the depth of proposed earth cuts and fills (per IMEG surveyors) in the mast, balloon, and drone mockups from base floor/slab elevations.
- 2) The viewshed study depicts building heights inclusive of proposed finished floor elevations to very specific Above Mean Sea Level heights ("AMSL").
- 3) The viewshed studies include substation areas at a maximum of 75 feet in height, as set forth in the Proffer Statement.
- 4) For North Land Bays A, B, C and D, the roofline and parapet/screen walls (that screen rooftop mechanical equipment) do not exceed a maximum height of 83 feet and do not exceed the proffered AMSL elevation in each Land Bay, as set forth in the Proffer Statement.
- 5) For South Land Bays A, B, C and D, the roofline and parapet/screen walls (that screen rooftop mechanical equipment) do not exceed a maximum height of 60 feet and do not exceed the proffered AMSL elevation in each Land Bay, as set forth in the Proffer Statement.
- 6) The viewshed studies account for the elevator penthouses (one per building) that are a maximum of 10 feet in height above the parapet/screen walls. The elevator penthouse accounts for no more than 2 percent of the total square footage of each building roof area, as set forth in the Proffer Statement and depicted in the rooftop plan view.



2 STORY ROOFTOP PLAN VIEW
 • OVERALL ROOF AREA: 163,000 SF



3 STORY ROOFTOP PLAN VIEW
 • OVERALL ROOF AREA: 169,000 SF

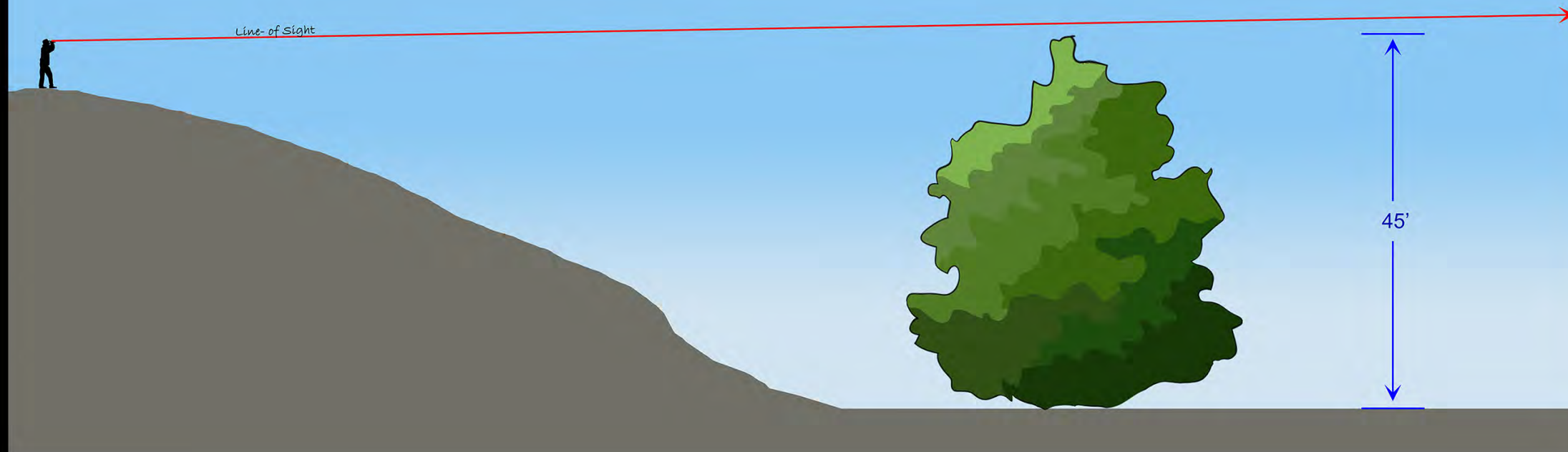


QTS - BUILDING SECTION

ROOFTOP PLAN VIEW

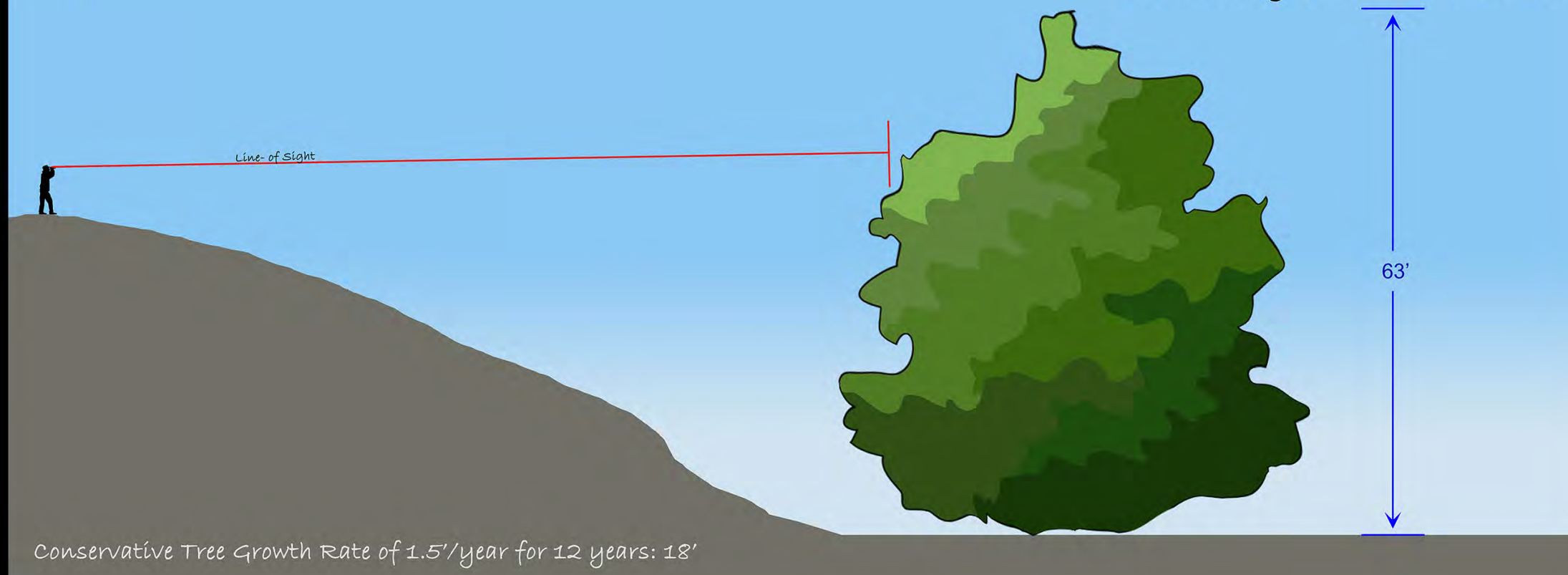
CPA -- Based on 2011 LiDAR

Tree Height: 45' in 2011



2023

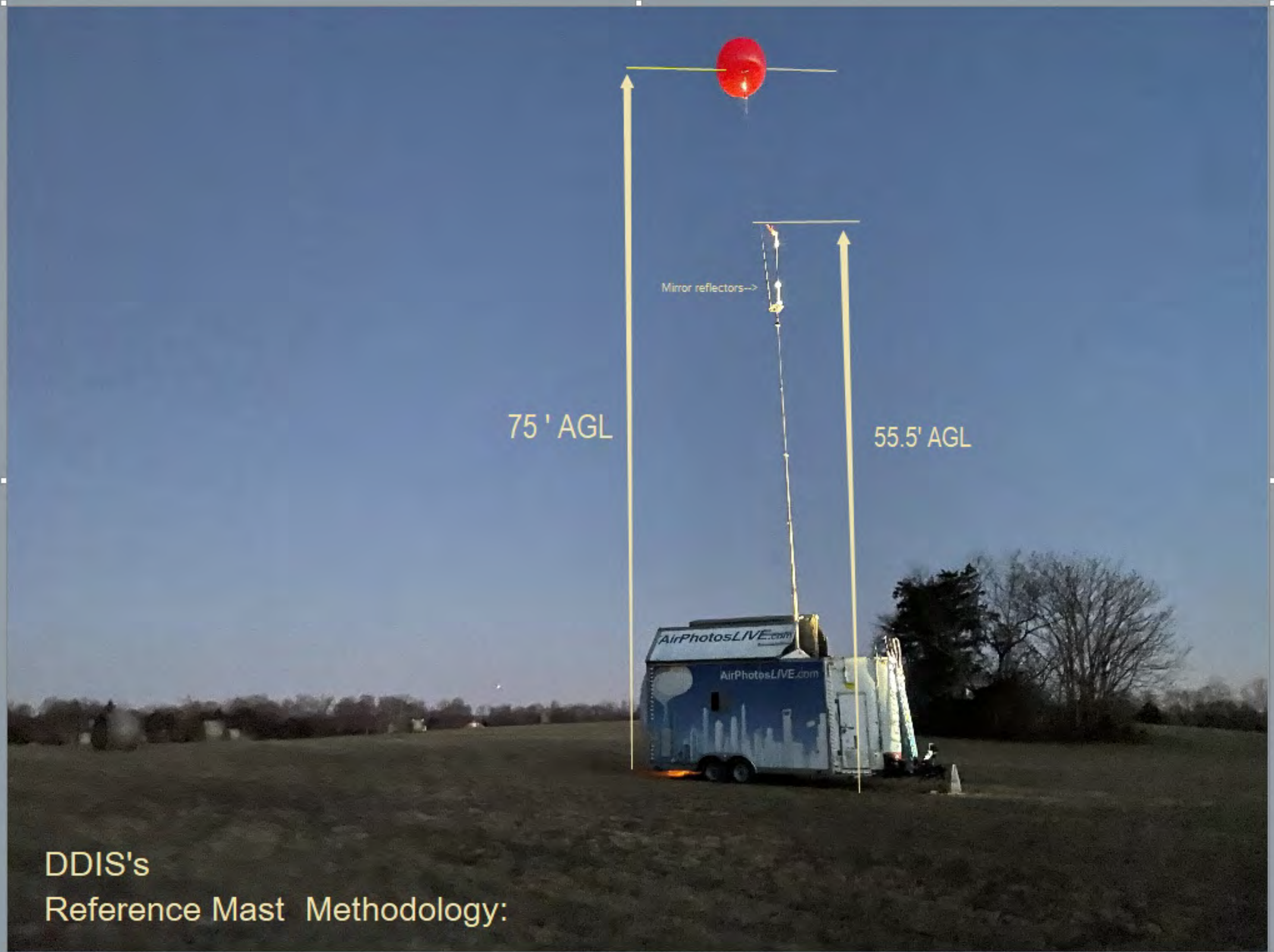
Tree Height: 63' in 2023



Conservative Tree Growth Rate of 1.5'/year for 12 years: 18'

Methodologies

to indicate a proposed building's
general massing
&
roof-line height



DDIS's
Reference Mast Methodology:

Heritage Hunt Community

Digital Design & Imaging Service, Inc.

Heritage Hunt Photo Location Map

Legend

- Southern Land Bay A
- Camera Locations



Camera Location: 01

Heritage Hunt Photo Location Map

- Legend
- 1 Camera Locations
 - Southern Land Bay A



Google Earth

900 ft



Location: HH 01

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

Camera to Nearest Building Corner (Landbay A): Approx. 1640ft

EXISTING CONDITIONS



Location: HH 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 1640ft

Location: HH 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 1640ft

Location: HHT 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 1640ft

Location: HHT 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 1640ft

Location: HHT 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 1640ft

Location: HH 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 1640ft

PROPOSED CONDITIONS

60ft Roofline
(70ft Mech. Penthouse)

Location: HH 01
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 1640ft

PROPOSED CONDITIONS

60ft Roofline
(70ft Mech. Penthouse)

Location: HH 01

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

Camera to Nearest Building Corner (Landbay A): Approx. 1640ft

PROPOSED CONDITIONS

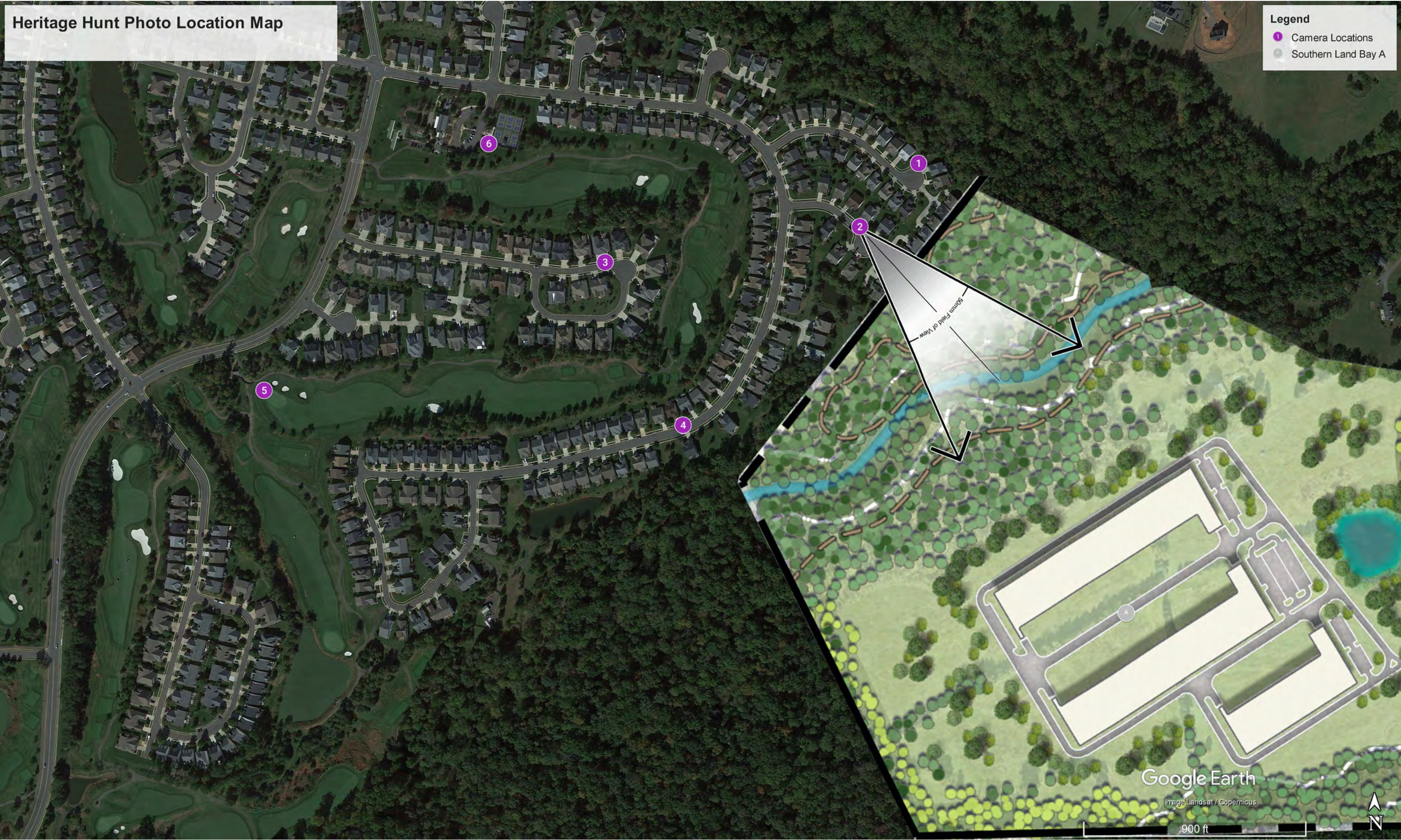


Camera Location: 02

Heritage Hunt Photo Location Map

Legend

- 1 Camera Locations
- Southern Land Bay A



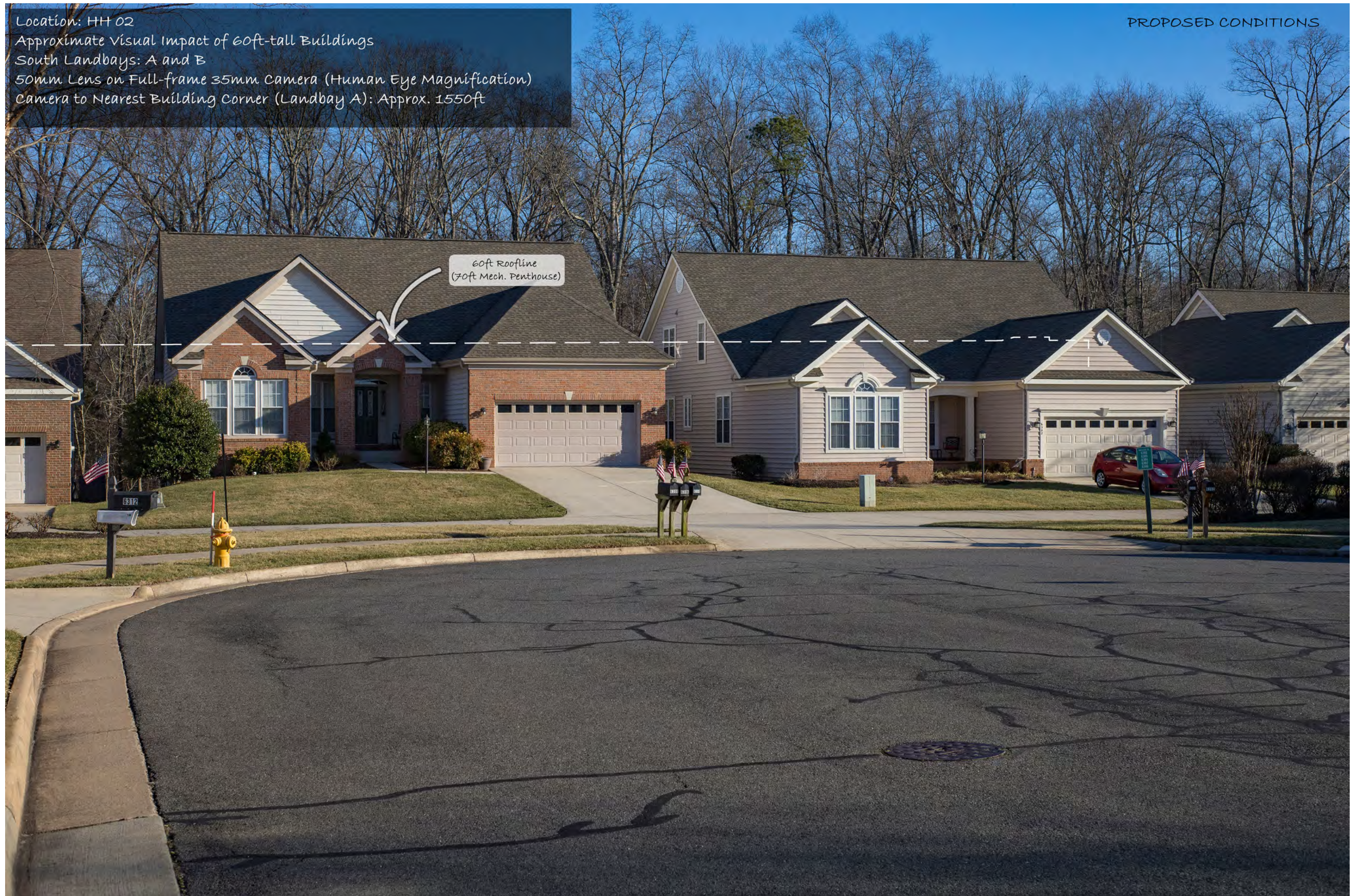
Location: HH 02
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 1550ft

EXISTING CONDITIONS



Location: HH 02
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 1550ft

PROPOSED CONDITIONS



Location: HH 02
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 1550ft

PROPOSED CONDITIONS

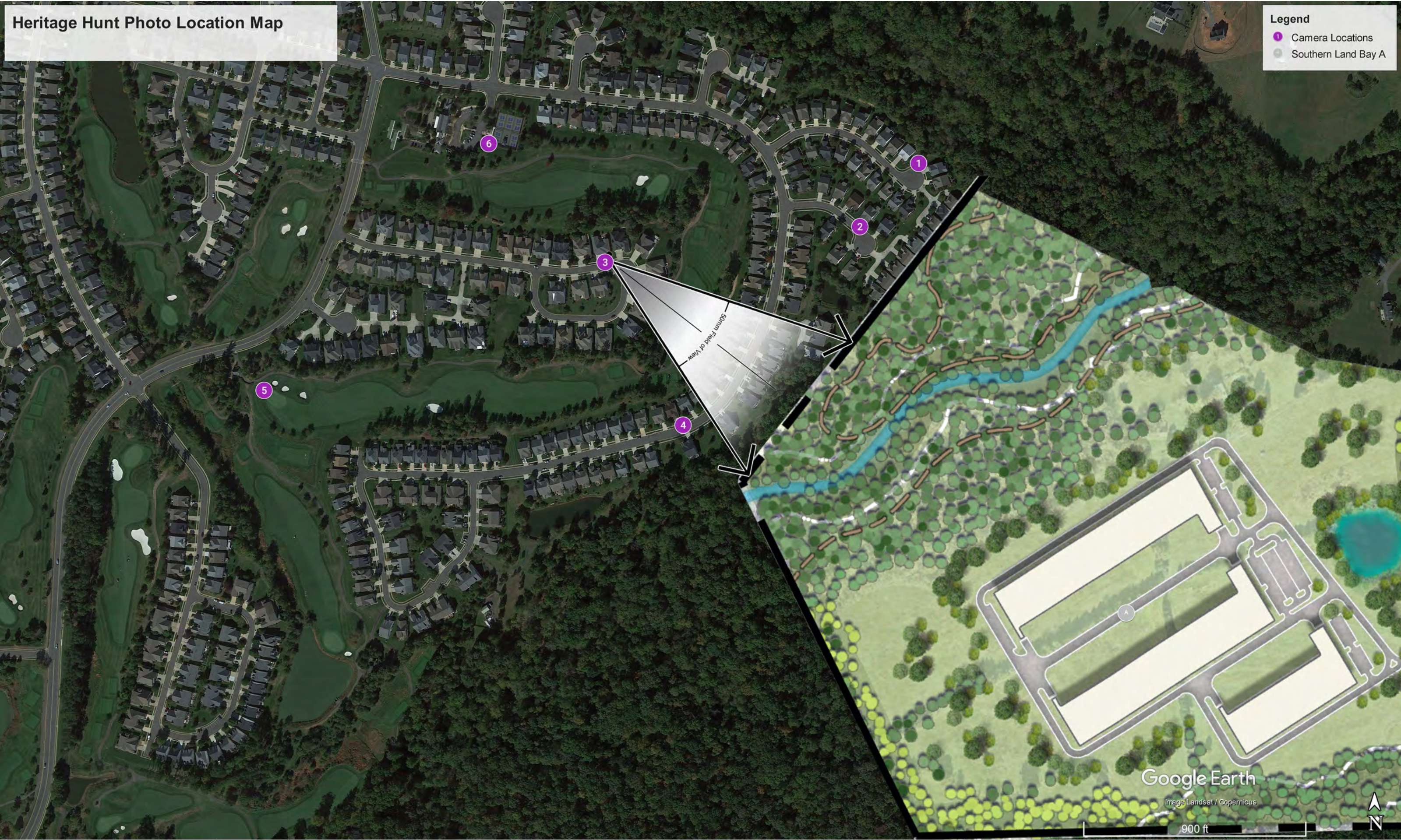


Camera Location: 03

Heritage Hunt Photo Location Map

Legend

- 1 Camera Locations
- Southern Land Bay A



Location: HH 03

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

Camera to Nearest Building Corner (Landbay A): Approx. 2030ft

EXISTING CONDITIONS



Location: HH 03

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

Camera to Nearest Building Corner (Landbay A): Approx. 2030ft

PROPOSED CONDITIONS



Location: HH 03

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

Camera to Nearest Building Corner (Landbay A): Approx. 2030ft

PROPOSED CONDITIONS



Camera Location: 04

Heritage Hunt Photo Location Map

Legend

- 1 Camera Locations
- Southern Land Bay A



Location: HH 04
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 1410ft

EXISTING CONDITIONS



Location: HH 04
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 1410ft

PROPOSED CONDITIONS

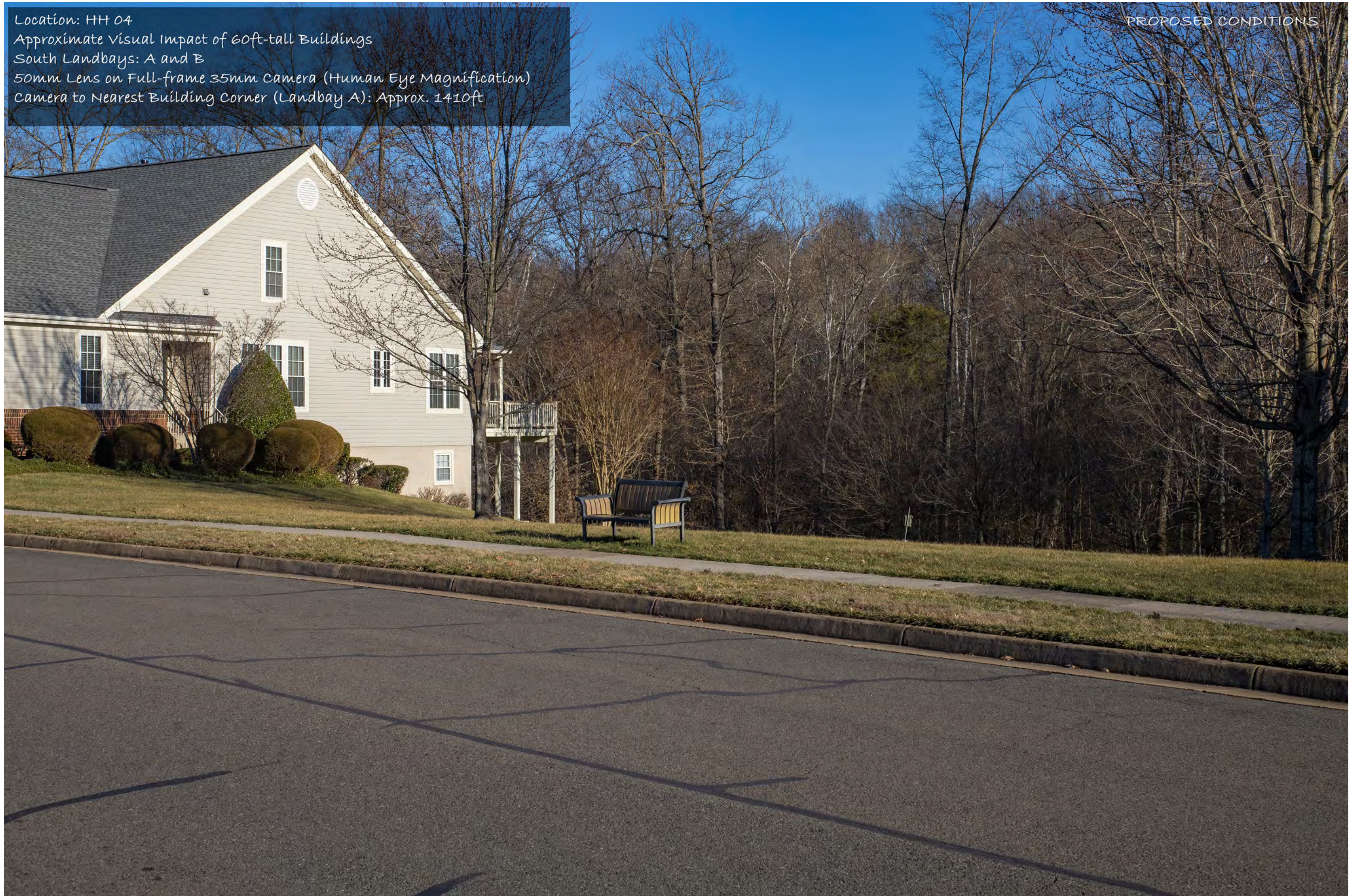


Proposed Substation
75ft Tall Markers

60ft Roofline
(70ft Mech. Penthouse)

Location: HH 04
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 1410ft

PROPOSED CONDITIONS



Camera Location: 05

Heritage Hunt Photo Location Map

- Legend
- 1 Camera Locations
 - Southern Land Bay A



Location: HH 05

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

Camera to Nearest Building Corner (Landbay A): Approx. 3040ft

EXISTING CONDITIONS



Location: HH 05

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

Camera to Nearest Building Corner (Landbay A): Approx. 3040ft

PROPOSED CONDITIONS



Location: HH 05

Approximate Visual Impact of 60ft-tall Buildings

South Landbays: A and B

50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)

Camera to Nearest Building Corner (Landbay A): Approx. 3040ft

PROPOSED CONDITIONS



Camera Location: 06

Heritage Hunt Photo Location Map

Legend

- 1 Camera Locations
- Southern Land Bay A



Location: HH 06
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 2715ft

EXISTING CONDITIONS



Location: HH 06
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 2715ft

PROPOSED CONDITIONS



Location: HH 06
Approximate Visual Impact of 60ft-tall Buildings
South Landbays: A and B
50mm Lens on Full-frame 35mm Camera (Human Eye Magnification)
Camera to Nearest Building Corner (Landbay A): Approx. 2715ft

PROPOSED CONDITIONS



Heritage Hunt Community Contextual Aerial Overview

from

South Land Bay A - Nearest Building

Reverse-Line-of-Sight

(RLOS)

High Altitude drop down to top of parapet (60' Above Finished Floor)

Heritage Hunt Photo Location Map
Aerial Viewshed

Legend

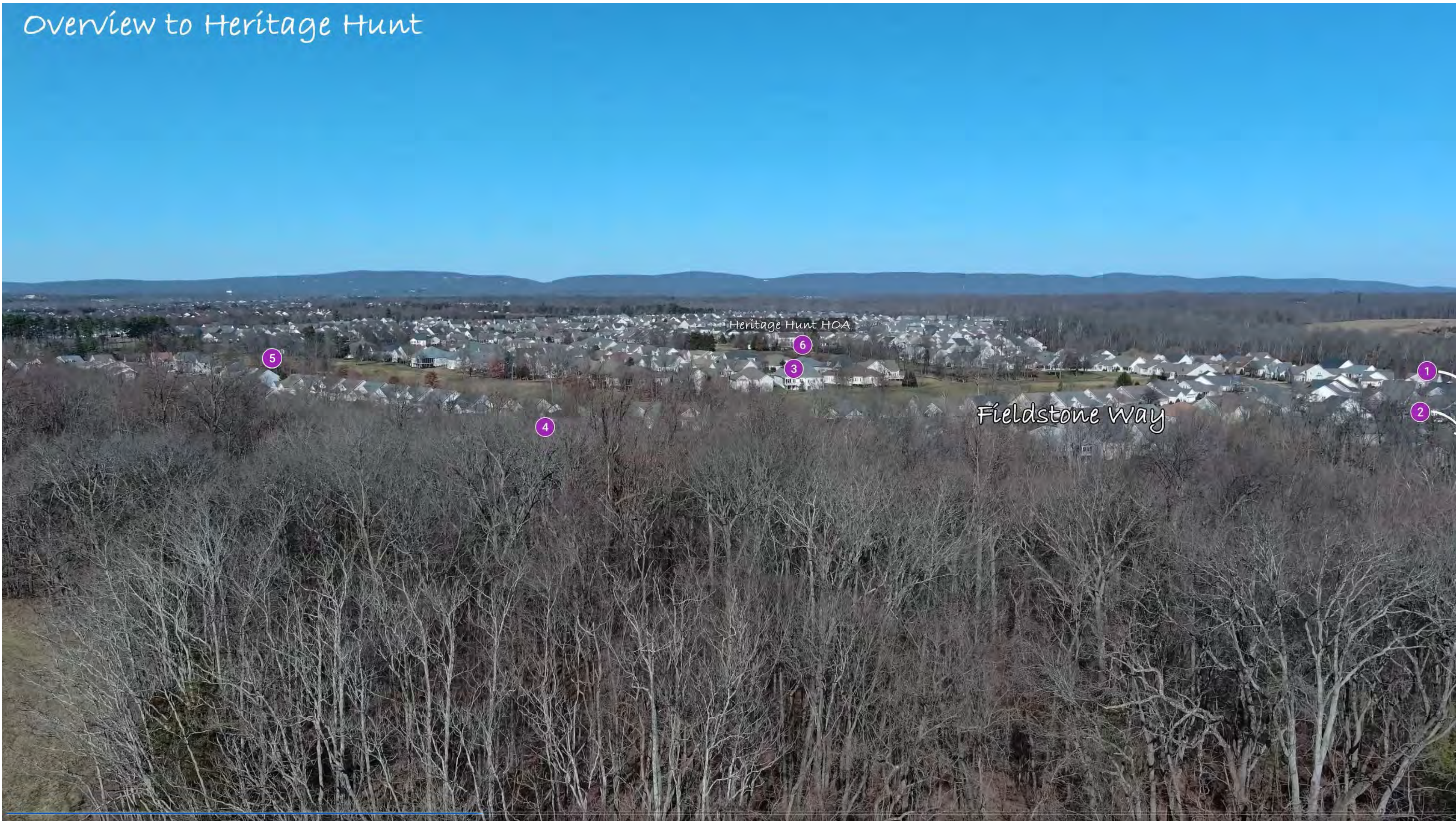
- 1 Camera Locations
- Southern Land Bay A



Overview to Heritage Hunt
Starting from 167' Above Ground Level



Overview to Heritage Hunt



Overview to Heritage Hunt



Overview to Heritage Hunt

Showing Viewshed from Proposed 60ft Roof



HISTORICAL COMMISSION RESOLUTION

MOTION: PEARSALL

September 12, 2023

SECOND: BRACE

Regular Meeting

Res. No. 23-084

RE: LAND DEVELOPMENT RECOMMENDATIONS

ACTION: APPROVED

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

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

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

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

Case Number: REZ2022-00033

Case Name: Digital Gateway South – 4th Submission

Recommendation: Denial

Recommend denial due to incomplete analysis and unresolved impact to historic sites and places including viewshed, landscape preservation, unmarked burial investigation, cemetery delineation, and historic structure preservation, including the following issues:

Unresolved and missing requested revisions to reports on Phase 1 activities including remote sensing and Ground Penetrating Radar (GPR) results for southern land bay.

Missing documents illustrating ERM's recommendations and analysis on remote sensing techniques, methodology, and steps taken to locate potential unmarked burials within and around the rezoning footprint and structures. (note: shovel tests are not adequate for locating burials).

Unresolved conflicting submission #4 comments with ERM Phase 1 submission documents regarding integrity of the "well preserved" historic battlefield landscape.

Unresolved and missing recommended noise study revisions and impacts on Manassas National Battlefield Park (MNBP) pertaining to noise study and final interpretation.

Unresolved and incomplete requested revised viewshed study and analysis American Battlefield Protection Program (ABPP).

Missing Phillips cemetery GPR and delineation, eligibility for NRHP and preservation mitigation plan.

Unresolved issues as presented by MNBP and the Prince William County Archeologist.

A more comprehensive remote sensing survey (GPR) at least in areas that are open (not forested) and likely to be disturbed should satisfy our needs. There is a chance graves may be elsewhere (Pageland I), but we need to positively rule out graves being on Pageland II using remote sensing.

On Applicant's response on page 82, #12, - should refer to ERM Historic Architectural Survey (not Archeological Survey).

On Applicant's Response on page 82, #12,
Buffers and supplemental landscaping insufficient to protect key battlefield terrain.

Any battlefield terrain analysis of property west of Pageland Lane must include review of post-battle reports and maps (for reference see, e.g., ERM Phase I Architectural Survey at p. 17, fig. 2-23). The topography of key terrain, so identified, must be preserved intact.

Recommend the applicant perform additional primary research/additional Phase I work.

Recommend KOCO analysis on 076-5190 (The Second Battle of Manassas) performed prior to rezoning approval.

Recommend an updated noise study to be performed prior to the rezoning.

Continuous noise monitoring and voluntary enforcement is necessary. The applicant should anticipate likely changes and provide appropriate modelling as recommended and directed by the DGCD 1.9 (CPA2021-00004) to predict compliance prior to the next submission.

The applicant should engage in a thorough analysis of the various viewshed impacts with removal of existing tree lines for historic integrity purposes and use the 2010 Manassas Battlefields Viewsheds Study as guidance.

Votes:

Ayes: Brace, Burgess, Davis, De Pue, Dodge, Kulick, Moser, Pearsall, Reddick

Nays: Brickley, Green, Henson, Porta

Absent from Vote: None

Absent from Meeting: Brown, Kastens

MOTION CARRIED

ATTEST:


Secretary to the Commission

MOTION: PORTA

**August 8, 2023
Regular Meeting
Res. No. 23-069**

SECOND: BRICKLEY

**RE: RECOMMEND APPROVAL OF REZ2022-00033, DIGITAL GATEWAY SOUTH,
SUBJECT TO AND CONTINGENT UPON NECESSARY CONDITIONS**

ACTION: SUBJECTED TO AMENDMENTS

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby recommend approval of REZ2022-00033, Digital Gateway South, subject to and contingent upon the following necessary conditions:

1. Applicant demonstrates through viewshed studies using accepted professional standards and methodologies that there will be no significant adverse visual impact to the Manassas National Battlefield Park at the final building heights; and
2. Applicant proffers to use nonreflective, earth-tone facades chosen in consultation with County staff on any and all building facades that are visible to the public from locations outside the property; and
3. Applicant proffers to follow all recommendations resulting from Phase I, Phase II, and Phase III (as applicable) studies submitted to the County and curate with the County all artifacts, field records, laboratory records, photographic records, and other records recovered and produced as a result of the investigations and excavations undertaken in connection with Phase I, Phase II, and Phase III studies; and
4. Applicant proffers that in the event any heretofore unknown archaeological sites are discovered during land disturbance they will consult with the County on the potential preservation of the site and if preservation is not feasible will recover artifacts and curate them with the County; and
5. Applicant proffers that it will permit the County Archaeologist or their designee to enter the property to conduct archaeological research at the latter's expense, on any sites indicated by Phase II studies; and
6. Applicant proffers to delineate the boundaries of, preserve, appropriately fence, and guarantee public access to any cemeteries in accordance with the standards set

forth in Section 32-250.110 of the Prince William County Code in effect as of this date;
and

7. Applicant proffers that any human remains discovered during site activity will be handled in accordance with federal, state, and local laws and regulations regarding the removal and reinterment of such remains; and

8. Applicant proffers to design and install a plaque or similar commemorative marker in the vicinity of Boundary Tree in consultation with the U.S. Department of the Interior, the Prince William County Historical Commission, and the County's Department of Parks, Recreation, and Tourism, and provide a route of public access to the marker; and

9. Applicant proffers to install the approximately 5-acre Unfinished Railroad interpretative feature and once completed will dedicate the site in fee simple to the County as a public park and provide a route of public access to the site; and

10. Applicant proffers to dedicate the approximately 9-acre portion of currently privately-owned property located within the legislative boundary of the Manassas National Battlefield Park to the U.S. Department of the Interior or the County in the event the Department of the Interior declines to accept the area and provide a route of public access to the site in consultation with the County Department of Parks, Recreation, and Tourism.

Votes:

Ayes:

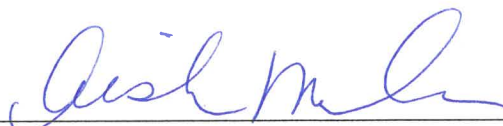
Nays:

Abstain:

Absent from Vote:

Absent from Meeting:

ATTEST:



Secretary to the Commission

MOTION: HENSON

**August 8, 2023
Regular Meeting
Res. No. 23-070**

SECOND: REDDICK

RE: AMEND RES. NO. 23-069 FOR REZ2022-00033, DIGITAL GATEWAY SOUTH, TO RECOMMEND PHASE I ARCHAEOLOGICAL SURVEY, INCLUDING SHOVEL PIT TESTING AND METAL DETECTING, AROUND PAGELAND II; AND PHASE II ARCHITECTURAL EVALUATION OF PAGELAND II; RECOMMEND REMOTE SENSING FOR HUMAN BURIALS ON SOUTHWEST LAND BAY (AS NOTED IN ARCHAEOLOGY REPORT) AND PHILLIPS CEMETERY

ACTION: APPROVED

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

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby amend Res. No. 23-069 for REZ2022-00033, Digital Gateway South, to recommend Phase I Archaeological Survey, including shovel pit testing and metal detecting, around Pageland II; and Phase II Architectural Evaluation of Pageland II; recommend remote sensing for human burials on the southwest land bay (as noted in archaeology report) and Phillips Cemetery.

Votes:

Ayes: by acclamation

Nays: None

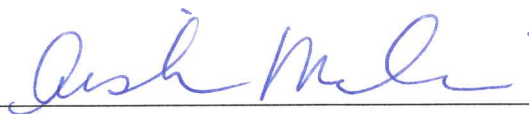
Abstain: None

Absent from Vote: None

Absent from Meeting: Brace, Brown

MOTION CARRIED

ATTEST:



Secretary to the Commission

MOTION: KULICK

**August 8, 2023
Regular Meeting
Res. No. 23-071**

SECOND: REDDICK

RE: AMEND RES. NO. 23-069 FOR REZ2022-00033, DIGITAL GATEWAY SOUTH, TO RECOMMEND THE APPLICANT ASSESS THE EFFECTS OF ALTERING KEY TERRAIN IN THE NATIONAL REGISTER HISTORIC DISTRICT AND ALTER THE BUILDING FOOTPRINT TO AVOID DECONSTRUCTION OF NATIONAL REGISTER DISTRICT INTEGRITY; APPLICANT IS INVITED TO PAGE 4 SECTION 1.2 AND PAGE 72 OF PHASE I ARCHAEOLOGICAL SURVEY CONDUCTED BY ERM; RECOMMEND ARTIFACT DEPTHS BE ADDED TO APPENDIX C

ACTION: APPROVED

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

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby amend Res. No. 23-069 for REZ2022-00033, Digital Gateway South, to recommend the applicant assess the effects of altering key terrain in the National Register Historic District and alter the building footprint to avoid deconstruction of National Register District integrity; applicant is invited to page 4 section 1.2 and page 72 of Phase I Archaeological Survey conducted by ERM and recommend artifact depths be added to Appendix C.

Votes:

Ayes: Burgess, Davis, De Pue, Dodge, Kulick, Moser, Pearsall and Reddick

Nays: Brickley, Henson, Kastens, Porta

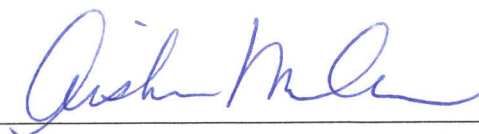
Abstain: Green

Absent from Vote: None

Absent from Meeting: Brace, Brown

MOTION CARRIED

ATTEST:



Secretary to the Commission

MOTION: REDDICK

**August 8, 2023
Regular Meeting
Res. No. 23-072**

SECOND: KULICK

RE: AMEND RES. NO. 23-069 FOR REZ2022-00033, DIGITAL GATEWAY SOUTH, TO RECOMMEND UPDATED NOISE STUDY ON PINEY WOODS CEMETERY. RECOMMEND A NOISE STUDY SHOULD BE CONDUCTED TO EVALUATE IMPACTS TO CULTURAL RESOURCES WITHIN AND ADJACENT TO THE REZONING FOOTPRINT INCLUDING PROPOSED THE LAND OWNED BY THE AMERICAN BATTLEFIELD TRUST AND MANASSAS NATIONAL BATTLEFIELD PARK. THE STUDY SHOULD PROVIDE A WELL SOURCED ANALYSIS OF IMPACT TO THE MNBP VISITOR EXPERIENCE, WHETHER ON GUIDED OR SELF-GUIDED TOURS, IF NOISE IS NOT APPROPRIATELY ATTENUATED. MEASUREMENTS (DBA) AND PROJECTIONS SHOULD INCLUDE ALL BUILDINGS AND SUBSTATIONS AS PROPOSED IN REZONING PACKAGE. THE STUDY SHOULD CITE ALL RELEVANT NOISE AND SOUND ANALYSES PERFORMED AND DOCUMENTED BY THE NATIONAL PARK SERVICE AND THE MANASSAS NATIONAL BATTLEFIELD PARK AND INCLUDE THE 2017 MANASSAS NATIONAL BATTLEFIELD PARK ACOUSTIC MONITORING REPORT. INSTALLATION OF 24 HOUR/SEVEN DAY-A-WEEK ACOUSTICAL MONITORING EQUIPMENT SHOULD BE INSTALLED. THIS STUDY'S RESULTS SHOULD INCLUDE VOLUNTARY ENFORCEMENT COMPLIANCE PLAN FOR ENFORCEMENT OF NOISE VIOLATIONS, INCLUDING REVOCATION OF OCCUPANCY PERMITS

ACTION: APPROVED

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

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby amend Res. No. 23-069 FOR REZ2022-00033, Digital Gateway South, to recommend updated noise study on Piney Woods Cemetery. Recommend a noise study should be conducted to evaluate impacts to cultural resources within and adjacent to the rezoning footprint including proposed the land owned by the American Battlefield Trust and Manassas National Battlefield Park (MNBP). The study should provide a well sourced analysis of impact to the MNBP visitor experience, whether on guided or self-guided tours, if noise is not appropriately attenuated. Measurements (dba) and projections should include all buildings and substations as proposed in rezoning package. The study should cite all relevant noise and

sound analyses performed and documented by the National Park Service and the Manassas National Battlefield Park and include the 2017 Manassas National Battlefield Park Acoustic Monitoring report, installation of 24 hour/seven day-a-week acoustical monitoring equipment should be installed. This study's results should include voluntary enforcement compliance plan for enforcement of noise violations, including revocation of occupancy permits.

Votes:

Ayes: Burgess, Davis, De Pue, Dodge, Kastens, Kulick, Moser, Pearsall and Reddick

Nays: Green, Henson and Porta

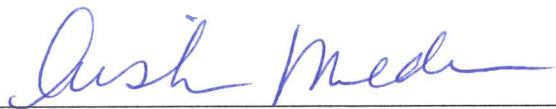
Abstain: Brickley

Absent from Vote: None

Absent from Meeting: Brace, Brown

MOTION CARRIED

ATTEST: _____



Secretary to the Commission

MOTION: DEPUE

**August 8, 2023
Regular Meeting
Res. No. 23-073**

SECOND: BRICKLEY

**RE: AMEND RES. NO. 23-069 FOR REZ2022-00033, DIGITAL GATEWAY SOUTH TO
STRIKE AND INSERT LANGUAGE**

ACTION: APPROVED

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

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby amend Res. No. 23-069, REZ2022-00033, Digital Gateway South, to strike the sentence:

"NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby recommend approval of REZ2022-00033, Digital Gateway South, subject to and contingent upon the following necessary conditions",

and insert the sentence:

"NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby recommend revision of REZ2022-00033, Digital Gateway South, by reference to the following necessary conditions:".

Votes:

Ayes: by acclamation

Nays: None

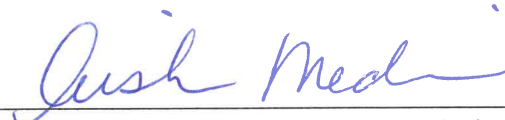
Abstain: None

Absent from Vote: None

Absent from Meeting: Brace, Brown

MOTION CARRIED

ATTEST:



Secretary to the Commission

MOTION: KASTENS

**August 8, 2023
Regular Meeting
Res. No. 23-074**

SECOND: HENSON

**RE: RECOMMEND REVISION OF REZ2022-00033, DIGITAL GATEWAY SOUTH, BY
REFERENCE TO THE FOLLOWING NECESSARY CONDITIONS**

ACTION: SUBJECTED TO AMENDMENTS

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby recommend revision of REZ2022-00033, Digital Gateway South, by reference to the following necessary conditions:

1. Applicant demonstrates through viewshed studies using accepted professional standards and methodologies that there will be no significant adverse visual impact to the Manassas National Battlefield Park at the final building heights; and
2. Applicant proffers to use nonreflective, earth-tone facades chosen in consultation with County staff on any and all building facades that are visible to the public from locations outside the property; and
3. Applicant proffers to follow all recommendations resulting from Phase I, Phase II, and Phase III (as applicable) studies submitted to the County and curate with the County all artifacts, field records, laboratory records, photographic records, and other records recovered and produced as a result of the investigations and excavations undertaken in connection with Phase I, Phase II, and Phase III studies; and
4. Applicant proffers that in the event any heretofore unknown archaeological sites are discovered during land disturbance they will consult with the County on the potential preservation of the site and if preservation is not feasible will recover artifacts and curate them with the County; and
5. Applicant proffers that it will permit the County Archaeologist or their designee to enter the property to conduct archaeological research at the latter's expense, on any sites indicated by Phase II studies; and
6. Applicant proffers to delineate the boundaries of, preserve, appropriately fence, and guarantee public access to any cemeteries in accordance with the standards set

forth in Section 32-250.110 of the Prince William County Code in effect as of this date;
and

7. Applicant proffers that any human remains discovered during site activity will be handled in accordance with federal, state, and local laws and regulations regarding the removal and reinterment of such remains; and

8. Applicant proffers to design and install a plaque or similar commemorative marker in the vicinity of Boundary Tree in consultation with the U.S. Department of the Interior, the Prince William County Historical Commission, and the County's Department of Parks, Recreation, and Tourism, and provide a route of public access to the marker;
and

9. Applicant proffers to install the approximately 5-acre Unfinished Railroad interpretative feature and once completed will dedicate the site in fee simple to the County as a public park and provide a route of public access to the site; and

10. Applicant proffers to dedicate the approximately 9-acre portion of currently privately-owned property located within the legislative boundary of the Manassas National Battlefield Park to the U.S. Department of the Interior or the County in the event the Department of the Interior declines to accept the area and provide a route of public access to the site in consultation with the County Department of Parks, Recreation, and Tourism; and

11. [FROM RES. NO. 23-070] Phase I Archaeological Survey, including shovel pit testing and metal detecting, around Pageland II; and Phase II Architectural Evaluation of Pageland II; recommend remote sensing for human burials on the southwest land bay (as noted in archaeology report) and Phillips Cemetery; and

12. [FROM RES. NO. 23-071] Recommend the applicant assess the effects of altering key terrain in the National Register Historic District and alter the building footprint to avoid deconstruction of National Register District integrity; applicant is invited to page 4 section 1.2 and page 72 of Phase I archaeological survey conducted by ERM; and

13. [FROM RES. NO. 23-072] Recommend updated noise study on Piney Woods Cemetery. Recommend a noise study should be conducted to evaluate impacts to cultural resources within and adjacent to the rezoning footprint including proposed the land owned by the American Battlefield Trust and Manassas National Battlefield Park (MNBK). The study should provide a well sourced analysis of impact to the MNBK visitor experience, whether on guided or self-guided tours, if noise is not appropriately attenuated. Measurements (dba) and projections should include all buildings and substations as proposed in rezoning package. The study should cite all relevant noise and sound analyses performed and documented by the National Park Service and the Manassas National Battlefield Park and include the 2017 Manassas National Battlefield Park Acoustic Monitoring report, installation of 24 hour/seven day-a-week acoustical

monitoring equipment should be installed. This study's results should include voluntary enforcement compliance plan for enforcement of noise violations, including revocation of occupancy permits.

Votes:

Ayes: Burgess, Davis, De Pue, Dodge, Green, Henson, Kastens, Kulick, Moser, Pearsall and Reddick

Nays: None


Abstain: Brickley and Porta

Absent from Vote: None

Absent from Meeting: Brace, Brown

MOTION CARRIED

ATTEST: _____



Secretary to the Commission

MOTION: KULICK

**August 8, 2023
Regular Meeting
Res. No. 23-075**

SECOND: PEARSALL

RE: FOR REZ2022-00036, COMPASS DATACENTERS PRINCE WILLIAM COUNTY CAMPUS 1, REZ2022-00032, DIGITAL GATEWAY NORTH AND REZ2022-00033, DIGITAL GATEWAY SOUTH, RECOMMEND VIEWSHED ANALYSIS TO INCLUDE MAY 10, 2010, MANASSAS BATTLEFIELDS VIEWSHED STUDY

ACTION: APPROVED

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

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby for REZ2022-00036, Compass Datacenters Prince William County Campus 1, REZ2022-00032, Digital Gateway North and REZ2022-00033, Digital Gateway South, recommend viewshed analysis to include May 10, 2010, Manassas Battlefields Viewshed Study.

Votes:

Ayes: Burgess, Davis, De Pue, Dodge, Kulick, Pearsall and Reddick

Nays: Brickley, Green, Henson, Kastens, Moser and Porta

Abstain: None

Absent from Vote: None

Absent from Meeting: Brace, Brown

MOTION CARRIED

ATTEST:



Secretary to the Commission

Rezoning #REZ2022-00033, Digital Gateway South

Attached are review comments for the 4th submission for the above referenced case. This attachment does not contain all reviewer comments associated with the 4th submittal; rather, based on the timing of the public hearing, some of the review agencies reviewed the 4th submittal and opted to write their review comments into various sections of the staff report. Other review agencies provided review comments, which are attached, as well as incorporated their feedback into the staff report.



Plan Comments Report

Planning Case Planner

SEE STAFF REPORT

Plan/Case #:	REZ2022-00033	Date: 10-12-23
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Perez, Christopher	
	703-792-8050	CPerez@pwcgov.org

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

SEE STAFF REPORT FOR OUTSTANDING ISSUES.

Section II - Questions/General Information:

SEE STAFF REPORT FOR OUTSTANDING ISSUES.



Plan Comments Report

Transportation Dept

Reviewed w/ comments

Plan/Case #:	REZ2022-00033	Date: 9-21-23
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Belita, Paolo	
	703-792-6273	PBelita@pwcgov.org



The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

See attached revised and updated comments.

Section II - Questions/General Information:

See attached revised and updated comments.

			PRINCE WILLIAM COUNTY DEPARTMENT OF TRANSPORTATION PROJECT REVIEW COMMENT AND RESOLUTION SHEET			COMMENT CATEGORIES: 1. CORRECTIONS 2. RECOMMENDATIONS 3. CLARIFICATIONS
COUNTY PROJECT NUMBER: REZ 2022-00032/REZ 2022-00033			DEVELOPER/ENGINEER: CHRISTOPHER CONSULTANTS 9301 INNOVATION DRIVE, MANASSAS VA		REVIEWER(S): PAOLO BELITA PBELITA@PWCGOV.ORG	DATE: 9/21/2023
TYPE & SUBMITTAL: REZONING FOURTH SUBMISSION			PROJECT NAME: DIGITAL GATEWAY NORTH AND DIGITAL GATEWAY SOUTH			
ITEM NO.	REFERENCE	COMMENTS	COMMENT CATEGORY	RESPONSE DATE:	FINAL DISPOSITION ⁽²⁾	
4.01	Proffer 9.C. (August 25, 2023)	The Applicant must add language to this proffer section indicating that the plan for the routing of construction trucks will include a general schedule as part of the overall routing plan.	1			
4.02	Proffer 46/49 (August 25, 2023)	An updated Digital Gateway Development and Compass Datacenters Development Traffic Impact Phasing Analysis Memo dated September 13, 2023, was submitted to supersede the Phasing Analysis Memo submitted as part of the 4 th submission package. The Applicant must update the Proffers to match the revised number of phases to include accompanying improvements and addition of a new transportation improvements phase at 4 MSF total area of data center and ancillary uses.	1			

- (1) To be filled out by Applicant/Engineer. Date of Response is required.
 (2) The PWC reviewer is responsible for the final disposition of all comments.

Note: This form is to be used by the PWC Transportation Planning to provide comments or concerns associated with the rezoning applications, site plans, special use permit applications or any other plans when requested by the applicants.

REVISED: MAY, 2017

4.03	Proffer 46/49 (August 25, 2023)	The Applicant must add language or similar text that the funds held by PWCDOT or the Board that were previously or may in the future be proffered by other data center projects in the CPA Area for the Roadway Network Improvements can only be used <i>with approval from the County</i> .	1		
4.04	Proffer 46/49 (August 25, 2023)	<i>“Exhibit A: Transportation Infrastructure Improvements Concept Plan & Phasing”</i> must be updated to reflect the phasing of improvements referenced in the revised Traffic Impact Phasing Analysis Memo dated September 13, 2023. The Applicant must also remove Exhibit A from the Proffer Statement and include it separately as an exhibit. The Applicant must also include the title of this exhibit when being referenced in the Proffers.	1		
4.05	Proffer 46/49 (August 25, 2023)	The Applicant must include reference that improvements on Artemus Road and Thornton Drive are planned in the general area of the Roadway Network Improvements, but will be included as part of REZ2022-00036 (Compass)	1		
4.06	Proffer 46/49.E. 2. (August 25, 2023)	To be consistent with the language in the Compass Datacenters Proffer Statement, the Applicant must include the following at the end of the section <i>“or alternatively any other intersection improvements as approved by PWCDOT or VDOT”</i> .	1		
4.07	Proffer 54/57.A. (August 25, 2023)	The Applicant must include additional language in this section that the County’s ability to acquire the right-of-way and easements for offsite improvements excludes any land or property owned by the Federal Government or Commonwealth of Virginia.	1		

- (1) To be filled out by Applicant/Engineer. Date of Response is required.
(2) The PWC reviewer is responsible for the final disposition of all comments.

Note: This form is to be used by the PWC Transportation Planning to provide comments or concerns associated with the rezoning applications, site plans, special use permit applications or any other plans when requested by the applicants.

REVISED: MAY, 2017

4.08	Proffer 54/57.C. (August 25, 2023)	The Applicant must add clarifying language that the cash in lieu contribution can only be utilized as an option if there is an active County Capital Improvement Program Project in vicinity of the Roadway Network Improvements area that can include the funds as part of the overall budget.	1		
4.09	Proffer 54/57.C. (August 25, 2023)	The Applicant must remove the reference in this section that “in coordination with the County, shall continue to develop if the right of way and/or easements are not acquired”. Staff does not support or agree with the continuation of development until the necessary or alternative improvement is implemented.	1		
4.10	Traffic Impact Phasing Analysis (September 13, 2023)	The Applicant must be consistent in the description of phasing improvements as it relates to the mention of turn lanes. The text should include storage and taper lengths in the text where applicable.	2		
4.11	Traffic Impact Phasing Analysis (September 13, 2023)	With the proposed improvements as part of Phase 1, the improvements listed under Study Intersection 7 related to the southbound right turn lane needs to be clarified in the text that the existing right-turn lane included as part of Phase 0 will be modified to a free-flow right turn lane as part of Phase 1.	1		
4.12	Traffic Impact Phasing Analysis (September 13, 2023)	Starting in Phase 2, various approaches as part of study intersection 5 begin to degrade to LOS F. The applicant must include explanation as to why no mitigations are proposed.	1		

- (1) To be filled out by Applicant/Engineer. Date of Response is required.
(2) The PWC reviewer is responsible for the final disposition of all comments.

Note: This form is to be used by the PWC Transportation Planning to provide comments or concerns associated with the rezoning applications, site plans, special use permit applications or any other plans when requested by the applicants.

REVISED: MAY, 2017

3.01	Proffer 44/46 (April 28, 2023)	The Applicant must update the proffers to include “Phase 0” improvements as described in Digital Gateway Development and Compass Datacenters Development Traffic Impact Phase 0 Analysis Memo dated June 15, 2023.	1	Proffer 4 have been updated.	Please update Phases based on updated Digital Gateway Development and Compass Datacenters Development Traffic Impact Phasing Analysis Memo dated September 13, 2023. Comment Addressed
3.02	Proffer 44/46 (April 28, 2023)	There are inconsistencies between the description of the phasing and transportation improvements as compared to the Compass Proffers. The description of the phased improvements between these proffers and the proffers for Compass must be consistent.	1	Proffer 46 has been updated.	Please update Phases based on updated Digital Gateway Development and Compass Datacenters Development Traffic Impact Phasing Analysis Memo dated September 13, 2023. Comment Addressed
3.03	Proffer 44/46 (April 28, 2023)	Add language that turn lane improvements include traffic signal modifications or reconstruction as necessary.	1	Proffer 46 has been updated.	Please update Phases based on updated Digital Gateway Development and Compass Datacenters Development Traffic Impact Phasing Analysis Memo dated September 13, 2023. Comment Addressed

- (1) To be filled out by Applicant/Engineer. Date of Response is required.
(2) The PWC reviewer is responsible for the final disposition of all comments.

Note: This form is to be used by the PWC Transportation Planning to provide comments or concerns associated with the rezoning applications, site plans, special use permit applications or any other plans when requested by the applicants.

REVISED: MAY, 2017

3.04	Proffer 44/46 (April 28, 2023)	The proffers do not describe the proposed improvements to Artemus Road and Thornton Drive. Add a section which describes the proposed improvements. See Compass Proffers 39 and 40 dated April 28, 2023.	1	<p>For QTS Land Bay A in the North Application Area (REZ2022-00032), the vehicular access from Thornton Drive is emergency access only. Emergency access can be accommodated in the current condition, prior to any proposed improvements to Thornton Drive. In addition, REZ2022-00036 (Compass) appropriately addresses the improvements to Thornton Drive necessary for their primary access.</p> <p>Similarly, REZ2022-00036 proffers address Artemus Road as it is necessary for their site access. The only section of Artemus that impacts the Applicant is the roundabout at Thornton and Pageland, which the Applicant has addressed under the Phasing proffers.</p>	Comment not addressed. See comment 4.05.
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- (1) To be filled out by Applicant/Engineer. Date of Response is required.
(2) The PWC reviewer is responsible for the final disposition of all comments.

Note: This form is to be used by the PWC Transportation Planning to provide comments or concerns associated with the rezoning applications, site plans, special use permit applications or any other plans when requested by the applicants.

REVISED: MAY, 2017

3.05	Proffer 44/46 A (April 28, 2023)	Remove reference to “Regional Roadway Improvements” in last sentence of this section.	1	Proffer 46 has been updated.	Comment Addressed
3.06	Proffer 44/46 C (April 28, 2023)	Include language that the total square feet are inclusive of Ancillary uses. Repeat changes to section 44/46 D, E, and F.	1	Proffer 46 has been updated.	Comment Addressed
3.07	Proffer 44/46 F.2 (April 28, 2023)	Add language indicating that the construction of an “RCUT” includes the option to consider other intersection improvements as approved by Prince William County or VDOT.	1	This language is included in Proffer 46.	Please update Phases based on updated Digital Gateway Development and Compass Datacenters Development Traffic Impact Phasing Analysis Memo dated September 13, 2023. Comment Addressed
3.08	Proffer 44/46 J (April 28, 2023)	The reference to “Exhibit B, Transportation Plan Exhibit” must be updated to be consistent with current Exhibit title.	1	The title referenced in the proffers has been updated to match the Exhibit title.	Comment Addressed.

- (1) To be filled out by Applicant/Engineer. Date of Response is required.
(2) The PWC reviewer is responsible for the final disposition of all comments.

Note: This form is to be used by the PWC Transportation Planning to provide comments or concerns associated with the rezoning applications, site plans, special use permit applications or any other plans when requested by the applicants.

REVISED: MAY, 2017

3.09	Proffer 51/53 A (April 28, 2023)	Include language in this section that the condemnation request is to occur prior to each phase.	1	See proffer 54 in north and Proffer 57 in south.	Comment Addressed.
3.10	Proffer 51/53 B.3 (April 28, 2023)	The County does not agree with receiving a cash in lieu contribution in the event the County is unable to acquire ROW and/or easements. This reference must be removed. The Service Authority reviews and handles Eminent Domain as it relates to wet utilities. The County may assist the Service Authority if requested. The text must be updated accordingly.	1	Applicant has updated Proffer 54.b.3 in North and 57.c. in south	Comment not addressed. See comment 4.08 and 4.09
3.11	TIA	The applicant has indicated that a maximum of 10 percent of the total gross floor area of any building may include secondary office and ancillary uses. The applicant must provide background information on what assumptions were used to include these uses as part of the TIA.	3	Ancillary uses as defined in the proffers are within the principal use (data centers) and are for the use of employees, contractors and/or visitors of the data centers. There are no additional vehicular trips associated with ancillary and secondary uses.	The applicant has provided additional explanation on this issue. Comment Addressed.
2.01	General	Provide a Public Improvement Plan (PIP) for Pageland Lane with the first Site Plan. Note that the applicant must control all right of way before the PIP can be approved.	1	The Applicant has included in the proffers that a PIP for Pageland Lane between Route 29 to the south and Sudley Road shall be submitted with the first site plan on the Property.	Comment Addressed.

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2.02	General	A half section of Sudley Road, between Sanders Lane and Gum Spring Road is being requested to be widened to its ultimate configuration. Sudley Road is planned as a four-lane 128' Minor Arterial Roadway in the Comprehensive Plan. AADTs on Sudley Road between Sanders Lane and Gum Spring Road are forecasted to be as high as 18,000 and are too high for the existing 2-lane road.	1	Comment acknowledged. A half section of the MA-2 section is proposed along the Sudley Road frontage.	Comment Addressed.
2.03	General	The applicant must consult with VDOT on the maintenance of facilities related to any wildlife crossings that traverse under Pageland Lane and all other public roads.	1	Comment acknowledged.	Comment Addressed.
2.04	General	The applicant must consult with VDOT regarding the maintenance of any landscaping within proposed medians or roundabouts on Pageland Lane and all public roads.	1	Comment acknowledged.	Comment Addressed.
2.05	Proffer 36/39 (January 19, 2023)	36/39 A. Remove the background information referencing the CPA – it does not belong in the Proffers. The reference of roadway improvements for this section should be modified from “Regional Road Network Improvements” to “Roadway Network Improvements”. While there are proposed improvements to mitigate impacts on both Route 234 and Route 29, most improvements are focused to facilitate local traffic. All future references to “regional” improvements should be removed.	1	Removed the entire background section about the CPA from the proffers. Removed “regional” from all references to the road network improvements.	Comment Addressed.
2.06	Proffer 36/39 (January 19, 2023)	As part of the phasing schedule, include the phasing, timing, and location of when and where specific land bays will be developed.	1	This will be a long term, multi-year, multi-phase build out and involves more than one Applicant. As such, the Applicant of REZ2022-00032/33 cannot identify a definitive timeframe for when each land bay in the Pageland Lane corridor will be developed or identify the	Comment Addressed.

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				specific order in which land bays will be developed. The Proffers note development will occur from south to north, with land bays south of Artemus Road developed in the earlier phases and north of Artemus Road developed in the later phases.	
2.07	Proffer 36/39 C 1,2,3, and 4	Replace “completion of up to” a certain million square feet of data center to “issuance of an occupancy permit representing the” certain million square feet of data center.	1	Proffers have been updated to so that each phase of transportation improvements is tied to occupancy permits and the cumulative GFA for each phase.	Comment Addressed.
2.08	Proffer 36/39 C.1.C (January 19, 2023)	Provide the general length of the widening/reconstruction improvements on Pageland Lane from Route 29 to the first commercial entrance north of Route 29. Page 15 of the Traffic Impact Phasing Analysis states Pageland Lane will be widened 1000’ from the intersection of Lee Hwy. The Phasing Plan must be consistent with the proffers.	1	The phasing analysis has been updated to match the proffers. General length of this segment has been added to the proffers.	Comment Addressed.
2.09	Proffer 36/39 C.3.B (January 19, 2023)	Provide the general length of the widening/reconstruction on Pageland Lane from Sudley Road to the first commercial entrance south of Sudley Road.	1	The updated phasing plan for Phase III widening from Artemus to Sudley removes the need to call out this improvement.	Comment Addressed.
2.10	Proffer 36/39 C.4 (January 19, 2023)	The reconstruction of Pageland Lane as a four-lane divided section between the first commercial entrance south of Sudley Road and Thornton Drive should occur as part of Phase III of the roadway improvements. It is currently listed under Phase IV.	1	Comment acknowledged. This section has been pushed to Phase III as shown in the revised phasing plan and proffers.	Comment Addressed.

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2.11	Proffer 36/39 C.5 (January 19, 2023)	The construction of an “RCUT” intersection at Pageland Lane and Route 29 must be approved by the County and VDOT. A signal justification report must be completed, to determine if this is the best improvement. This improvement should occur as part of Phase IV and Phase V should be eliminated.	1	Comment acknowledged. This improvement has been pushed to Phase IV as shown in the revised phasing plan and proffers.	Comment addressed. See additional comment #3.07
2.12	Proffer 37/40	Remove reference to “including entrances providing access to substations, cemeteries, trailheads, Environmental Features or Site Amenities” and replace with “as shown on the MZP. No other accesses will be allowed”		Now Proffers 47/ 45, the Applicant has removed the reference and replaced with “as shown on the MZP.”	Comment Addressed.
2.13	Proffer 44/47 C	This reference should be eliminated. Alternate solutions must be developed in the event that neither the Applicants nor the County acquire the right of way and/or easements as noted in this section.	1	Now Proffers 51/53c, the Applicant has revised to state in the event the County does not acquire the ROW and/or easements, the Applicant shall provide a cash in lieu contribution to the County equal to the amount representing the Applicant’s estimate of the cost to build the portion of the Roadway Network Improvements.	Comment not addressed. The County does not support receiving a cash in lieu contribution in the event the County is unable to acquire ROW and/or easements. This reference should be removed, and it is recommended that the applicant meet with the County to discuss this section in greater detail.
2.14	MZP - General	Include Transportation Plan sheets in MZP to include shared use paths, roundabouts, entrance types, turn lanes/tapers, and intersection/access spacing as depicted in the Transportation Plan Exhibits.	1	The transportation concept plan is included as an exhibit to the proffers. The proffered elements are limited to the four phases and the improvements within each phase. Other improvements are for informational purposes and subject to final engineering, design and approval from VDOT and Prince William County.	Comment Addressed.

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2.15	MZP - General	MZP does not show proposed transportation infrastructure improvements on Sudley Road and Route 29. Include all proposed transportation improvements in MZP.	1	The ROW dedication is included on the MZP with a note that references the transportation exhibit	Comment Addressed.
2.16	MZP - General	Indicate for all non-primary entrances whether they will be a low volume commercial entrance (right-in/right-out) or emergency access only entrance.	1	The non-primary entrances are low volume commercial entrances; a note has been added to the MZP that these are intended for emergency access only	Comment Addressed.
2.17	MZP – Cover Sheet	Remove references to sidewalk on both the typical section graphic and notes. Provide typical section on future Transportation Plan sheets. Include typical sections for other public roadways if applicable.	1	Typical section for Pageland and Sudley have been provided.	Comment Addressed.
2.18	DCSM 601.01	A note must be added to the MZP to state that the parking spaces required by the DCSM will be provided at each site plan.	1	Note has been added to the MZP.	Comment Addressed.
2.19	DCSM 601.02 & 601.06	Show interparcel access options with compatible uses on adjacent parcels and provide opportunities for future connections if applicable.	1	The proposed development includes secured perimeters around the project areas. Interparcel access is not desired for this type of project.	Comment Addressed.
2.20	Master Corridor Plan	Under the Pageland Lane cross section graphic; the pavement markings shown on the 10' shared use path separating bicycle and pedestrian foot traffic should be removed. Remove all dimensions in cross section graphic.	1	The Pageland Lane typical section has been updated.	Comment Addressed.

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2.21	Traffic Impact Phasing Analysis February 9, 2023	Page 15 states Pageland Lane will be widened 1000' from the intersection of Lee Hwy. The proffers state Phase 1 will widen Pageland Lane from the intersection of Lee Hwy to the 1 st commercial entrance. The Phasing Plan must be consistent with the proffers.	1	Comment acknowledged. The phasing analysis has been revised to match the proffers.	Comment Addressed.
2.22	TIA January 18, 2023	AADTs on Sudley Road between Sanders Lane and Gum Spring Road are forecasted to be as high as 18,000 and are too high for the existing 2-lane road. The Applicant must commit to widening Sudley Road along the site frontage between Sanders Lane and Gum Spring Road.	1	Comment acknowledged. A half section of the MA-2 road is being proposed along the QTS frontage and addressed in the proffers.	Comment Addressed.
2.23	TIA January 18, 2023	Intersection #5 Lee Hwy at Heathcote: The SBL approach delay degrades from 54.7 to 100.6 after mitigation. The applicant should explore opening the striped shoulder and providing a third left turn lane and constructing a receiving third lane in the median on Lee Hwy to mitigate.	1	A third southbound left turn lane and a receiving third lane on Rte. 29 are currently shown in the TIA consistent with the planned improvements per the Transform I-66 Outside the Beltway project. It is acknowledged that the southbound left movement in particular operates with high delay, but the southbound approach operates at LOS E which is within the allowable threshold for arterials per the County Comprehensive Plan.	Comment Addressed.
2.24	TIA January 18, 2023	A capacity analysis of the Route 29/Route 234 intersection in the park should be completed. While improvements at this location will not be requested as part of this application, information on how the development impacts the Park still needs to be shown.	1	Comment acknowledged. The latest submission of the TIA shows the capacity and queuing analysis of the Rte. 234 and Rte. 29 for information only.	Comment Addressed.

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	General	The Plan set and application are incomplete. A complete Transportation Plan and proffers were not included, and therefore, these comments are not complete. The Applicant must also provide a phasing plan and funding source for the roadway improvements on the surrounding road network. Note that Lee Highway, Sudley Road, the Manassas Battlefield Bypass and the Route 29 Alternate are included in the Comprehensive Plan for improvement and there is no current funding allocated to improve them.	1	Comment acknowledged. The Master Rezoning Plan ("MZP") includes road alignments, rights-of-way, and entrances in approximate locations subject to final engineering at time of a public improvements plan or site plan. Proffers have been included in the resubmission (see Proffers 36-41). The phasing and funding continues to be discussed between the applicant and the County. A transportation phasing analysis will be submitted to the County to help determine the appropriate phasing of the transportation improvements. The unfunded Comprehensive Plan improvements were not assumed in the TIA analysis	Comment Addressed.
1.01	DCSM 601.03	The Digital Gateway CPA 2021-00004 states that Pageland Lane should be widened to a modified 4-lane divided Minor Arterial adjacent to the site with a minimum of 128' of right of way. The Applicant must provide adequate right-of-way and construct a four lane divided Minor Arterial facility between Sudley Road and Route 29 with a shared use path on both sides of the road, a landscaped strip and a landscaped median. The Applicant may also coordinate cost sharing and timing of these improvements with other pending developments in the Pageland Lane corridor.	1	Comment acknowledged.	Comment Addressed.

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1.02	DCSM Table 6-6	All entrance cross overs on Pageland Lane must be a minimum of 900' with 1,100 feet preferred. The Digital Gateway CPA states that intersections should be roundabouts to offer a quieter alternative to vehicles stopping and starting at traffic signals with less light and sound pollution to the Battlefield. Accesses must be consolidated along Pageland Lane with service drives to serve the proposed development.	1,2	Comment acknowledged. In the revised submission of the TIA, a majority of intersections on Pageland Lane are roundabouts. Intersection Spacing of 1,100 feet is met between all crossovers with the exception of one, which is restricted by environmental factors and meets VDOT spacing requirements.	Comment Addressed.
1.03	DCSM 620.10,602.07 and Table 6-7	No proffers were submitted with the application. The Applicant must proffer all turn lanes outlined in the mitigation section of the TIA and ensure they meet VDOT and DCSM standards.	1	Comment acknowledged. Proffers have been submitted along with revised submission.	Comment Addressed.
1.04	General	The Applicant must provide road cross sections in the Plan set which match DCSM standards. This includes clarifying public and private roads.	1	Comment acknowledged. Road cross sections are provided on Sheet 08 of the MZP.	Comment Addressed.
1.05	Digital Gateway CPA	The approved Digital Gateway Comprehensive Plan Amendment, CPA 2022-00004, recommends that all access points be from Pageland Lane.	1	Comment acknowledged. Primary access to the site is located off Pageland Lane, as well as Artemus Rd and Thornton Dr which are access via Pageland Lane. The CPA language allows for flexibility	Comment Addressed.

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				and allows for alternative access to be considered during rezoning.	
1.06	Comp Plan NM Policy 7	The Applicant must provide a minimum of one (1) inverted-U bicycle parking on-site for each building, built to APBP standards. (Association of Pedestrian and Bicycle Professionals)	1	Comment acknowledged. Pursuant to Proffer 42 in the draft Proffers, the Applicant is committing to 1 inverted-U bicycle parking racks for each new data center building. .	Comment Addressed.
1.07	DCSM 602.18	The Applicant must provide for bicycle and pedestrian access internally and connections to external sites including the Manassas National Battlefield Park. More detail must be provided.	1	Comment acknowledged. In addition to the shared-use path to be provided on the application property on either side of Pageland Lane, the Applicant is committing to provide a multi-use trail network through portions of the application property as well pursuant to the draft Proffers.	Comment Addressed.
1.08	DCSM 601.02 & 601.06	In order to reduce circuitous travel and minimize the impacts of local trips on through traffic flow on Pageland Lane, the Applicant must analyze inter-parcel access options with compatible uses on adjacent parcels and provide opportunities for future connections.	1	Comment acknowledged. Interparcel connectivity has been included where feasible and secure.	Comment Addressed.
1.09	DCSM 602.03	The Applicant must provide the average daily site traffic at each proposed site entrance on the MZP.	1	Comment acknowledged. Site VPD for each entrance is provided on the MZP.	Comment partially addressed. Provide VPD for all accesses on relevant MZP sheets. VPDs added to the MZP

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1.10	DCSM 603.05, 603.13	The Applicant must provide sight distance information and the distance between intersections on the MZP.	1	Comment acknowledged. Sight distance information is included on the MZP. See the Transportation Infrastructure Improvements Concept Plan referenced in the proffers pertaining to proposed distance between intersections.	Comment not addressed.
1.11	DCSM 601.01	The Applicant must provide the required number and location of parking spaces for the proposed uses on the MZP.	1	Comment acknowledged. Parking will be provided pursuant to the Prince William County Zoning Ordinance.	Parking must be provided pursuant to the DCSM, not the Zoning Ordinance. Note has been added to MZP.
	TIA	Gorove -Slade TIA for H&H Capital Development dated May 19, 2022			
1.12	TIA	VDOT does not consider signal timing modifications as a mitigation measure.	1	Comment acknowledged.	Comment partially addressed. Mitigations for intersections 5 and 6 include signal timing coordination which will be subject to VDOT acceptance. The signal timing mitigations are shown to present the benefits of the improvements being done along the corridor. Acknowledge that they are subject to VDOT approval.
1.13	TIA	<ul style="list-style-type: none"> - Site access 23 and 24 should be combined. - Site access 25 and 26 should be combined. - Site access 20, 21, and 22 should be combined. - Alternatively, a service road would be acceptable to consolidate access points. 	1	Comment acknowledged. Site access has been consolidated where feasible. Site Access 23 and 26 are shown but are a partial access/Right In Right Out access. Intersections 20, 21 and 22 on	Comment addressed.

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				Artemus Road are shown as they will provide access to different parcels /buildings in the development and are needed from a security and circulation perspective. VDOT intersection spacing requirements will be met.	
1.14	TIA	- Intersection 23 (Site Entrance 4) is not shown on sheet 8 of the MZP (Transportation Overview). This must be confirmed as a site access point.	1	The access points on the plan and the TIA have been revised to be consistent..	Comment addressed.
1.15	TIA	- Site access is shown on the northwest corner of Land Bay 5. However, this access point is not shown as an intersection in the TIA. Please confirm this is a site access point.	1	The access points on the plan and the TIA have been revised to be consistent.	Comment addressed.
1.16	TIA	- 2030 Background vs 2030 Total Future (with H&H Capital Development, without Digital Gateway) <ul style="list-style-type: none"> At Intersection #7, the northbound approach degrades from E (67.4) to F (93.4) with no mitigations proposed. 	1	The northbound approach of Intersection 7 (Lee Highway at Pageland Lane) is a low volume roadway with 14 vehicles using the approach in the AM peak hour and 20 vehicles using the approach in the PM peak hour. In the revised TIA, for 2030 ultimate conditions, RCUT mitigation is proposed as an alternative at this location which brings the Level of Service to LOS B for the northbound approach.	Comment addressed.

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1.17	TIA	<ul style="list-style-type: none"> - 2030 Background vs 2030 Total Future (with H&H Capital Development and with Digital Gateway) <ul style="list-style-type: none"> o At Intersection #5, the southbound approach degrades from D (51.0) to E (76.8) with proposed signal timing adjustments. However, the northbound and southbound approaches operate significantly worse after mitigation. 	1	<p>In the revised submission of the TIA, background improvements are assumed at Intersection 5 that were planned as part the 'Transform I-66 Outside the Beltway' project which help improve the intersection. It is also noted that acceptable Level of Service standards of up to LOS E are allowable on arterial roadways per the update to Prince William County's Comprehensive Plan-Mobility Chapter.</p>	Comment addressed.
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REVISED: MAY, 2017



Plan Comments Report

VDOT Fairfax

Reviewed w/ Comments

Plan/Case #:	REZ2022-00033	Date: 10-6-23
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	ERIK SPENCER	
	703-792-6273	ERIK.SPENCER@VDOT.VIRGINIA.GOV

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

See attached

Section II - Questions/General Information:

See attached

VIRGINIA DEPARTMENT OF TRANSPORTATION PRINCE WILLIAM LAND USE PROJECT REVIEW COMMENT AND RESOLUTION SHEET				870 TIA: NOT ACCEPTED (SEE COMMENTS)		COMMENT CATEGORIES: 1. REQUIREMENT 2. RECOMMENDATION 3. CLARIFICATION			
COUNTY PROJECT NUMBER: REZ 2022-00032, REZ 2022-00033				DEVELOPER/ENGINEER: GW ACQUISITION CO, LLC/CHRISTOPHER CONSULTANTS, LTD		REVIEWER(S): ERIK SPENCER, P.E. ERIK.SPENCER@VDOT.VIRGINIA.GOV		DATE: 10/06/23	
PROJECT NAME: DIGITAL GATEWAY NORTH DIGITAL GATEWAY SOUTH				REVIEW PHASE & TYPE: 4 TH REVIEW, REZONING / 2 ND REVIEW PHASE 0 MEMO.		DISCIPLINE: PWC LAND USE			
ITEM NO.	DWG. NO. ⁽¹⁾	COMMENTS	COMMENT CATEGORY	RESPONSE ⁽²⁾ DATE:		FINAL DISPOSITION ⁽³⁾			
		Name: Manasi Phadnis Discipline: Traffic Planning Date: 10/05/23							
4.01	G	Based on VDOT Chater 536 requirements, please include V/C ratio for west and east segment of Groveton Road in the Technical Memo-Digital Gateway and Compass Phasing Analysis_September 13 2023 and the TIA for both Digital Gateway and Compass.	1						
4.02	G	Page 44 of Technical Memo-Digital Gateway and Compass Phasing Analysis_September 13 2023 mentions that Pageland Lane wideing is shown in Figure 15; however figure 15 is not included in the report.	3						

(1) Indicate drawing no./page no. or use "G" for general comment.
 (2) To be filled out by Applicant/Engineer. Date of Response is required.
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Note: This form is to be used by the VDOT land use team to provide comments or concerns associated with the rezoning applications, site plans or any other plans when requested by the county or the applicants.
 REVISED SEPTEMBER, 2014

VIRGINIA DEPARTMENT OF TRANSPORTATION PRINCE WILLIAM LAND USE PROJECT REVIEW COMMENT AND RESOLUTION SHEET				870 TIA: NOT ACCEPTED (SEE COMMENTS)		COMMENT CATEGORIES: 1. REQUIREMENT 2. RECOMMENDATION 3. CLARIFICATION		
COUNTY PROJECT NUMBER: REZ 2022-00032, REZ 2022-00033			DEVELOPER/ENGINEER: GW ACQUISITION CO, LLC/CHRISTOPHER CONSULTANTS, LTD		REVIEWER(S): ERIK SPENCER, P.E. ERIK.SPENCER@VDOT.VIRGINIA.GOV		DATE: 10/06/23	
PROJECT NAME: DIGITAL GATEWAY NORTH DIGITAL GATEWAY SOUTH			REVIEW PHASE & TYPE: 4 TH REVIEW, REZONING / 2 ND REVIEW PHASE 0 MEMO.		DISCIPLINE: PWC LAND USE			
ITEM NO.	DWG. NO. ⁽¹⁾	COMMENTS	COMMENT CATEGORY	RESPONSE ⁽²⁾ DATE:		FINAL DISPOSITION ⁽³⁾		
4.03	G	Based on previous comment responses a trip generation combined table should have been included as an appendix in the TIA/phasing memo. Could you please provide the location of the appendix.	3					
		PHASING IMPROVEMENTS MEMO						
		Name: Ruth Njogu Discipline: Traffic Engineering Date: 10/03/2023						
4.04	G	For Phase 0 & 1 – The PM WBL queue at intersection #3 (Sudley Rd & Pageland Ln) exceeds the available storage. Which will not only affect the WBT but also the left turn traffic in/out the nearby gas station. Why are they no mitigations proposed?	3					

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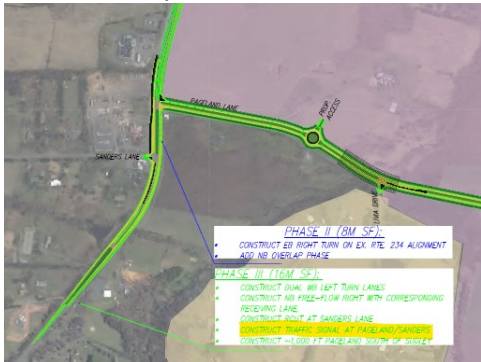
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 REVISED SEPTEMBER, 2014

VIRGINIA DEPARTMENT OF TRANSPORTATION PRINCE WILLIAM LAND USE PROJECT REVIEW COMMENT AND RESOLUTION SHEET				870 TIA: NOT ACCEPTED (SEE COMMENTS)		COMMENT CATEGORIES: 1. REQUIREMENT 2. RECOMMENDATION 3. CLARIFICATION			
COUNTY PROJECT NUMBER: REZ 2022-00032, REZ 2022-00033				DEVELOPER/ENGINEER: GW ACQUISITION CO, LLC/CHRISTOPHER CONSULTANTS, LTD		REVIEWER(S): ERIK SPENCER, P.E. ERIK.SPENCER@VDOT.VIRGINIA.GOV		DATE: 10/06/23	
PROJECT NAME: DIGITAL GATEWAY NORTH DIGITAL GATEWAY SOUTH				REVIEW PHASE & TYPE: 4TH REVIEW, REZONING / 2ND REVIEW PHASE 0 MEMO.		DISCIPLINE: PWC LAND USE			
ITEM NO.	DWG. NO.⁽¹⁾	COMMENTS	COMMENT CATEGORY	RESPONSE⁽²⁾ DATE:		FINAL DISPOSITION⁽³⁾			
4.05	Pg 85	Under conclusion section, incorrectly states that an EBL and WBR will be provided instead of EBR and WBL Study Intersection 16 (Sudley Road and Directional Crossover Site Access) o Install eastbound left and westbound right turn lanes.	1						

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REVISED SEPTEMBER, 2014

VIRGINIA DEPARTMENT OF TRANSPORTATION PRINCE WILLIAM LAND USE PROJECT REVIEW COMMENT AND RESOLUTION SHEET				870 TIA: NOT ACCEPTED (SEE COMMENTS)		COMMENT CATEGORIES: 1. REQUIREMENT 2. RECOMMENDATION 3. CLARIFICATION	
COUNTY PROJECT NUMBER: REZ 2022-00032, REZ 2022-00033			DEVELOPER/ENGINEER: GW ACQUISITION CO, LLC/CHRISTOPHER CONSULTANTS, LTD		REVIEWER(S): ERIK SPENCER, P.E. ERIK.SPENCER@VDOT.VIRGINIA.GOV		DATE: 10/06/23
PROJECT NAME: DIGITAL GATEWAY NORTH DIGITAL GATEWAY SOUTH			REVIEW PHASE & TYPE: 4TH REVIEW, REZONING / 2ND REVIEW PHASE 0 MEMO.		DISCIPLINE: PWC LAND USE		
ITEM NO.	DWG. NO. ⁽¹⁾	COMMENTS	COMMENT CATEGORY	RESPONSE ⁽²⁾ DATE:	FINAL DISPOSITION ⁽³⁾		
4.06	G	Improvement Figure v1.17 – Phase 3 – incorrectly states a signal will be constructed at Pageland/Sander Ln instead of Sander/Sudley 	1				
3.01	TIA	Under the analysis results 2022 existing conditions, identify the 7 intersections the bullet points are describing.	1	Comment acknowledged. The bullet points identifying the intersections have been added to the revised TIA submission.	10/06: Comment Closed		

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3.02	G	Phase 1 of the Pageland Road improvements do not start until 4M sq. ft. However, under existing conditions Intersection #7 has level of service F. There should be some mitigation of this intersection to improve it at the start of the project since any square footage or additional trips will further degrade the intersection.	1	Comment acknowledged. In the revised Phasing analysis, improvements are presented at Pageland Lane/Sudley Road at Phase 0 (without any development). These improvements are referenced in Phase 1 (8 MSF) analysis, and it is shown that the intersection does not degrade below the acceptable LOS threshold for Phase 1.	10/06: Comment Closed
3.03	G	Intersection #3 also has level of service F, should any improvements be done to this intersection prior to Phase II, 8M sq. ft due to any increase in traffic?	1	Comment acknowledged. In the revised phasing analysis, the signal timings were optimized to better allocate green time. Intersection #3 operates with acceptable approach LOS in Phase 1 (8 MSF) prior to the proposed Phase 1 (8 MSF) improvements.	10/06: Comment Closed
3.04	G	Will any of the existing intersections degrade to level of service F prior to the phase in which they will be improved. If so, the improvements should be completed prior to them failing and not after.	1	The updated phasing plan has been established by trying to provide improvements prior to intersection degradation for each phase. This is accomplished at the majority of intersections where mitigations are proposed in the majority of phases.	10/06: Comment Closed

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ITEM NO.	DWG. NO. ⁽¹⁾	COMMENTS	COMMENT CATEGORY	RESPONSE ⁽²⁾ DATE:		FINAL DISPOSITION ⁽³⁾			
		Name: Ruth Njogu Discipline: Traffic Engineering Date: 06/02/2023							
3.05	G	All unmitigated Synchro files for existing and future scenarios with/without compass data center show 4 WB receiving lanes between intersection #5 and #6. This is different from the lane configurations for future mitigated scenarios. Please check/verify that the models are consistent	1	Comment acknowledged. The synchro files are changed to be consistent in showing 3 WB receiving lanes and 1 westbound right turn bay between intersection #5 and #6. This did not affect the analysis results or conclusions.		10/06: Comment Closed			
3.06	G	TF 2030 Mitigated – Synchro files shows 2 EB lanes prior to intersection #2 with the inner lane dropping at intersection #2. Should this be a dedicated left turn lane and 2 EB lanes with the right most lane dropping at #3?	3	Comment acknowledged. The synchro files are changed to be consistent in showing a dedicated left turn bay at intersection 2 with two eastbound thru lanes. This did not affect the analysis results or conclusions.		10/06: Comment Closed			

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3.08	TIA	Please review the trip assignments for total trips including Digital and Compass to match with the trip generation table.	1	<p>The trip assignments were reviewed and compared with the trip generation table. There were slight differences from the table due to rounding at the individual entrances (negligible differences); therefore the volume have been slightly modified to match the trip generation table. This change did not affect the overall results or conclusions of the TIA.</p> <p>The total number of trips in and out of the site match what is shown in the trip generation. Due to some site entrances only providing access to Digital Gateway and some only providing access to Compass, not all site entrances are analyzed in both TIAs.</p> <p>The Compass Datacenter TIA will show the site trip assignment for Compass Datacenter Development and the Digital Gateway TIA will show the site trip assignment for the Digital Gateway Development. An exhibit has been added to the appendix which shows the volumes at all entrances for the ultimate scenario for clarity.</p>	10/06: Comment Closed
3.09	TIA	There is no growth rate provided for Sander Lane between 2020 and 2030. Please clarify.	1	Per the agreed upon scoping document for this TIA, no inherent growth rate on Sanders Lane was applied.	10/06: Comment Closed
3.10	TIA	At the Sudley Road and Sanders Lane RCUT there are 239 vehicles making a U Turn at an unsignalized intersection for the 2030 Future condition scenario; Sudley Road has a speed limit of 50 MPH and there is a curve in the roadway upstream of Sudley and Sanders where vehicles would need to make a U Turn. Would U Turning vehicles have enough sight	2	Based on preliminary plans, the RCUT design on Sudley Road is feasible. The final design will be determined with the PIP (Public Improvement Plan) and will adhere to VDOT standards.	10/06: Comment Closed

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PROJECT NAME: DIGITAL GATEWAY NORTH DIGITAL GATEWAY SOUTH				REVIEW PHASE & TYPE: 4 TH REVIEW, REZONING / 2 ND REVIEW PHASE 0 MEMO.		DISCIPLINE: PWC LAND USE			
ITEM NO.	DWG. NO. ⁽¹⁾	COMMENTS	COMMENT CATEGORY	RESPONSE ⁽²⁾ DATE:		FINAL DISPOSITION ⁽³⁾			
		distance and gaps to make the movement at an unsignalized intersection?							

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3.11	TIA	Sudley and Gum Spring has a LOS of E for SBL movement for the 2030 Total Future scenario and which becomes F for the 2036 Total future. Compared to the 2030 Background growth with no developments the EB level of service degrades while there is no improvement in the LOS for the other movements Would the south bound left turn pocket need to be extended or additional mitigation measures be recommended.	2	<p>Comment acknowledged.</p> <p>The southbound right turning movement is shown to have a storage lane/pocket. Consistent with existing conditions, the southbound left lane is a continuous lane with no pocket. The southbound right turning pocket is proposed to be extended to approximately 600'.</p> <p>Additionally, it is noted that traffic impact mitigations are proposed to achieve an approach LOS of E or better or non-degradation. All approaches operate at acceptable LOS and the timings were optimized to improve the SBL to LOS E. Also, the 2036 scenario is presented for planning purposes only and isn't meant to be used to determine additional mitigations. Therefore, additional mitigations are not proposed.</p>	10/06: Comment Closed
3.12	TIA	Would the signal at Gainesville Crossing Entrance/West median U turn and lee highway be installed prior to the year 2030 since it is considered as part of the 2030 analysis.	3	Yes, a signal is expected to be installed before 2030 at the intersection as part of the Gainesville Crossing application. However, proffers have been included with this application to commit to providing the signal if it is not implemented prior to when needed by this application.	10/06: Comment Closed
3.13	TIA	For Chapter 536 reporting the following roadways which are classified as minor arterial and above and have volume exceeding capacity - Lee Highway east of Heathcote Blvd has a V/C ratio greater than one for 2030 and 2036 Future with development in the PM peak period. Lee Highway west of University	1	Comment acknowledged.	10/06: Comment Closed

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		Dr has a V/C greater than one for 2036 future with development.					
		PHASE 0 IMPROVEMENTS MEMO					
3.14	G	It appears that you are making the Westbound approach worse with the proposed mitigation for intersection 7. Can you do anything that will not make the Westbound Thru/Right worse than	3	In the updated phasing analysis, under phase 0, the westbound approach operates at LOS B and LOS D in the AM and PM peak hour respectively. The intersection continues to operate with acceptable approach LOS at Phase 1 (8 MSF), when further improvements are proposed. The westbound approach is optimized as much as possible without degrading other approaches.	10/06: Comment Closed		

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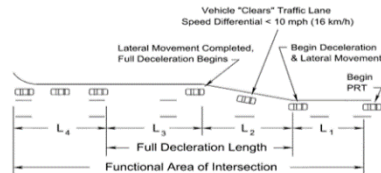
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3.15	G	Per note 2 on Table, the 95 th queues may be longer than reported, what is the expected total queue for the Westbound and Southbound approach? Is the Southbound Right turn lane long enough to encompass the full 95% queue?	3	<p>Comment acknowledged. Per Synchro Studio 11 User Guide, “The # footnote indicates that the volume for the 95th percentile cycle exceeds capacity. This traffic was simulated for two complete cycles of 95th percentile traffic to account for the effects of spillover between cycles. If the reported v/c <1 for this movement, the method used represents a valid method for estimating the 95th percentile queue. In practice, 95th percentile queue shown will rarely be exceeded and the queues shown with the # footnote are acceptable for the design of storage bays.”</p> <p>The observed v/c for the southbound and westbound movements in the phasing analysis for the various phases are reported as v/c <1. Based on this, the reported 95th percentile queue is valid for use for designing storage bays. The storage bays provided are larger than the 95th percentile Synchro reported queues and the queues are therefore not expected to exceed the provided storage.</p>	10/06: Comment Closed
3.16	G	Part of the mitigation states that you will extend the eastbound left turn lane by 150’, however this does not take into account the full lane change and deceleration length for cars traveling eastbound. AASHTO recommends a min. of 505’ lane change and deceleration for 55 mph on top of the storage to allow for lane changing and deceleration prior to the stopped cars. Provide additional lane change and deceleration length.	1	<p>Comment acknowledged. Per VDOT RDM Appendix F guidance, additional area for lane change will be provided on top of the storage to accommodate lane changing and deceleration for turning vehicles. The required distance would be L4 - the queue (153 ft) plus 505 feet (L2 and L3) which equal 658 feet.</p> <p>The updated study proposes to extend the left turn lane to 650 feet storage + 200 feet taper (total of 153 feet storage and 697 feet lane</p>	10/06: Comment Closed

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				change and deceleration length) which meets the requirement.  <p style="font-size: small;"> Vehicle "Clears" Traffic Lane Speed Differential < 10 mph (16 km/h) Lateral Movement Completed, Full Deceleration Begins Begin Deceleration & Lateral Movement Begin PRT L₁ = Distance traveled during perception-reaction time (PRT) (2.5 sec. x Design Speed in ft/sec.) L₂ = Taper distance to begin deceleration and complete lateral movement (Taper length see Figure 3-1) L₃ = Distance traveled to complete deceleration to a stop L₄ = Storage length (See Figure 3-1) FIGURE 4-3 ELEMENTS OF THE FUNCTIONAL AREA OF INTERSECTION SOURCE: 2018 AASHTO Green Book, Chapter 9, Section 9.7.2 </p>	
3.17	G	Lengthening the eastbound left turn lane will impact the current median break along Route 29. What are you proposing to do with this median break?	3	The median break will be closed by the applicant. The break currently serves one single family house which can utilize the signal at Pageland Lane and the median break to the west to use rather than turning left.	10/06: Comment Closed

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3.18	G	Page 3 of the report mentions <i>"It was determined that a Phase 0 analysis should be presented, focusing on mitigating any traffic impact associated with the proposed development at the intersection of Lee Highway/US-29 and Sudley Road."</i> however Page 3 and beyond review the intersection of Lee Highway/US-29 and Pageland Lane, but do not review the impacts of the mitigation at Lee Highway and Groveton Road and Lee Highway and Sudley Road.	1	Comment acknowledged. Please note that the Phase 0 analysis has been included in the updated Phasing Analysis, therefore this specific language has been removed. Capacity and queuing analysis for Lee Highway/Groveton Road intersection and Lee Highway/Sudley Road intersection has been included in the phasing analysis.	10/06: Comment Closed
3.19	G	Please provide 2030 volumes without development for AM and PM peak periods.	1	These volumes are included in the Phasing Analysis and are shown as Phase 0 volumes.	10/06: Comment Closed
3.20	G	Please provide trip distribution table for site generated trips.	1	A trip distribution graphic showing direction of approach is included in the revised phasing memo.	10/06: Comment Closed

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3.21	G	Please list V/C for arterials where the ratio is greater than one.	1	V/C reporting for all phases is included in the Phasing Analysis document	10/06: Comment Closed			
3.22	G	Please provide LOS, queue lengths and delays (MOE's) for Lee Highway and Groveton Road and Lee Highway and Sudley Road to check the corridor impacts on Lee Highway with Phase 0 improvements.	1	These intersections are included in the Phasing analysis for illustrative purposes only, consistent with the TIAs.	10/06: Comment Closed			

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2.01	MZP	Provide a detailed transportation plan showing the proposed improvements to the existing street networks. The transportation plan shall include: <ul style="list-style-type: none"> All proffered improvements Centerline stationing VPD for each entrance Distance between entrances/intersections Centerline radius Turn lanes Roundabouts Proposed entrances. <ul style="list-style-type: none"> Label any low volume or emergency access, Label type, ie RI/RO, Full Access, etc. Shared Use paths / Sidewalks Etc. 	1	The concept transportation plan (Transportation Infrastructure Improvements) attached as an exhibit to the Proffers includes these elements for informational purposes. The MZP includes labels of the entrances and references to the overall transportation plan.	Comment Closed.

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2.02	MZP	I recommend providing preliminary sight distance plan and profile to verify the site entrances can work where shown on the plans. Please note, no sight distance waivers will be granted at time of final site plan so if the proposed entrances cannot meet sight distance requirements at final site plan then the entrances will need to be relocated or eliminated.	2	Sight distance plans and profiles will be provided during the roadway design phase. Acknowledge that waivers will not be granted at time of final site plan. All entrances will meet the required sight distances.	Comment Closed.
2.03	MZP	The Comment response to provide comment 1.04 states that a 10' shared use path is to provided on both sides of Pageland but the typical section shows sidewalk on 1 side. Which is correct and update accordingly.	1	The typical section has been updated.	Comment Closed.
2.04	MZP	Provide one overall plan sheet showing all the areas included in the rezoning.	1	An inset showing all areas in the rezoning is included on the MZP.	Comment Closed

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VIRGINIA DEPARTMENT OF TRANSPORTATION PRINCE WILLIAM LAND USE PROJECT REVIEW COMMENT AND RESOLUTION SHEET				870 TIA: NOT ACCEPTED (SEE COMMENTS)	COMMENT CATEGORIES: 1. REQUIREMENT 2. RECOMMENDATION 3. CLARIFICATION
COUNTY PROJECT NUMBER: REZ 2022-00032, REZ 2022-00033		DEVELOPER/ENGINEER: GW ACQUISITION CO, LLC/CHRISTOPHER CONSULTANTS, LTD		REVIEWER(S): ERIK SPENCER, P.E. ERIK.SPENCER@VDOT.VIRGINIA.GOV	DATE: 10/06/23
PROJECT NAME: DIGITAL GATEWAY NORTH DIGITAL GATEWAY SOUTH		REVIEW PHASE & TYPE: 4 TH REVIEW, REZONING / 2 ND REVIEW PHASE 0 MEMO.		DISCIPLINE: PWC LAND USE	
ITEM NO.	DWG. NO. ⁽¹⁾	COMMENTS	COMMENT CATEGORY	RESPONSE ⁽²⁾ DATE:	FINAL DISPOSITION ⁽³⁾
2.05	MZP	You are showing a low volume commercial entrance on Thorton Drive, are you proposing any improvements to Thorton Drive as part of this rezoning?	1	The proposed entrance on Thornton Drive is planned to be a low volume emergency entrance and is not anticipated to be used for daily traffic. Therefore, improvements are not proposed on Thornton Drive.	Comment Closed
2.06	MZP	How are the parcels along Pageland that are not a part of these rezonings or REZ 2022-00036 Compass Datacenters maintaining access to each parcel?	3, 1	All parcels that currently have access to Pageland Lane are anticipated to continue to have Pageland access. This will be detailed during the design phase of Pageland Lane.	Comment Closed.
2.07	MZP	Are the low volume commercial entrances going to be CG-11 style or CG-9D? All emergency access entrances should be CG-9D	3, 1	The emergency access entrances will be CG-9D and a note has been added.	Comment Closed.
2.08	MZP	For any CG-11 entrance and intersections provide turn lanes.	1	Comment acknowledged. Turn lanes are provided at all CG-11 entrances.	Comment Closed.
2.09	G	The distances on the Transportation infrastructure improvements between intersections 19-13 do not add up. Verify the distances and correct on the MZP plan	1	The distances have been corrected on the Transportation Exhibit.	Comment Closed.

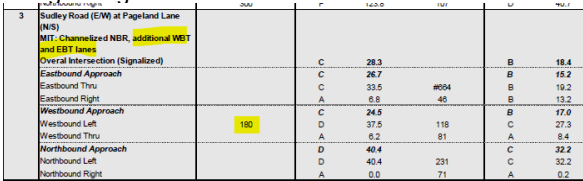
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ITEM NO.	DWG. NO. ⁽¹⁾	COMMENTS	COMMENT CATEGORY	RESPONSE ⁽²⁾ DATE:	FINAL DISPOSITION ⁽³⁾
2.10	MZP	Provide an overall plan showing the phasing of the proposed improvements to Pageland.	1	An overall plan showing the phasing has been provided.	Comment Closed.
		Name: Ruth Njogu Discipline: Traffic Engineering Date: 03/07/2023			
2.11	Pg 62	Table 5: 2030 Future Conditions with Digital Gateway – without Compass Datacenter Development – Intersection #2 Incorrectly calls for EBR & WBL instead of EBL & WBR. Please revise and update all other tables accordingly <div style="border: 1px solid black; padding: 5px; margin-top: 10px;"> <div style="display: flex; border-bottom: 1px solid black;"> <div style="width: 20px; text-align: center; border-right: 1px solid black; padding: 2px;">2</div> <div style="padding: 2px;">Sudley Road (E/W) at Sanders Lane (N/S)</div> </div> <div style="padding: 2px;">MIT: Restricted SBL, channelized SBR, added EBR and WBL turn lanes, added WBU lane(RCUT)</div> <div style="padding: 2px;">Overall Intersection (TWSC)</div> <div style="padding: 2px;">Eastbound Approach</div> <div style="padding: 2px;">Eastbound Left</div> <div style="padding: 2px;">Southbound Approach</div> <div style="padding: 2px;">Southbound Right</div> <div style="padding: 2px;">RCUT Westbound U</div> </div>	1	This table has been revised in the latest submission of that TIA.	Comment Closed.

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ITEM NO.	DWG. NO. ⁽¹⁾	COMMENTS	COMMENT CATEGORY	RESPONSE ⁽²⁾ DATE:	FINAL DISPOSITION ⁽³⁾
2.12		Table 5: 2030 Future Conditions with Digital Gateway – without Compass Datacenter Development – Intersection #3 Incorrectly calls for additional EBT & WBT instead of EBR and dual WBL. Additionally, revise the WBL effective storage length 	1	This table has been revised in the latest submission of the TIA.	Comment Closed.
2.13		The additional WBL at Sudley Rd & Pageland Ln intersection will affect the left turn traffic in/out the nearby gas station. Please document in the TIA where these traffic will be rerouted and provide the analysis of the intersection at Kylie Wilson Way	1	Comment acknowledged. The two intersections- 1) Sudley Road and Gas Station Entrance and 2) Sudley Road and Kyle Wilson Way are included in the analysis for all scenarios. A traffic rerouting graphic is added to the TIA.	

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2.14	PG 81	Table 7: 2030 Future Conditions with Digital Gateway – with Compass Datacenter Development #7 – RCUT mitigations do not match the Synchro model which shows triple SBR and channelized NBR. <div style="border: 1px solid black; padding: 5px; margin: 5px 0;"> <table border="1" style="width: 100%; border-collapse: collapse; font-size: 0.8em;"> <tr> <td style="width: 20px; text-align: center;">7</td> <td>Lee Highway (E/W) at Page Land Lane (N/S)</td> </tr> <tr> <td></td> <td>ALT MT: RCUT, Dual SB Lanes, EBL increased storage, timings adjustment</td> </tr> <tr> <td></td> <td>Overall Intersection (Signalized)</td> </tr> <tr> <td></td> <td>Eastbound Approach</td> </tr> <tr> <td></td> <td>Eastbound Left</td> </tr> <tr> <td></td> <td>Eastbound Thru/Right</td> </tr> <tr> <td></td> <td>Westbound Approach</td> </tr> <tr> <td></td> <td>Westbound Thru/Right</td> </tr> <tr> <td></td> <td>Northbound Approach</td> </tr> <tr> <td></td> <td>Northbound Left/Thru/Right</td> </tr> <tr> <td></td> <td>Southbound Approach</td> </tr> <tr> <td></td> <td>Southbound Right</td> </tr> <tr> <td>7W</td> <td>Lee Highway (E/W) at Gainesville Crossing Access 2 (N/S) - West Median U Turn MT: Signal, WB U Turn Lane and Taper</td> </tr> </table> </div> Please update all the tables in the TIA accordingly	7	Lee Highway (E/W) at Page Land Lane (N/S)		ALT MT: RCUT, Dual SB Lanes, EBL increased storage, timings adjustment		Overall Intersection (Signalized)		Eastbound Approach		Eastbound Left		Eastbound Thru/Right		Westbound Approach		Westbound Thru/Right		Northbound Approach		Northbound Left/Thru/Right		Southbound Approach		Southbound Right	7W	Lee Highway (E/W) at Gainesville Crossing Access 2 (N/S) - West Median U Turn MT: Signal, WB U Turn Lane and Taper	1	The table has been revised in the updated TIA.	Comment Closed.
7	Lee Highway (E/W) at Page Land Lane (N/S)																														
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7W	Lee Highway (E/W) at Gainesville Crossing Access 2 (N/S) - West Median U Turn MT: Signal, WB U Turn Lane and Taper																														
2.15		Intersection 8 – it was stated that no mitigations are presented at this intersection due to concerns expressed by the National Park Service about implementing a roundabout or a signal this location. Other alternatives should be looked into. For instance, provision of turn lanes	1	As discussed, the Park does not want to improve this intersection as it could create more cut through traffic through the park. Therefore no improvements are proposed at this location.	Comment Closed.																										

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PROJECT NAME: DIGITAL GATEWAY NORTH DIGITAL GATEWAY SOUTH				REVIEW PHASE & TYPE: 4TH REVIEW, REZONING / 2ND REVIEW PHASE 0 MEMO.		DISCIPLINE: PWC LAND USE			
ITEM NO.	DWG. NO.⁽¹⁾	COMMENTS	COMMENT CATEGORY	RESPONSE⁽²⁾ DATE:		FINAL DISPOSITION⁽³⁾			
2.16		Under proposed mitigations/recommendation, please document the extent of proposed roadway widening needed along Sudley Rd in order to provide the median openings west of intersection 2 and east of intersection 3. Additionally, clearly document who is responsible for these improvements	1	On the west side on Pageland, improvements and widening associated with the RCUT will be done by the Applicant(s) as these are mitigations associated with Intersection 2 (Sudley Road and Sanders Lane) improvements. The necessary widening is shown in the Overall Transportation Concept Plan.		Comment Closed.			
2.17		Under proposed mitigations/recommendation – Intersection 2 - An alternative mitigation is presented that signalizes the intersection. Clearly document in the TIA that an AM-E would be required since the existing 429' spacing would be less than the required 1050' spacing	1	A note is added to the latest submission of the TIA that a VDOT AM-E would be required at Intersection 2 when the intersection is proposed to be signalized.					
		Name: Manasi Phadnis Discipline: Traffic Planning Date: 03/10/2023							

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2.18	TIA	Based on VDOT requirements for plan review, please provide V/C ratio for all the links on Lee Highway from the ramp on I-66 to Sudley Road for AM and PM peak period. As per requirements please list the V/C ratio for individual roadway segments instead of the entire roadway for all the scenarios and time periods.	1	V/C Ratios for all links on US-29 between I-66 and east of Pageland Lane for the AM and PM periods for all scenarios are included in the revised TIA submission.		Comment Closed.		
2.19	TIA	Capacity for calculating the V/C ratio is assumed to be 1850 pc/h/lane. However this value is the default value for a multilane highway segment for LOS D and FFS 55 mph, However the corridor is signalized and can be classified as an urban corridor; the formula for calculating capacity for urban corridor from HCM needs to be utilized for capacity calculations.	1	Based on discussions with VDOT, in the revised submission, capacity for calculating V/C ratio is obtained from Synchro 11 that uses HCM methodology to calculate lane group capacity based on adjustment factors that include g/C ratio, HV percentage, etc.		Comment Closed.		

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1.01	G	The Plan set and application are incomplete. A complete Transportation Plan and proffers were not included, and therefore, this review is not a complete review.	1	Comment acknowledged. Comment acknowledged. The Master Rezoning Plan ("MZIP") includes road alignments, rights-of-way, and entrances in approximate locations subject to final engineering at time of a public improvements plan or site plan. Proffers have been included in the resubmission (see Proffers 36-41).	Comment Closed.
1.02	7-8	Provide a detailed transportation plan showing the proposed improvements to the existing street network.	1	Comment acknowledged. The MZIP includes road alignments, rights-of-way, and entrances in approximate locations subject to final engineering at time of a public improvements plan or site plan. Proffers have also been included in the resubmission (see Proffers 36-41).	See Comment
1.03	7-8	Are the internal streets going to be private or public? If so, show the location of any proposed public streets	3, 1	All public streets have been shown on the revised plans. Private roadways are shown to be vacated on the MZIP.	Comment Closed

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1.04	7-8	Are any pedestrian facilities being proposed within this development? If so, show the location of the proposed pedestrian facilities.	1	Shared use paths are being proposed along both sides of Pageland Lane. The Applicant is committing to provide a multi-use trail network through portions of the application property as well pursuant to the draft Proffers.	Comment Closed
1.05	7-8	Provide VPD for the proposed entrances	1	Comment acknowledged. Site VPD for each entrance is provided on the MZP.	Comment Closed
1.06	7-8	Provide distances between any intersection and entrances along Pageland, Artemus Road, and Thornton Drive	1	Comment acknowledged. Sight distance information is included on the MZP. See the Transportation Infrastructure Improvements Concept Plan referenced in the proffers pertaining to proposed distance between intersections.	See Comment 2.01 above.
1.07	7-8	Provide a preliminary sight distance plan and profile to verify the site entrances can work where shown on the plans	1	Sight distance information is included on the MZP.	See Comment 2.02 above
1.08	7-8	Provide centerline stationing, existing and proposed functional classification, VPD, Design Speed, etc. along all existing streets	1	See the MZP.	See Comment 2.02 above

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1.09	7-8	Show the location of the proposed entrances/roads from the Digital Gateway North and South Rezoning. Provide distances to these entrances to verify all the proposed entrances will work together and meet spacing requirements.		The locations of the proposed entrances of the Digital Gateway Development and their spacing with respect to existing intersections on Pageland Lane and site access points have been included in the revised TIA and the Transportation Infrastructure Improvements Concept Plan referenced in the proffers.	Comment Closed.
1.10	7-8	What is being done with Trappers Ridge Court, Haddonfield Lane, Dominique Estates Lane, and Saddle Ridge Road?		These streets will be removed.	Comment Closed
1.11	7-8	How is GPIN 7499-34-7858, 7499-35-9157, 7499-34-0245 and 7499-23-9688 getting access to their property?		Access to these parcels will be provided via Livia Drive on Pageland Lane (Intersection #19).	See Comment 2.03 above
1.12	9	Label what streets correspond to each typical section.	1	See Sheet 08 of the MZP.	Comment Closed

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		Name: Ruth Njogu Discipline: Traffic Engineering Date: 08/29/2022			
1.13	TIA	For intersections 5 & 6 only the 2019 raw traffic counts were provided in Appendix. Please provide detailed information on how the counts for 2022 existing conditions were obtained	1	For intersection 5 and intersection 6, 2019 counts from Gainesville Crossing TIA were used for the identified peak hours. Volumes from 2019 were grown to 2022 conditions by using volumes at the adjacent intersection (Intersection #7 – Lee Highway at Pageland Lane) to balance the thru movements and grow the turning movements to/from Lee Highway proportionally. This was done as recent counts from 2021 were available at Intersection #7. In addition, the peak hour counts at Intersection #7 collected in 2021 were higher than the ones available from 2019. This comparison is shown in the TIA appendix with the revised submission.	Comment Closed.

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PROJECT NAME: DIGITAL GATEWAY NORTH DIGITAL GATEWAY SOUTH				REVIEW PHASE & TYPE: 4TH REVIEW, REZONING / 2ND REVIEW PHASE 0 MEMO.		DISCIPLINE: PWC LAND USE			
ITEM NO.	DWG. NO.⁽¹⁾	COMMENTS	COMMENT CATEGORY	RESPONSE⁽²⁾ DATE:		FINAL DISPOSITION⁽³⁾			
1.14	TIA	How were the traffic counts for the West Median Uturn & Lee Hwy (Rt 29) obtained? Please provide supporting documentation in the Appendix	3	Volumes at this location for movements on Lee Highway were due to rerouting due to a potential RCUT mitigation at Lee Highway and Pageland Lane. Volumes for the northbound approach were obtained from the approved Gainesville Crossing TIA. Supporting documentation will be provided in the appendix of the TIA.		Comment Closed.			

(1) Indicate drawing no./page no. or use "G" for general comment.
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1.15	TIA	2030 & 2036 Future Built scenarios – Intersections 3 EBT (AM peak), (WBL)(AM/PM) & 4 (SBR) (PM), the 95 th queue lengths significantly exceed the available storage length. We recommend looking at possible improvements that would be needed in order to mitigate the issue and document them in the report. Additionally, document the reasons why the needed mitigation cannot be provided by the project.	1	<p>Intersection #3, a dual left lane configuration exists for the westbound left movement. The reported storage bay length is for the inner left turn lane only; vehicles making the westbound left movement can queue in the outer left turn lane as well which can accommodate the queue.</p> <p>The queue at the eastbound thru Movement at Intersection #3 is not anticipated to cause any queuing issues upstream at Intersection #2 as the eastbound thru movement at Intersection #2 is an uncontrolled/free movement. Additional storage between the 2 intersections cannot be provided as the roads are in fixed locations.</p> <p>In the revised submission of the TIA, increased storage is provided for the Southbound Right movement at Intersection #4 as a mitigation.</p>	Comment Closed.
		Name: Vahid Moshtagh Discipline: Traffic Planning Date: 09/20/2022			
1.16	P 35	The growth volumes are not balanced resulting in inconsistencies between adjacent intersections. Example: PM: 44 vehicles disappear going west from Int 7 to 6.	1	It is acknowledged that there are imbalances in growth volumes between some intersections. These are due to areas that have curb cuts located between them or the application of different inherent growth rate factors on the Lee Highway corridor and the Pageland Lane corridor. Volumes are not balanced 'up' or 'down', as doing so will suggest an application of a higher or lower growth rate on a particular corridor than what was agreed upon in the scoping document.	Comment Closed.

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VIRGINIA DEPARTMENT OF TRANSPORTATION PRINCE WILLIAM LAND USE PROJECT REVIEW COMMENT AND RESOLUTION SHEET				870 TIA: NOT ACCEPTED (SEE COMMENTS)	COMMENT CATEGORIES: 1. REQUIREMENT 2. RECOMMENDATION 3. CLARIFICATION
COUNTY PROJECT NUMBER: REZ 2022-00032, REZ 2022-00033		DEVELOPER/ENGINEER: GW ACQUISITION CO, LLC/CHRISTOPHER CONSULTANTS, LTD		REVIEWER(S): ERIK SPENCER, P.E. ERIK.SPENCER@VDOT.VIRGINIA.GOV	DATE: 10/06/23
PROJECT NAME: DIGITAL GATEWAY NORTH DIGITAL GATEWAY SOUTH		REVIEW PHASE & TYPE: 4 TH REVIEW, REZONING / 2 ND REVIEW PHASE 0 MEMO.		DISCIPLINE: PWC LAND USE	
ITEM NO.	DWG. NO. ⁽¹⁾	COMMENTS	COMMENT CATEGORY	RESPONSE ⁽²⁾ DATE:	FINAL DISPOSITION ⁽³⁾
1.17	P 36	If I remember correctly from the Comp Plan Amendment modeling work, a considerable portion of traffic associated with Gainesville Crossing loaded to Pageland Ln; but this pages assigns almost all of the traffic to the west of the site. Is there an evidence supporting the distribution shown in this table?	1	Per the Gainesville Crossing TIA (revised 2019) ,which was accepted by VDOT and the County, assigns only 2% of the site traffic to Pageland Lane. The trips shown in the referenced figure are as per the Gainesville Crossing TIA. The Comp Plan model had a portion of traffic assigned to Pageland Lane, but I don't believe it was a significant percentage. The Comp Plan model also assumed a number of roadway improvements that are not included in the TIA which would affect routing and distribution.	Comment Closed.
1.18	P 45	Are the traffic volumes under Future Without H&H Capital Development – with Digital Gateway scenario identical with the ones presented in the Capital Gateway North and South TIA or are they [slightly] different as the other study assumed a flat (universal) background growth rate of 3%?	1	The volumes were slightly different in the first submission. However, the TIA's for both applications have been revised based on a consistent growth rate methodology.	Comment Closed.

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1.19	53 & 55 64	Similar to my comment on Digital Gateway North and South, is LOS A for SBR movement with 1000+ vph reasonable? Does adding a right-turn lane and an island actually make all that delay go away?	1	<p>Synchro methodology assumes that a free flow movement with an exclusive receiving lane operates at LOS A with minimal delay when the lane is under capacity. This is reasonable as there are no conflicts or signage which would require a vehicle to stop. However, once the lane starts reaching nearer to the capacity the LOS will start to degrade through the different levels of service as shown in the TF scenario.</p> <p>In the revised submission of the TIA, the free-flow right for the Southbound Right movement is proposed for the 2030 Future Conditions with Development – without Compass Datacenter Development scenario. In the 2030 ultimate scenario, a RCUT is also proposed at this location as an alternative mitigation which brings the southbound right movement under signal control.</p>	Comment Closed.
1.20	89/Table 18	<p>Roadway V/C analysis is problematic:</p> <p>1- 1900 vph is not the industry standard capacity for interrupted flow. It is the saturation flow rate (i.e. ideal conditions with 60 minutes of green time) which then gets adjusted largely by g/c and also by many other adjustment factors. Planning level capacity for a minor arterial varies based on the built environment but is typically below 1000. For an area like this study area it is probably around 700 to 900 vph.</p>	1	<p>In the latest submission of the TIA, the roadway v/c analysis for arterial roads is updated. Analysis is presented for the peak volume direction using 2-lane capacity. This is exercised for Lee Highway segments east and west of Pageland Lane.</p> <p>A maximum service flow rate of 1,850 pcphpl is assumed based on a target LOS of LOS D for a free-flow speed of 55 mph (posted speed limit on Lee Highway) per HCM 6th Edition Exhibit 12-38.</p>	See Comments above

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		<p>2- By using bidirectional volume against 4-lane capacity (even after fixing problem #1 above) the impact of directional distribution is excluded. This should be done for the dominant direction. For example for Lee Hwy west of Pageland Ln, EB is the dominant direction in the AM with 1877 vph and WB is the dominant direction in the PM with 2126 vph. These two values should be compared with two lanes capacity.</p> <p>Shouldn't this be exercised for 2036 too? And for other Lee highway segments particularly to the west which has higher volumes. On the other hand, I don't think you need to do this for Sudley Rd. Since this is a VDOT requirement, this can be done only based on VDOT functional classification.</p>		<table border="1" style="margin: 0 auto; border-collapse: collapse; text-align: center;"> <thead> <tr> <th rowspan="2">FFS (mi/h)</th> <th colspan="5">Maximum Service Flow Rates for Target LOS (pc/h/ln)</th> </tr> <tr> <th>A</th> <th>B</th> <th>C</th> <th>D</th> <th>E</th> </tr> </thead> <tbody> <tr> <td>60</td> <td>660</td> <td>1,080</td> <td>1,550</td> <td>1,980</td> <td>2,200</td> </tr> <tr> <td>55</td> <td>600</td> <td>990</td> <td>1,430</td> <td style="border: 2px solid red;">1,850</td> <td>2,100</td> </tr> <tr> <td>50</td> <td>550</td> <td>900</td> <td>1,300</td> <td>1,710</td> <td>2,000</td> </tr> <tr> <td>45</td> <td>290</td> <td>810</td> <td>1,170</td> <td>1,550</td> <td>1,900</td> </tr> </tbody> </table> <p>The results are presented for both 2030 and 2036 ultimate conditions. As recommended, Sudley Rd has been removed.</p>		FFS (mi/h)	Maximum Service Flow Rates for Target LOS (pc/h/ln)					A	B	C	D	E	60	660	1,080	1,550	1,980	2,200	55	600	990	1,430	1,850	2,100	50	550	900	1,300	1,710	2,000	45	290	810	1,170	1,550	1,900	
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ITEM NO.	DWG. NO. ⁽¹⁾	COMMENTS	COMMENT CATEGORY	RESPONSE ⁽²⁾ DATE:		FINAL DISPOSITION ⁽³⁾			
1.21	G	Please include information in the TIA on proposed multimodal infrastructure/improvements, including bike, pedestrian, transit, etc. infrastructure as applicable. Information should include recommendations from the local Comprehensive Plan and/or modal plans (like a bike network or trails plan) and can include a narrative and map excerpts.	1	In the latest submission of the TIA, information on bicycle and pedestrian facilities along Pageland Lane is presented. On Pageland Lane, 10-foot-wide shared use paths are planned on both sides of the travel way. Additionally, other facilities such as trail maps and bicycle racks are planned to be provided within the study area.		Comment Closed.			

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 REVISED SEPTEMBER, 2014



Plan Comments Report

Watershed Management

Reviewed w/Comments

Plan/Case #:	REZ2022-00033	Date: 09/26/2023
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Flanagan, Julia	
	703-792-7208	jflanagan@pwcgov.org

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

SEE ATTACHED

Section II - Questions/General Information:

NO RECOMMENDATIONS DOCUMENTED.

WATERSHED MANAGEMENT COMMENTS

PROJECT: Digital Gateway South

PROJECT#: REZ2022-00033

FROM: Benjamin Eib, Assistant Chief of Watershed Management Branch

REVIEWERS: Julia Flanagan (Arborist), Clay Morris (Environmental Engineer)

DATE: September 21, 2023 (4th submission)

REQUEST: Rezone 342 acres from A-1 to PBD (Planned Business District) implemented within the O(M), Office Mid-rise District, to allow for data centers and supporting facilities, including a maximum of 10% secondary office use and ancillary uses. Waivers and modifications are included with this application.

SITE: The rezoning involves two (2) sites separated by Pageland Lane. Both properties are within close proximity to Manassas National Battlefield Park (MNNBP) and Conway Robinson State Forest. Both are surrounded by rural and/or residential uses. Both are included in the approved PW Digital Gateway Comprehensive Plan Amendment, CPA 2021-00004.

The eastern site (Landbays C & D) is an assemblage of multiple estate residential properties with some open agricultural fields and several blocks of primarily mature hardwood forests. Early successional forest covers a portion of the site. A major electrical transmission line bisects the property from south to north. The Chesapeake Bay RPA for Little Bull Run runs along the northwestern edge of the site. Steep slopes with highly erodible soils (ER) covered by forest follow this environmental corridor. On the southern and eastern boundaries the site abuts Manassas National Battlefield Park. To the north the site abuts land owned by the Civil War Preservation Trust intended to be turned over to MNNBP.

The western site (Landbays A and B) is an assemblage of 2 parcels under one ownership. The majority of the site is agricultural fields and fence row trees. Two (2) Chesapeake Bay RPAs cross the site. The western stream corridor (Little Bull Run) contains mature forest primarily consisting of black walnut and catalpa on the slopes with highly erodible soils (ER). The eastern RPA contains mostly open field with a narrow forested stream edge and emergent wetlands in the open field. Conway Robinson State Forest abuts a significant portion of the southern property line. Residential properties abut to the north and west. Manassas National Battlefield Park is across Pageland Lane to the east.

IMPERVIOUS/ PERVIOUS:	161.28 ac / 180.62 ac
AREA OF DISTURBANCE (acres & % Total Site Area):	200.73 ac (59.0%)
PROPOSED NATURAL OPEN SPACE (NOS):	74.47 ac (21.8%)
PROPOSED RESTORED OPEN SPACE (ROS):	64.95 ac (19.0%)
PROPOSED PROTECTED OPEN SPACE (NOS + ROS):	139.42 ac (40.8%)
TOTAL ENVIRONMENTAL RESOURCE (ER):	64.80 ac (19.0%)

RARE, THREATENED, AND ENDANGERED SPECIES: Potentially several. See below.

COMMENTS:

I. Anticipated Impacts on Goals, Policies and Action Strategies of the Comprehensive Plan Natural Resources

4.1 (Repeat Comment) Protected Open Space. The Digital Gateway CPA has policies under the Green Infrastructure section calling for the creation of protected open space consisting of land forms qualifying as ER (Environmental Resource) as it is defined in the Comprehensive Plan Long Range Land Use chapter (page LU-31). [See CPA: DGGI 1.1; See related Comprehensive Plan (CP) policies: EN 3.13, EN 1.3, EN 1.7, EN 5.1, EN-5.3, EN 6.10, DES 12.1, 12.3, 12.5 and Strategic Plan (SP) EC4.A]

Preservation of forest systems is vital to protecting water quality (e.g., allowing greater infiltration of stormwater, intercepting and removal of runoff pollutants, replenishing aquifers, etc.), maintaining wildlife habitat, sequestering carbon, improving air quality, protecting property values, among many other benefits.

Both the eastern and western sites contain ER, much of which is forested. However, none of the ER is labeled as such on the ECA or MZP. All the ER is shown to be preserved in Landbays A and B, however not all is proposed for preservation in Landbay C, including several areas of steep slopes with highly erodible soils along the Little Bull Run stream corridor. Please label on the MZP & ECA the edge of all ER onsite and revise the corresponding limit of disturbance (LOD) to demonstrate preservation of the ER on both the MZP and ECA. A proffer will be needed to commit to this LOD.

4.2 (Repeat Comment) Natural Open Space. Under the umbrella of Protected Open Space is the concept of Natural Open Space (NOS). The CPA, the existing Comprehensive Plan (CP) and the Strategic Plan (SP) all call for the protection of biological diversity, processes and functions of natural habitat through preservation corridors (CPA: DGGI 1.1; CP: EN 3.13, EN 5.17, EN 5.19, EN 1.3, EN 1.7; SP Objective EC-1, EC1.A, EC4.A, EC2.B, EC4.F).

In accordance with this, staff recommends the creation Natural Open Space consisting of a minimum 500' wide corridor measured from each side of the Little Bull Run stream edge and consisting of the native forest that follows the stream valley. This would include the ER referenced above but also include lands contiguous to the ER to minimize fragmentation. The goal here is to protect ER and preserve habitat for species that cannot be sustained as forests become increasingly fragmented.

Preservation is proposed that would achieve the 500' wide corridor in Landbay A, but not in Landbay C where steep slopes with highly erodible soils are proposed to be cleared and graded.

Additionally, all crossings (e.g., roads and utilities) of RPAs should be designed to have the minimum impact possible. The crossing proposed between Landbays A and B does not achieve this.

Staff recommends the Applicant:

- a. Show on the MZP an undisturbed corridor from the edge of Little Bull Run, picking up all ER in Land Bay C.
- b. Revise the RPA crossing from Landbay A to B to create the least impacts.
- c. Clearly label new qualifying areas as "Natural Open Space", since this term is defined in our Zoning Ordinance and called for in the CPA.

4.3 (Updated Comment) Natural Open Space (NOS) Tabulation. CPA DGGI 1.3 calls for Applicant's to achieve 30% NOS over the entire study area. Distinct from Restored Open Space, the ZO states NOS is, "... *intended to exclude areas where activities have destroyed any natural habitat in an attempt to create man-made habitat.*" Therefore, areas such as lawns, pastures, cropland, farm ponds, roads, etc., do not meet the definition of NOS.

A table showing "Open Space Tabulation" with NOS is provided on Sheet 3 of the MZP. The areas credited toward meeting NOS are now identified on the MZP, however this depiction needs some refinement as it is incomplete. The Open Space Tabulations table shows that 21.8% (74.47 ac) of NOS is proposed for the 2 land bays within this rezoning. Staff analysis indicates that total acreage of land qualifying as NOS within this 341.9 acre rezoning is 117.9 acres, or 29% of the total site acreage. Also, a portion of the 74.47 acres the Applicant attributes to NOS does not qualify as NOS. So, while Digital Gateway South could not quite contribute 30% or more NOS acreage to the overall Study Area goal of 30% NOS, there remains significant acreage of qualifying NOS that is not proposed for preservation. As well as corrections to what is attributed as NOS on the MZP. Staff recommends the Applicant:

- a. (Updated Comment) Clarify which areas labeled "Buffer" qualify as NOS. It would be best to use a line type for outlining areas credited toward NOS rather than a color. It is unclear if the areas under the buffer color are also credited toward NOS. Since NOS is addressed in the proffers, these areas need to be clearly demarcated.
- b. (Update Comment) Virginia Dept. of Conservation and Recreation has identified on their Natural Heritage Data Explorer Map forested land with "Very High and Outstanding Conservation Value" located in Landbay D where an electrical substation and swm pond are currently proposed. Va. Dept. of Forestry staff commented on the proposed clearing of much of this area in their second submission comments. Roughly 10 additional high quality mature forested acres could be added to the NOS goal, bumping the total % of NOS to 24.4%, while maintaining a minimum 350' wide buffer between the substation and park. Staff has discussed this with the County Archeologist and MNBP superintendent. The main concern was the lack of a viewshed analysis for the alternate location.
- c. Remove of the open field areas from NOS credit in the Unfinished Railroad 5 acre park.

4.4 (Updated Comment) Restored Open Space. Within ER areas such as Chesapeake Bay RPA and 100 year floodplains, etc., there are existing man-made site features like residential lawns, pasture, and existing buildings that do not qualify as Natural Open Space. The CPA, the existing Comprehensive Plan and the Strategic Plan all call for the restoration of landscape resources for areas such as these (CPA: DGGI 1.5; CP Policies: EN 1.5, EN 7.4; SP: EC1.C, EC4.A).

In accordance with this the Applicant has designated specific areas for reforestation. These include areas of ER such as Chesapeake Bay RPA, but also include areas of perimeter buffering along Conway Robinson State Forest and MNBP. A reforestation area approximately 200' wide has been added to the buffering along Conway Robinson. Staff agrees with designating these areas for reforestation.

The Applicant has proposed a reforestation proffer. This proffer needs refinement. See related comment in the proffer section below.

Staff recommends the Applicant:

- a. Include the open field portions of the Unfinished Railroad Park for reforestation.
- b. Include options to reforest without protective tubes. With over 60 acres of reforestation proposed that is 27,000 tubes to install and remove. Staff recommends a reforestation standard of 450 tree per acre (tpa) utilizing whip stock (container stock) a minimum of 6' in height or 650 tpa if using tree seedlings 12" – 18" height.
- c. (Repeat Comment) Proffer a 2-year maintenance agreement to include treatment non-native invasive plants, among other maintenance needs. Currently the proffer doesn't specify maintenance practices or timing. The proffer is needed because the DCSM does not specify these things. The maintenance agreement should specify that planting will not be done while the site is under active construction due to the risks of damage to reforestation areas. The Applicant's response states Proffer #33 addresses a maintenance agreement, however such language is not in this proffer.
- d. Revise Note #4 on Sheet 5 of the MZP to include the above.

4.5 (Repeat Comment) Wildlife Corridor. The Wildlife Corridors shown on the approved PWDG CPA Green Infrastructure Map (Figure 13) and referenced in DGGI 1.4 are now shown for Land Bay A on the MZP. These are intended to provide safe movement of, and habitat for, wildlife between larger areas of natural forests outside of this site. Per DGGI 1.4, these should measure 500' in width. (See also, SP: EC4:F)

The Applicant has provided the 500' Wildlife Corridor in Land Bay A. For Land Bay C it appears that a portion of the wildlife corridor associated with Little Bull Run should be in this land bay, at least on the east side of Pageland Lane at the northern end of the land bay. Please show the location of the 500' wide wildlife corridor in Land Bay C. Showing the location of Little Bull Run along the entirety of the western edge of Land Bay C will aid in demonstrating that this has been met.

4.6 On the ECA show the following (although the response letter states these comments have been responded to, staff did not find pertinent revisions to the plans for most comments) (ZO 32-700.21.6; CP: EN-1.2, Reference Manual):

- a. (Repeat Comment) Label and outline all areas qualifying for Environmental Resource as ER is defined in the Comprehensive Plan, Long Range Land Use (page LU-31) and as called for in DGGI 1.1 of the PW Digital Gateway Comprehensive Plan Amendment. Several areas are left out, particularly areas of steep slopes over highly erodible soils. The definition of ER includes all FEMA floodplain, FEMA Flood Hazard or natural 100-year floodplains as defined by the DCSM, Chesapeake Bay RPAs, wetlands, 25% or greater slopes, areas with 15% or greater slopes in conjunction with soils with severe limitations, areas of marine clays, public water supply sources, and critically erodible shorelines and streambanks.
- b. (Repeat Comment) The stippling shown in the Legend to identify wetlands. It is not visible on Sheets 1 and 2. Please make this wetland designation clearly visible. With this submission a different symbol appears to be used than is in the Legend. Please make the wetland symbols consistent and visible.

4.7 (Repeat Comment) Note: staff did not find a response from the Applicant on this comment. Regarding rare, threatened and endangered species (CP: EN 5.19 and EN 5.17, EN

3.13): With this 3rd submission the Applicant has provided the requested letter from DCR. This letter was referenced in the ECA, but not provided in earlier submissions. The letter addresses recommendations for assessment, the need for further review of and/or actions for rare, threatened & endangered species; unique and exemplary natural communities; Conservation Sites; and significant geological formations. Three “Study Areas” are referenced (1, 2, and 3) in the DCR letter. However, the locations of these areas are not shown in the ECA and so staff cannot tell which areas of the rezoning DCR is referring to. Staff recommends:

- a. The Applicant graphically show on the ECA the location of each of the 3 study areas and the Manassas Diabase Uplands Conservation Site referenced in the DCR letter. This needs to be shown in a manner relatable to other environmental features of the site.
- b. The Applicants show on the ECA the areas of potential habitat for, or actual occurrence of, endangered or threatened plant and animal species and species of special concern noted as having potential occurrence onsite. ZO 32-700.23.4 requires this.
- c. (Repeat Comment) The Applicant provide reports on the various surveys, searches and inventories for the species noted that may occur onsite. The ECA states that DCR recommends a survey for the Brook Floater and a habitat search and evaluation for the Dwarf Wedge Mussel. Apparently, these have not been done. The Brook Floater and Dwarf Wedge Mussel may occur in Little Bull Run which flows through this site. Based on the results, the Applicant should include actions that should be taken. These should be included in the proffers for this case.
- d. (Repeat Comment) Regarding the Monarch Butterfly the ECA references *“Additional efforts can be implemented to avoid disturbance of the potential habitat including the implementation of best management practices.”* Staff requests the Applicant provide additional information on how they will avoid disturbance and implement BMPs. Staff recommends such measure be proffered. Staff did not find a proffer that adequately addresses implementation of such measures.

4.8 (Repeat Comment) With the 3rd submission and at staff’s request, proposed alignments for various overhead power lines corridors were shown the MZP, although they were not labeled as such. A separate “Transmission Line Routing Exhibit” was also provided. The Applicant did not include this information with this 4th submission. The proposed alignment to Landbay B was shown running perpendicular through the “100’ Supplemental Landscape Area W/ 6’ Berm” intended to screen the substation from Pageland Lane and the Battlefield. Staff recommends the Applicant:

- a. Discuss with staff the alternative of co-locating the utility lines with the entrance off Pageland Lane located just a couple of hundred feet to the south.
- b. Clearly label all proposed power line transmission corridors on the MZP and ECA.
- a. Proffer that these utility routes will be located in the development envelope and out of sensitive environmental areas such as RPA, steep slopes over highly erodible soils, floodplains, wetlands, other Environmental Resource areas, proposed Wildlife Corridors and the like. Minimal and only perpendicular crossings of these areas should be proposed.

Landscaping

4.9 (Updated Comment) These sites have frontage on Pageland Lane which is within the viewshed of Manassas National Battlefield Park. DGCD 1.6 and DGM 1.2 call for landscaping along Pageland Lane in a manner that compliments the nearby historic and natural resources. This is to be determined in coordination with staff from MNB, Conway Robinson State Forest and the County Arborist. Buffers of a minimum 50' and more where appropriate are encouraged. (See also CP: DES 9.2, 9.4 and 9.5, DES 1.3; EN 4.8)

The western site has mostly open field along the frontage and well into the site and high topography to the western side. The eastern site has mature hardwood forest fronting on Pageland Lane, a significant amount of which will be cleared for relocation of Pageland Lane.

With this submission, the Applicant has provided a "Supplemental Landscape Area with 6' Berm" in addition to the required 50' (Type C) buffer within Land Bay B only. The Supplemental Landscape Area is 30' wide in places and 100' wide where the substation is located. In Land Bay C, only a 50' buffer without a berm is proposed. The Master Corridor Plan provides a conceptual landscape design for a "Pine Grove" along the frontage of Land Bays B and C in Digital Gateway South. In some locations substations or buildings will be immediately behind these planting areas.

Since the Master Corridor Plan is conceptual, it does not contain enforceable metrics for each Typology. Regarding these conceptual designs:

- a. They should include period appropriate fencing in the landscape detail, such as worm fence, where deemed appropriate by the County Archeologist. Staff recommends this be considered in the "8' Tree Zone" on the Street Cross Section of the proposed "Master Corridor Plan".

Staff recommends the Applicant:

- a. (Repeat Comment) Include period appropriate fencing in the landscape detail, such as worm fence, where deemed appropriate by the parties mentioned above. Staff recommends this be considered in the "8' Tree Zone" on the Street Cross Section of the proposed "Master Corridor Plan". If not allowed in the right-of-way, it should not be located in the 50' buffer on the eastern side of Pageland Lane, but should be along and outside its edge, which may necessitate additional width.
- b. (Repeat Comment) The "Street Cross Section" on Sheet 21 of the proposed "Master Corridor Plan", indicates tree planting in the median and the "8' wide Tree Zones" on each road side. Do you have confirmation from VDOT and PWDOT that these trees will be allowed based on their criteria?
- c. (Repeat Comment) For in ROW planting the Applicant will likely need to enter a 3 party agreement taking responsibility to maintain this landscaping.
- d. (Repeat Comment) What will be the setback distance for buildings and parking? Will this be green space free of utilities?

II. Site Specific Concerns:

4.10 On the MZP show:

- a. (Updated Comment) Areas of NOS are now being shown. However, the colored layers used make it appear that the perimeter buffers are not to be credited toward NOS even where they can be. Please make the graphic clear that certain areas are both buffers and NOS.

- b. (Repeat Comment) Show how electrical power will be routed from the existing high power transmission lines to the sites. Demonstrate that the path will incur the minimal amount of disturbance to ER and other features to be preserved.
- c. (Repeat Comment) The locations of specimen trees to be preserved.
- d. (Repeat Comment) A site layout showing parking lots, building locations, open space, wildlife corridors, buffers, driveways, landscaping and utility corridors.
- e. (Repeat Comment) Since the Proffer #35 on Reforestation refers to maintaining the amount of reforestation shown on the MZP, staff recommends the Applicant provide a statement on the MZP of how many acres are shown to be reforested.
- f. Leader lines pointing to various 50' buffers and 50' Supplemental Landscape Areas need to be cleaned up so they point to the actual feature. Double lines as is used by the Unfinished Railroad is recommended for clarity.
- g. The 50' Buffer and 75' Supplemental Landscape Area in Land Bay D relocated to the inside edge of the existing gas line easement. Currently they are shown over the existing gas line easement.
- h. The NOS color label removed from most of the 5 Acre Park. Most of the park is open field and does not qualify as NOS. Correct the Open Space Tabulation also.
- i. Regarding Note #4 on Sheet 5 on Reforestation.
 - i. Item 4.4 needs to be revised as follows, "A combination of overstory and understory species..."
 - ii. The use of container seedlings needs to be specified.
 - iii. Staff recommends listing options for planting without the use of protective tubes be listed. This would include a reforestation standard of 450 tree per acre (tpa) utilizing whip stock (container stock) a minimum of 6' in height or 650 tpa if using tree seedlings 12" – 18" height.
 - iv. Biodegradable tubes are now available on the market. Staff recommends these be considered if an option requiring the use of tubes is chosen.
 - v. Please reference implementation of a 2-year maintenance plan to include treatment non-native invasive plants, among other maintenance needs. Currently neither the MZP or proffer specify maintenance practices. Both need to be in the proffers or on the MZP since the DCSM does not specify these things. Tie the release of reforestation bonds to the final bond release. Release of the reforestation bond should not be done while the site is under active construction due to the risks of damage to reforestation areas.
 - vi. Specify that no planting will take place prior to final bond release.

4.11 Regarding proposed proffers:

- a. (Updated Comment) Regarding Proffer #34 and the LOD, in general this proffer contains so many exceptions allowing encroachment beyond the LOD shown that it is inadequate to ensure that any NOS, streams, ER, Wildlife Corridors and forested areas beyond the LOD will actually be preserved.
 - i. Proffer #34.a.
 - 1. This proffer does not commit to demolishing any of the many driveways and structures outside the LOD. It only indicates that a final site plan will show whatever the Applicant decides to demolish. With so many structures and roads/driveways beyond the

LOD in areas the MZP indicates will become buffers, supplemental planting, reforestation, etc., it is necessary that this proffer commit to demolishing these existing site features in order for the various buffering and plantings to take place. Staff recommends the Applicant revise this proffer commit to demolishing and removing all structures and driveways outside the LOD. If there are a few existing buildings the Applicant wants to preserve this can be worked into the language.

2. The language points to the MLP to determine which areas are to be reforested or otherwise planted. The MLP does not exist at this time. It is the MZP that shows the area to be reforested, planted as buffers, etc.
3. The language, "...and/or building where such facilities are located." is confusing. Staff recommends this phrase be deleted. The reference to the site plan is sufficient since any building will be on a site plan.

4. Staff recommends the language be revised as follows:

"Demolition and Removal of Existing Structures and Driveways Outside the LOD Slated for Removal. The Applicant shall demolish and remove existing structures (such as to-be-vacated houses, structures, driveways, etc.) on the Property that fall outside of the LOD ~~identified for removal shown on the MZP.~~ Said areas for demolition shall be shown on the final site plan for the Land Bay or portion thereof ~~and/or building where such facilities are located.~~ Following completion of the demolition and/or removal, the Applicant shall replant with grasses, reforest, and/or landscape in accordance with what is shown on the MZP and the ~~applicable~~ Master Landscape Plan approved for the Land Bay or portion thereof and/or building in which such area is located. All such structures and driveways shall be disposed of properly in accordance with applicable County, state and federal laws, ordinances, and regulations."

- ii. Proffer #34.b pertains to allowing development outside the LOD shown on the MZP in areas not in Chesapeake Bay RPAs. This proffer allows unlimited clearing, grading and development outside the LOD with the only compensation to plant small trees as replacements somewhere on the Property. Staff recommends this proffer be deleted in its entirety. Instead, the Applicant should make a proffer commitment to preserving the specific minimum acreage of NOS noted earlier in these comments.
- iii. Proffer #34.c pertains to allowing development outside the LOD shown on the MZP and within Chesapeake Bay RPAs.
 1. Proffer #34.c.1 refers to disturbance for passive recreation facilities allowable in RPAs are limited by law to boardwalks, trails and pathways, historic preservation and archeological activities. Please remove all other proposed items from this proffer. There is ample room to locate features such as tables, lighting, tables and benches outside the RPA.
 2. Proffer #34.c.2 is about utilities in the RPAs.

- a. This proffer appears only necessary to allow utility crossings in the RPA at the eastern side of Land Bay A. Please revise the proffer to make it clear that this will be the only RPA impacted by this proffer.
 - b. Any utility crossing of RPA should be limited to a single crossing and co-located with the proposed road crossing.
 - c. Proffer language such as “a good faith effort” and “encourage” does not provide an enforceable standard. Staff recommends the following revisions to this proffer and that this proffer be copied elsewhere in Proffer #24 so that it applies to all areas outside the LOD, not just RPAs:
“Utilities. The Applicant ~~may~~ shall install wet and dry utilities, such as water/sewer lines, natural gas lines, fiber optic and telephone transmission lines, underground telecommunication and cable television lines ~~out~~ inside of the LOD in accordance with the standards of the DCSM. Minimal perpendicular utility crossings of areas outside the LOD shall be allowed. The Applicant shall ~~use good faith, best efforts to~~ coordinate with ~~and encourage~~ all applicable utility providers (Dominion Energy, NOVEC, Washington Gas, etc.) to (i) locate dry utility connections, electric transmission lines, and electric distribution lines running to/from the electric transmission lines and substations outside of Protected Open Space areas and the Wildlife Corridor except for minimal, perpendicular crossings and (ii) to collocate such utility connections to minimize disruption of such land disturbances outside of the LOD.”
3. Proffer #34.c.3. regards stormwater management (swm) in RPAs. The RPAs are important areas for preserving Natural Open Space. There is no need to put swm in the RPA. Please delete this proffer and instead commit to no swm features in the RPA.
 4. Proffer #34.c.4 is to allow roadways and driveways in the RPA. Staff recommends this language be revised to commit to minimizing disturbance in the RPA by limiting encroachments to minimal roadway and driveway crossings.
- b. (Updated Comment) Proffer #29 on Master Landscape Plan. These sites are situated in a major cultural heritage landscape within the County. Addressing appropriate landscaping concepts is called for in DGCD 1.6 and DGCR 1.15 of the CPA. CPA DGM 1.2 calls for the Applicant to coordinate with Battlefield staff, Conway Robinson State Forest staff and the County Arborist to develop a Comprehensive Landscape Plan for public and private roads. DGCR 1.15 calls for review and approval of the MLP by the County Archeologist and County Arborist. The proposed proffer establishes a Master Landscape Plan (MLP) for this purpose. However, the proffer does not indicate that this plan will address designs for reforestation, meadows, plantings to create habitat for Monarch Butterflies, etc. or establish review and approval by said County staff.

The term “the Development” is used to describe the area covered by the MLP. The “Development” is defined in Proffer #3 referring to buildings, parking areas and the like, but not necessarily open space areas where reforestation and buffers are required. Please revise the language to clearly indicate that the MLP applies to the “Property”, which incorporates all the parcels included in the rezoning and not just the buildings.

Staff recommends the following revision to the proffer:

“29. Master Landscape Plan. The Applicant shall submit a master landscape plan that provides for a coordinated and consistent pattern of landscape throughout the ~~Development Property~~ and along Pageland Lane (the “Master Landscape Plan”). The Master Landscape Plan shall be in substantial conformance with the landscape framework and landscape typologies depicted on Pages 22 through 31 in the MCP and shall establish minimum standards for all the typologies as well as the pollinator meadows mentioned in these proffers.”

“a. Master Landscape Plan Review and Approval Process. The Applicant shall submit a Master Landscape Plan for review and approval by the Planning Director for review and approval of the County Archeologist and County Arborist within six (6) months of approval of the first rezoning application for the Property. The Applicant may make adjustments to the tree species within the plant palettes, fence design and location, and/or the type of landscape typology depicted for a specific section of Pageland Lane, provided the modifications result in a similar quality, quantity, size and character of landscape plantings and materials as shown on the MCP. The Applicant shall also submit the Master Landscape Plan to ~~the County Archeologist, County Arborist,~~ MNBP, Conway Robinson State Forest, Heritage Hunt and Catharpin Valley Estates for review and comment. Following receipt of the Master Landscape Plan, ~~the County Archeologist, County Arborist,~~ MNBP, Conway Robinson State Forest, Heritage Hunt and Catharpin Valley Estates shall have sixty (60) days to provide comments to the Applicant. Notwithstanding the foregoing, in the event the Applicant is unable to obtain approval from the Planning Director after up to four (4) meetings or one hundred and eighty (180) ~~twenty (120)~~ days of the initial submittal, the Applicant’s Master Landscape Plan shall be deemed approved....”

The Applicant reserves the right to modify the Master Landscape Plan -for individual buildings and/or Land Bays as part of final engineering and building design for each building and/or Land Bay, or as part of the final design and engineering of the Pageland Lane transportation improvements, provided such modifications provide a similar quality, quantity and character of landscape plantings and materials as shown on the Master Landscape Plan.”

“b. Master Landscape Plan Implementation. The Applicant shall implement the Master Landscape Plan in phases based on the Applicant’s order of construction and staging requirements, provided

that the Applicant may, due to weather or other conditions and with the concurrence if the Director of Public Works or designee, defer installation of all or portions of the required landscape to the next available planting season to provide an increased chance for its long-term survival. The Applicant shall provide design details for the Master Landscape Plan as part of final site plan approval for each building and/or Land Bay. Within reforestation areas, buffers, supplemental landscape areas, Natural Open Space and meadows, the Applicant shall use exclusively native, regionally appropriate plant species. Elsewhere, the Applicant shall use predominantly native or acclimated, regionally appropriate species that are considered non-invasive as determined by the Virginia Department of Conservation and Recreation Native Plant Finder for plantings and landscape materials throughout the remainder of the Development. The Applicant also shall incorporate native pollinator plantings consisting of shrubs, perennials, and ornamental grasses incorporated into required and/or enhanced landscape on the Property to provide nectar or pollen during all four flowering periods.

c. Regarding Proffer #33.a on Protected Open Space:

- i. The Applicant makes a commitment to provide 30% Protected Open Space, but this merits close examination. The CPA calls for a minimum of 30% “Natural Open Space” (NOS) cumulatively for all rezonings in the Study Area (CPA DGGI 1.3). Protected Open Space as proffered is a combination of NOS and Restored Open Space (ROS). NOS may only consist of preserved natural areas such as forests and natural wetlands. NOS is not reforested areas. The proposed proffers make no commitment to provide a specific amount of NOS, even though approximately 74 acres (21.8% of the Property) are labeled Natural Open Space on the MZP. This fact, in combination with all the encroachments beyond the LOD allowed in Proffer #34, means staff will not have the ability to enforce provision of the NOS shown on the MZP. The 30% Protected Open Space proffered could be composed of virtually no NOS, and extensive areas of reforestation. This is not the aim of the CPA or the Comprehensive Plan. Conservation of existing forests and natural wetlands is the priority.
- ii. The entirety of the 5 acre Park in Land Bay B is identified as NOS. Most of this area is open field and does not qualify as NOS. Please remove this designation from all but the small forested area within the 5 acre Park.
- iii. Staff has identified additional areas of Environmental Resources along Little Bull Run and mature forests identified for preservation in the CPA that should be added to the proposed NOS.
- iv. Staff recommends the Applicant commit to a minimum acreage of NOS across this rezoning by revising Proffer #33.a.i as follows:
“Natural Open Space” as defined in Article 1 of the Zoning Ordinance. The Applicant shall identify areas of Natural Open Space to be preserved on each site plan in accordance with, but not limited to, the those areas identified as Natural Open Space on the MZP Sheets 04 and

05. A minimum of 84 acres of NOS shall be preserved across the 4 Land Bays of this rezoning combined. and, p Prior to final bond release for the portion of the Property shown on the site plan, the Applicant shall either record a covenant or easement against the area designated as Natural Open Space or convey such area to a Property Owners Association with a restriction on its future use to public uses or utilities requiring a public facilities review pursuant to VA Code Section 15.2-2232, or for public or private amenities either shown on the approved site plan or as may be permitted pursuant to DCSM Sections 740 through 742. The easement or covenant or Property Owners Association documents, as applicable, shall include a requirement for perpetual maintenance of the Natural Open Space as Natural Open Space is defined in the Zoning Ordinance. ~~consistent with DCSM standards;~~

- v. Proffer 33.a.ii on Restored Open Space needs some minor edits. Restoration is by its very nature an effort to restore native plant communities and native systems (DES-13). So the use of non-natives is counterproductive and inappropriate. Staff recommends the following edits:

“Restored Open Space” consisting of areas disturbed prior to or during the construction of the Development that the Applicant restores to native ~~or acclimated (non-invasive)~~, regionally appropriate forest (“Reforestation”), supplemental landscape areas (as shown on the MZP), pollinator meadows (as defined in Proffer 33), perimeter or roadway or internal buffers and/or wetlands, which shall be protected from further disturbance except as provided herein. Restored Open Space shall not include land occupied by a utility easement. and”

- vi. Proffer #33.a.iii on Environmental Resource Areas being credited toward Protected Open Space, all these areas will fall under either NOS or ROS or will be impacted and then not qualify as Protected Open Space. Staff recommends this proffer be deleted in its entirety.
- d. Proffer #33.b on Pollinator Meadow. Staff recommends the following edits:
“Pollinator Meadow. The Applicant shall include a minimum of ten percent (10%) Pollinator Meadow within its designated seeded pervious areas as shown on the MZP of the Properties (the “Seeded Pervious Area”). Plant ~~unit~~ species in the Pollinator Meadow shall be limited to a combination of shrubs, ornamental grasses, and perennials that will include host plant species for local pollinators including the Monarch Butterfly and provide nectar and/or pollen sources during all four flowering periods (spring, early summer, late summer, fall). The pollinator plant species shall consist of one hundred percent (100%) Virginia native species, with an emphasis on Northern Virginia native species. Any created Pollinator Meadow shall be maintained by the Applicant or successor property owners association or other entity to include protection from pesticides, replanting or reseeding as needed to assure long-term native pollinator plant diversity. The Applicant shall limit any mowing of the Pollinator Meadow to ~~times of once~~ each year when plants are not in flower. Maintenance activities shall also consider leaving “dead heads” for

sources of overwintering seed and hibernating habitat. The Applicant shall designate on each final site plan areas that are to be maintained and/or established as Pollinator Meadows. ~~Subject to Dominion Energy's approval, the Applicant may install Pollinator Meadow under the existing Dominion Transmission Line Easement as shown on the MZPs of the Properties (the "Existing Power Line Easement"). If the Applicant is unable to secure approval from Dominion Energy for the Pollinator Meadow, this shall not preclude the Applicant's ability to provide utility easement plantings set forth in Proffer 29.e. below."~~

- e. Proffer #33.e "Modification to Location of Open Space", would allow unspecified and potentially very large modifications to Natural Open Space and Restored Open Space. The Applicant's MZP shows NOS and ROS in areas that are appropriate, particularly in Land Bays A and B. To modify these areas would be to lose valuable NOS and reforestation that, with the exception of a couple specific areas identified in staff's comments, would only lessen the quality of the proposed Protected Open Space. Therefore, staff recommends the following edits:

"Modifications to Location of Open Space. As part of final site plan approval, the Applicant may make minor adjustments to adjust the location and dimensions of Open Space from that shown on the MZP, with the approval of the Watershed Management Branch, provided ~~the Applicant provides the minimum acreage of~~ Natural Open Space identified in Proffer #33.a.i is met and provided the minimum percentages/acreage of (i) Open Space (40%) and (ii) Protected Open Space (30%) are met upon completion of the Development on the Properties."

- f. Proffers #33.c and #33.d are non-proffers since they offer only what is already allowed. Please delete these proffers.
- g. Proffer #30 on Soil remediation needs minor editing to ensure it is applied to all planting areas that have been subject to paving and/or compaction.

"Soils Remediation in Landscape Areas. To facilitate adequate expansion of tree and shrub roots to support healthy plants, all ~~landscape-planting areas inclusive of buffers, supplemental landscape areas, reforestation areas, parking lots, meadows, and Landscape Typologies of the MCP inclusive of parking lot islands and buffers that shall be landscaped and~~ which have been subject to pavement and/or compaction shall have, prior to planting..."

- h. Regarding Proffer #22.C on screening of Land Bay D, staff recommends the following edits:

"Land Bay D Screening. The Applicant shall create and maintain a Type 'C' Buffer (Alternate 2) for portions of the southern and western property lines of Land Bay D contiguous to MNBP as shown on Sheet 3 of the MZP. The Type 'C' Buffer (Alternate 2) in Land Bay D shall consist of a minimum of 50 feet in depth/width from the common property line and consist of at least two (2) rows of evergreen ~~plantings-trees~~ that shall be a minimum of twelve (12) feet in height at the time of initial planting. The Applicant shall implement the initial plantings at the time of the first site plan submittal for Land Bay C or D, or portion thereof, provided that the Applicant may, due to weather or other conditions and with the concurrence of the Director of Public Works, defer installation of all or portions of the evergreen plantings to the next available planting season to provide a better chance for its long-term survival. ~~The Applicant shall implement a maintenance and tree~~

replacement plan which shall last over the course of three (3) consecutive years following initial installation of the plant material. Maintenance items shall, at a minimum, consist of a watering plan and treatment of non-native invasive plant species. The details of this plan shall be included in the MLP.”

- i. Proffer #32 on landscape maintenance needs to exempt reforestation areas from these management concepts. Reforestations are to become natural forests which are not trimmed/manicured. See recommended edits below:

“Maintenance of Landscape and Facilities. The Applicant and/or subsequent owner of each Land Bay or building shall provide for continuous and ongoing maintenance of landscape to minimize concealment or overgrown areas, provide non-native species control, keep 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. The maintenance per this Proffer 29 shall exclude those areas labeled Reforestation Area and Tree Preservation Areas as shown on the MZP.”

- j. (Repeat Comment) Regarding the SWM Proffer #39 contains quite a bit of unnecessary language that offers only what is already allowed. Please agree to the following edits:

“Stormwater Management. The Applicant shall design and install stormwater management facilities on the Property in accordance with the following: consistent with applicable state stormwater regulations and DCSM standards. Stormwater management measures may include dry/wet pond outfalls, bioretention areas, underground detention, Low Impact Development (“LID”) features and manufactured Best Management Practices (“BMPs”) (collectively, the “SWM Facilities”).

- a. Virginia Stormwater Management Handbook and the DCSM. All SWM Facilities must be designed and implemented in accordance with the adopted provisions of the latest edition of the Virginia Stormwater Management Handbook and the DCSM, unless modified by the County, and shall be depicted on each Public Improvement Plan (“PIP”) and/or final site plans for development of each Land Bay or part thereof or other improvements.

- b. LID/BMPs. The Applicant shall incorporate LID/BMPs to treat stormwater runoff from the Property, that may include, but are limited to, water quality swales, bioretention facilities/rain gardens, sheet flow to vegetated buffers, cisterns, permeable pavement for driveways and/or parking spaces, filtered strips, or any alternative LID/BMPs are as specified in the VA Stormwater BMP Clearinghouse and is as deemed to be acceptable by the Director of Public Works or designee. The general locations of the SWM Facilities and/or related drainage areas are shown on the MZP, with the exact locations, type and number to be determined as part of final site plan approval based on final engineering and as approved by the County provided the Applicant shall provide a minimum of one (1) LID for each data center building constructed on the Property, as demonstrated

at the time of submission of each PIP or final site plan. The Applicant shall install such SWM Facilities concurrently with development such SWM Facilities are intended to support shown on the approved PIP or final site plan, but in no event later than the issuance of the final occupancy permit or its equivalent for the associated building(s).

- c. The Applicant shall submit an initial Stormwater Management Concept Plan outlining the nature and extent of the anticipated SWM Facilities ~~needed to and LID practices proposed to~~ serve the Development (the "SWM Concept Plan") to Environmental ~~Services Management~~ for review and ~~comment approval~~ as part of the first site plan for the Development. The Applicant ~~shall demonstrate good faith efforts to incorporate LID practices in the SWM Concept Plan. The Applicant~~ may refine and update the SWM Concept Plan as part of each subsequent site plan submitted for the Development.
- d. The Applicant shall demonstrate as part of each PIP and/or final site plan that the measures proposed thereon further the following water quality and water quantity objectives for the Property:
 - 1. ~~A minimum of eighty percent (80%)~~ One hundred percent 100% of the total phosphorous nutrient reductions shall be achieved on-site ~~before pursuing the use of off-site compliance options;~~ and
- e. The Applicant shall not locate SWM Facilities within Resources Protection Areas within the ~~Development Property that are proposed to be maintained as part of the Development.~~

- k. (Repeat Comment) Proffer #35 on Reforestation: The first sentence would allow relocation of reforestation from areas identified on the MZP. This is not acceptable. The areas identified on the MZP for reforestation are strategically placed. The enhance RPAs, add buffering next to MNBP and Conway Robinson State Forest and improve wildlife corridors. Staff recommends the following proffer language, the language on the reforestation bond has been suggested by the County's bonding staff:

"Reforestation. The Applicant shall provide reforestation in substantial accordance with these Proffers and in the locations shown as "Reforestation Area" on the MZP; ~~provided, however, that the Applicant reserves the right to modify and/or relocate the reforestation locations as part of PIP and/or final site plan approval, that the changes are otherwise in conformance with the MZP.~~

- a. Reforestation Plan. As part of each PIP and/or final site plan containing a Reforestation ~~a~~Area, the Applicant shall submit a reforestation plan, prepared by a Certified Arborist, Urban Forester, or Landscape Architect, for the Reforestation Area(s) identified on such plan (the "Reforestation Plan")

in accordance with the reforestation standards as set forth in DCSM Section 802.21.E ~~with the following exception allowed: and shall provide the Applicant may choose to plant plantings at a density at a minimum of four six hundred and fifty (4650) trees per acre, at which density no protective tree tubes will be required. All seedlings shall be twelve (12) to eighteen (18) inches in height, container stock and a combination of overstory and understory species shall be used, indigenous to Virginia in accordance with the reforestation standards of the DCSM. To protect against potential damage to such plantings during land disturbance activities, the Applicant shall commence planting following completion of land disturbing activities on each Land Bay (or portion thereof) on which such plantings shall be located.~~ Such Reforestation Plan shall also include ~~the~~ maintenance and restocking provisions, ~~concurrent with the development of the building(s) or improvements on such PIP and/or final site plan for the applicable Land Bay or portion thereof. Protective tubes shall not be required as part of the Applicant's reforestation efforts pursuant to this Proffer.~~

b. Reforestation Maintenance Bond. ~~Prior to approval of each PIP and/or final site plan containing a reforestation area for the applicable Land Bay or portion thereof, the Applicant shall post a bond (the "Reforestation Bond") with the County in an amount sufficient to cover the cost of implementing the Reforestation Plan.~~ Prior to request of a final site inspection for bond release of all site improvements on a PIP and/or final site plan containing a Reforestation Plan for the applicable Land Bay or portion thereof, the applicant shall post a bond (the "Reforestation Maintenance Bond") with the County in an amount sufficient to cover the cost of implementing the Reforestation Plan. The Reforestation Maintenance Bond shall be submitted to the County Arborist for review and approval prior to posting. A note shall be added to the landscape plan identifying the Reforestation Areas where a Reforestation Maintenance Bond is required to be posted prior to the request of final site inspection for bond release.

c. Two-Year Reforestation Maintenance Plan. As part of the Reforestation Plan, the Applicant shall include a maintenance plan (the "Reforestation Maintenance Plan"), which shall last over the course of two (2) consecutive years following initial installation of the plant material in accordance with the Reforestation Plan (the "Reforestation Maintenance Period") ~~To protect against potential damage to such plantings during land disturbance activities, the Applicant shall commence planting following completion of land disturbing activities on each Land Bay or portion thereof on which such plantings shall be located.~~ The Reforestation Maintenance Plan shall include a minimum of two (2) treatments using mechanical, chemical, or a combination of treatment techniques, with yearly monitoring conducted by the Applicant and the ~~County Arborist~~ Watershed Management Branch staff

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before such treatment occurs. At the end of the Reforestation Maintenance Period, the Applicant and the Watershed Management Branch staff County Arberist shall conduct an inspection to verify that a minimum of seventy five percent (75%) of the initial planting pursuant to the Reforestation Plan has been established. In the event that seventy five percent (75%) or more of the initial planting is determined to have been established at the time of such inspection, the Reforestation Bond shall be released. In the event that less than seventy five percent (75%) of the initial planting has been established at the time of such inspection, the Applicant shall conduct a one-time supplemental planting to achieve the full stocking identified in the Reforestation Plan, and, thereafter, upon satisfactory completion of such supplemental planting, the reforestation bond shall be released.”

- l. Proffer #40 on Wildlife Corridors: One sentence indicates that “other Site Amenities” may be located in this corridor. Since the area is being credited toward Natural Open Space, no development should occur in this area apart from trails. Please delete the reference to site amenities or specify amenities that require no clearing, grading, trenching, etc.
- m. (Updated Comment) Proffer #43 on natural surface trails includes language on construction of retaining walls. Staff recommends this language be deleted. Staff is concerned that the inclusion of “retaining walls” may be misconstrued to allow retaining walls for grading associated with the data centers rather than restricting the context to trail construction.
- n. (Repeat Comment) Proffer #46 on Electrical Substations allows modifications of their location. Staff recommends the proffer stipulate that any minor modifications to the location of the Electric Substations will not encroach into areas that have been or could be credited toward Natural Open Space (NOS). I.e., the substations should remain in the development envelope and not outside the LOD shown on the MZP.
- o. Proffer #65.a. is to waive all internal buffers between dissimilar uses. Staff is agreeable to this on the provision that the language limits the waiver to property on which a data center is the principle use and excludes any property on which a data center is not the principle use.

29. (Updated Comment) In Landbays A and B, along the much of the northern boundary lie existing residences and open fields that are not proposed for data centers. The land on both sides of the property line is primarily open field. With this submission the Applicant has increased the width of the buffer from 50’ (Type C) to 75’ for most of the length of this property line. The buffer shrinks to 50’ where the electrical substation is proposed. This is in conformance with DCSM standards for proposed industrial use abutting residential uses.

However, given the character of data center uses, concerns about noise and the sizes of buildings proposed as well as a substation being proposed in close proximity to this boundary, staff recommends, staff recommends the Applicant increase the width of the northern buffer to 100’ planted to the DCSM standard for a 100’ buffer of 600 pu/100lf and using primarily evergreen trees and shrubs. Staff recommends the MZP have a detail for this buffer.

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III. Conflicts with Minimum Development Standards:

30. (Repeat Comment) No site layout or details have been provided. Without these staff is not able to determine if the Applicant will meet minimum requirements for landscaping of interior parking lots (DCSM 802.44). Staff recommends the Applicant provide information on site layout such as building locations, entrances, driveways, parking lot landscaping, substation locations, and utility corridors.



Plan Comments Report

Parks and Recreation

Reviewed w/Comments

Plan/Case #:	REZ2022-00033	Date: 09/21/2023
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Pakkala, Patti	
	703-792-8004	PPakkala@pwcgov.org

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's

Response: See attached revised and updated comments.

Section II - Questions/General Information:

See attached revised and updated comments.

MEMORANDUM

September 21, 2023

TO: Christopher Perez
Planning Office

FROM: Patti Pakkala
PWC Department of Parks and Recreation

RE: REZ2022-00033, Digital Gateway South
Gainesville Magisterial District

The Department of Parks and Recreation (DPR) has reviewed the subject application which proposes to rezone 342 acres from A-1, Agricultural to PBD, Planned Business Development, implemented with the O(M) Office Mid-Rise District to allow for data centers and supporting facilities, including a maximum of 10 percent secondary office and ancillary uses. After review, DPR provides the following comments regarding the proffer statement and exhibits included with this application:

- As a general FYI – the name of our Department has recently changed. To the extent possible, please now use “Department of Parks and Recreation” when referencing the County’s Parks Department in the application materials.
- Proffer 43. Natural Surface Trail – The proffer states the applicant shall have no responsibility for ongoing maintenance of the natural surface and interpretive features as defined later in the proffers, but then the latter proffers do not clearly identify to whom that responsibility will be granted. Please clarify. If the trails are constructed to Prince William County standards, as stipulated at the beginning of this proffer, DPR is open to accepting maintenance of these amenities on behalf of the County, but the applicant will need to clarify and confirm such intent.
- Proffer 43(a). Public Interpretation Features Along Trail Network – as identified in the previous comment the natural surface trail proffers do not clearly identify an entity that will be responsible for maintenance, including the interpretive features, and that should be clarified.
- Proffer 43(b). Easements – The applicant has removed the text which stated the trail easement would be granted to the Board of County Supervisors, but in doing so there is now no clear recipient of these easements. Please clarify to whom the easement and subsequent maintenance responsibility will be granted. In addition, the easement has been changed from a public access easement to a “non-exclusive” trail easement. Please clarify why this change was made, how it may affect intended trail users, and whether the public will be permitted to use the trail within this easement.
- Proffer 44(a) and (b). Establishment of Environmental Programs – As written (using the word “may” instead of “shall”), the final result/conclusion of this proffer is unclear. If the applicant intends to commit to providing the referenced programs, the word “may” should be changed to “shall” in the first sentence and there should be some identifiable completion date for satisfaction of this proffer. The same applies to the use of the word “may” in the first sentence of section (b) of this proffer.



Plan Comments Report

Long Range Planning

Review Completed

Plan/Case #:	REZ2022-00033	Date: 09/22/2023
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Mccaskill, Mark	
	703-792-6856	MMcCaskill@pwcgov.org

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

NO COMMENTS

Section II - Questions/General Information:

REZ2022-00033 – Digital Gateway South 4th Submission – Long Range Planning Comments – Mark McCaskill, AICP – 09-22-2023

[Long Range Land Use, Industrial (I), T-3 - Tech/Flex Designation] No additional comments from long range planning above and beyond previous comments that were dated 07-28-2023. Please see comments from 07-28-2023.

I defer to the Case Planner's analysis of the CPA. See the Case Planner's comments for specifics as to the project's compatibility with the CPA.



Plan Comments Report

Land Dev Case Manager

Reviewed w/Comments

Plan/Case #:	REZ2022-00033	Date: 09/22/2023
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Westerman, William	
	703-792-6861	wwesterman@pwcgov.org

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

SEE ATTACHED

Section II - Questions/General Information:

NO RECOMMENDATIONS DOCUMENTED.

SUMMARY LETTER

September 22, 2023

Prince William County Planning Office
Christopher Perez
5 County Complex Court, Suite 210
Prince William, VA 22192

RE: Case Number: REZ2022-00033
Case Name: DIGITAL GATEWAY SOUTH

Dear Mr. Perez:

I have completed review and have the following comments regarding the above referenced project:

1) NON-ENGINEERING COMMENTS:

a) Development Services – Land Planning Division, 703-792-6861

Section I – Requirements/Deficiencies:**NOTE: TURN ON VIEW TRACKED CHANGES TO VIEW REQUESTED REVISIONS TO PROFFERS.**

	Code/Code Section/Detail	Comment:
1.		Proffer 7.b. max elevations for elevator penthouses for each Land Bay should be provided.
2.		Revise proffer 11 last sentence from "...prior site plan approval for..." to "... prior to site plan approval for..."
3.		Proffer 16. The first sentence should be prior to first final site plan approval instead of prior to the issuance of final site construction permits.
4.		Proffer 31. -Include a statement that the County Arborist shall approve of the soil remediation areas associated with a final site plan prior to final site plan approval. -Add a statement that the analyses, and material receipts for material utilized to amend the soils should be provided to the Watershed Management Branch site inspector prior to as-built approval. A note should be added to the landscape sheets of the final site plan stating this requirement.
5.		Proffer 35.b. Modify as follows: Reforestation Maintenance Bond. Prior to request of a final site inspection for bond release of all site improvements on a PIP and/or final site plan containing a Reforestation Plan for the applicable Land Bay or portion

		thereof, the applicant shall post a bond (the "Reforestation Maintenance Bond") with the County in an amount sufficient to cover the cost of implementing the Reforestation Plan. The Reforestation Maintenance Bond shall be submitted to the County Arborist for review and approval prior to posting. A note shall be added to the landscape plan identifying the Reforestation Areas where a Reforestation Maintenance Bond is required to be posted prior to the request of final site inspection for bond release.
6.		<p><u>Proffer 38.b. Revise sentence 3 as follows:</u> "...reports to the County Arborist and Watershed Site Inspector throughout Phase 1 erosion and sediment control activities." To "...reports to the County Arborist and Watershed Site Inspector throughout Phase 1 erosion and sediment control activities and throughout construction of the applicable building or improvements." <u>Revise last sentence as follows:</u> "Once the Phase I erosion and sediment control activities are completed..." To "Once the Phase I erosion and sediment control activities and the construction of the applicable building improvements are completed..." Also add an additional sentence to this proffer stating that a note shall be added to the landscape sheets of the final site plan stipulating that the conditions of this proffer are required prior to the Watershed Site Inspector's final bond release inspection.</p>
7.		Proffer 43.b. The trail easement should be granted and recorded prior to obtaining any land disturbance permit associated with construction of the Natural Surface Trail. Any portion of the natural surface trail in a specific land bay should be shown on the first final site plan associated with each land bay and granted with that site plan. For any portion of the Natural Surface Trail that is within a Land Bay that is not proposed to be developed, the trail should be granted and recorded with the first final site plan associated with the adjacent Land Bay.
8.		Proffer 43.c. Recommend revising dedication and conveyance to occur prior to approval of the site plan that includes the construction for the Unfinished Railroad Interpretive Site features instead of dedicating and conveying after completion of the Unfinished Railroad Interpretive Site features.
9.		Proffer 43.d. recommend revising contribution requirement to prior to final site plan approval. The fee will be based on the number of data enter buildings shown on the approved site plan.
10.		Proffer 45.b. remove "The Sound Study shall be provided to the County (which agency would you like us to designate?)"
11.		Proffer 59. Recommend revising contribution to prior to site plan approval instead of prior to obtaining the building permit release letter for each applicable data center building. The fee will be based on the number of data enter buildings shown on the approved site plan.

12.		Proffer 62. Please revise the last sentence as follows: "This Proffer 58-62 does shall not relieve the applicant of the obligation to demonstrate proffer compliance if such proffer is required to be satisfied prior to County issuance of an approval or permit."
13.		Proffer 65.c. Confirm that you are not requesting an exclusion of the 15' perimeter buffer for adjacent properties that are designated and rezoned for development of data center and/or data center supporting uses compatible with the Development. Right now, the proffer reads that the 15' buffer would be required if the substation is visible from these adjacent property types.

If you have any further questions about the comments, please feel free to contact me at (703) 792-6861.

Sincerely,

Bill Westerman
Development Services
Land Division
W: 703-792-6861
C: 202-494-5436
WWesterman@pwcgov.org



Plan Comments Report

Fire Marshal's Office

Review Completed

Plan/Case #:	REZ2022-00033	Date: 08/31/2023
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Ierley, Daniel	
	703-792-5543	Dierley@pwcgov.org

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

NO COMMENTS

Section II - Questions/General Information:

NO RECOMMENDATIONS DOCUMENTED.

Plan Comments Report

Building Official

Review Completed

Plan/Case #:	REZ2022-00033	Date: 09/06/2023
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Bell, Robert	
	703-792-4106	RBell@pwcgov.org

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

NO COMMENTS

Section II - Questions/General Information:

NO RECOMMENDATIONS DOCUMENTED.



Plan Comments Report

Community Development Manager

Review Completed

Plan/Case #:	REZ2022-00033	Date: 9-21-23
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Wolfson, Emilie	
	703-792-7128	ewolfson@pwcgov.org

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

NO COMMENTS

Section II - Questions/General Information:

NO RECOMMENDATIONS DOCUMENTED.



Plan Comments Report

Crime Prevention Police

Review Completed

Plan/Case #:	REZ2022-00033	Date: 08/31/2023
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Trujillo, Juan	
	571-492-8503	Jtrujillo@pwcgov.org

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

NO COMMENTS

Section II - Questions/General Information:

NO RECOMMENDATIONS DOCUMENTED.



Plan Comments Report

Planning GIS Specialist

Review Completed

Plan/Case #:	REZ2022-00033	Date: 08/31/2023
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Mccleary, John	
	703-792-6859	JMcCleary@pwcgov.org

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

NO COMMENTS

Section II - Questions/General Information:

NO RECOMMENDATIONS DOCUMENTED.



Plan Comments Report

Economic Development

Reviewed w/Comments

Plan/Case #:	REZ2022-00033	Date: 09/20/2023
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Gahres, James	
	(703) 792-5505	jgahres@pwcva.gov

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

SEE ATTACHED

Section II - Questions/General Information:

NO RECOMMENDATIONS DOCUMENTED.

From: [Gahres, Jim](#)
To: [Lozano, Juana](#); [Perez, Christopher](#)
Cc: [Winn, Christina M.](#); [Wolfson, Emilie](#)
Subject: FW: Planning-Review Package S4-Digital Gateway South REZ-2023_0830
Date: Tuesday, September 19, 2023 6:36:30 PM
Attachments: [image001.png](#)
[image002.png](#)
[image003.png](#)

Hello Juana,

No additional comments from Economic Development for S4-Digital Gateway South REZ-2023_0830

Thank you – Jim

James E. Gahres, CECD, FAICP
Director, Redevelopment and Special Projects
Prince William County
Department of Economic Development
13575 Heathcote Boulevard, Suite 240
Gainesville, Virginia 20155

direct: (703) 792-5505
main: (703) 792-5500
cell: (571) 641-0578
fax: (703) 792-5502
email: jgahres@pwcva.gov
website: pwcdded.org
twitter: [@pwcdded](https://twitter.com/pwcdded)
newsletter: [Sign-up](#)



From: Lozano, Juana <jlozano@pwcgov.org>
Sent: Wednesday, August 30, 2023 5:26 PM
To: DDS BDD Project Managers <DDSBDDProjectManagers@pwcgov.org>; Dietrich, Emma <EDietrich@pwcgov.org>; Wolfson, Emilie <EWolfson@pwcgov.org>; Folks, Clint (DOF) <Clint.Folks@dof.virginia.gov>; Patton, Justin S. <jspatton@pwcgov.org>; Ward, Edwin <eward@pwcgov.org>; Spear, Curt G. <cspear@pwcgov.org>; Smith, Alan <ASmith4@pwcgov.org>; Wilfong, Barbara E. <bwilfong@pwcgov.org>; Brendon.E.Shaw@dominionenergy.com; Gahres, Jim <jgahres@pwcgov.org>; Ierley, Daniel E. <Dlerley@pwcgov.org>; Brzyski, Antoinette G. <abrzyski@pwcgov.org>; Wagner, Daniel <DWagner@pwcgov.org>; Westerman, William <WWesterman@pwcgov.org>; Alobaidi, Al <AAlobaidi@pwcgov.org>; Medina, Aisha

<AMedina@pwcgov.org>; kristofer_butcher@nps.gov; Bryan_Gorsira@nps.gov; Anderson, Heather
<handerson@novec.com>; Singleton, Arnold <asingleton@novec.com>; Whyte, Kevin
<kwhyte@novec.com>; Pakkala, Patti <PPakkala@pwcgov.org>; McCleary, John B.
<JMcCleary@pwcgov.org>; dguerra@pwcsa.org; engineering submissions@pwcsa.org; Bibbee,
Kimberly <KBibbee@pwcgov.org>; Phillips, George <GPhillips@pwcgov.org>; Barrett, Bryce
<BBarrett@pwcgov.org>; Belita, Paolo J. <PBelita@pwcgov.org>; Miller, Mark (DEQ)
<mark.miller@deq.virginia.gov>; Erik Spencer <erik.spencer@vdot.virginia.gov>; Carman, Shawn
<shawn.carman@vdh.virginia.gov>; Morris, J. Clay <CMorris@pwcgov.org>; Flanagan, Julia
<jflanagan@pwcgov.org>; Eib, Benjamin A. <BEib@pwcgov.org>
Cc: Wheeler, Ann <awheeler@pwcgov.org>; Baer, Gordon <GBaer1@pwcgov.org>; Taylor, Don
<windyknoll2@gmail.com>; Holley, Kandis <kholley@pwcgov.org>; planningatlarge
<planningatlarge@gmail.com>; Bare, Rebecca <RBare@pwcgov.org>; Berry, Richard
<Riccar1110@aol.com>; Moses-Nedd, Cynthia <PlanningWoodbridge@gmail.com>; McGettigan,
David <dmcgettigan@pwcgov.org>; Hugh, Wade <whugh@pwcgov.org>; Smolsky, Matt
<mmsmolsky@pwcgov.org>; Vanegas, Alexander I. <AVanegas@pwcgov.org>; Perez, Christopher
<CPerez@pwcgov.org>; Mendez, Andrea <AMendez@pwcgov.org>; Lozano, Juana
<jlozano@pwcgov.org>

Subject: Planning-Review Package S4-Digital Gateway South REZ-2023_0830

Good afternoon,

Please use the following link and password to access the above noted package for your review and comments. The link will expire on Tuesday, November 28, 2023.

<https://pwcfiles.pwcva.gov/?ShareToken=9F1D86D2B30A4112BBFAB485CA33071328F05E88>

Password: 3MQ042sV

Project Name: Digital Gateway South

Project Number: REZ2022-00033

District: Gainesville

Planner: Christopher Perez, cperez@pwcgov.org, 703-792-8050

Technician: Juana Lozano 703.792.8128 jlozano@pwcgov.org

Comments due: September 21, 2023

Thank you,

Juana Lozano

Senior Development Services Technician

Prince William County, Current Planning

5 County Complex Ct., Suite 210

Prince William, VA 22192

jlozano@pwcgov.org

703-792-8128 (direct)

www.pwcgov.org

This e-mail is not intended to be and shall not be deemed to be an official order, requirement, decision or determination made by or on behalf of the Zoning

Administrator.



From: [Green, Jeffrey](#)
To: [Lozano, Juana](#)
Cc: [Flynn, Thomas](#)
Subject: FW: Planning-Review Package S2-Digital Gateway South REZ-2023_0127
Date: Monday, February 6, 2023 11:40:54 AM

Hi Juana,

Below are Economic Development's comments for Digital Gateway South.

After review, the Prince William County Department of Economic Development (DED) supports the Digital Gateway South rezoning application for 342 acres from A-1 to PBD with an O(H) designation. The 2022 land need analysis conducted by Camoin stated a gap of approximately 3,350 acres needed to meet the high-demand scenario for all Target Industries. This rezoning will help fill that gap.

Data Centers are the County's fastest-growing industry and will help the Board achieve its strategic objective to expand the commercial tax revenue base as outlined in the County's 2021-2024 Strategic Plan.

DED acknowledges the applicant's response to concerns regarding the County's 2021-2024 Strategic Plan - Objective RE-3 to "create a positive brand image of Prince William County that reflects the diversity of the community including its history, places, and people. DED supports the applicant's commitment to give nine acres to the National Park Service and create 100-foot buffers from Conway Robinson State Forest. Additionally, DED continues to support a 70-foot cap on all building heights within PW Digital Gateway South. DED looks forward to seeing the applicant's viewshed analysis. Also, DED appreciates the commitment to using non-reflective materials facing the Manassas National Battlefield and getting building materials approved by the Planning Director.

Finally, the applicant has acknowledged DED's previous comment and has committed, along with concurrent rezoning applications, to create open space and trail networks to support tourism. However, DED continues to encourage proffering up to 5 to 10% of land for other Target Industries other than data centers.

All the best,

Jeff Green
Business Development Manager
Prince William County, Virginia
Department of Economic Development
Office: 703-792-5516
Cell: 703-853-3142

From: Flynn, Thomas <TFlynn@pwcgov.org>
Sent: Friday, January 27, 2023 3:31 PM
To: Green, Jeffrey <JGreen@pwcgov.org>

Subject: FW: Planning-Review Package S2-Digital Gateway South REZ-2023_0127

Jeff,

Please review and prepare DED's comments. Thanks, Tom

From: Lozano, Juana <jlozano@pwcgov.org>

Sent: Friday, January 27, 2023 3:22 PM

To: DDS BDD Project Managers <DDSBDDProjectManagers@pwcgov.org>; Wolfson, Emilie <EWolfson@pwcgov.org>; terry.lasher@dof.virginia.gov; Patton, Justin S. <jspatton@pwcgov.org>; Dickerson, Robert B. <rdickerson@pwcgov.org>; Spear, Curt G. <cspear@pwcgov.org>; Smith, Alan <ASmith4@pwcgov.org>; Wilfong, Barbara E. <bwilfong@pwcgov.org>; Brendon.E.Shaw@dominionenergy.com; Flynn, Thomas <TFlynn@pwcgov.org>; Little, Ernest <ELittle@pwcgov.org>; Jones, Patrick <Patrick.jones@vdh.virginia.gov>; Carman, Shawn <shawn.carman@vdh.virginia.gov>; Brzyski, Antoinette G. <abrzyski@pwcgov.org>; Westerman, William <WWesterman@pwcgov.org>; Wagner, Daniel <DWagner@pwcgov.org>; Alobaidi, Al <AAlobaidi@pwcgov.org>; Medina, Aisha <AMedina@pwcgov.org>; Montez (Krieger), Raquel <raquel_montez@nps.gov>; ksarraj@novex.com; Pakkala, Patti <PPakkala@pwcgov.org>; McCleary, John B. <JMcCleary@pwcgov.org>; dguerra@pwcva.org; engineeringsubmissions@pwcva.org; Bibbee, Kimberly <KBibbee@pwcgov.org>; Bennett, Gayle <GBennett@pwcgov.org>; Barrett, Bryce <BBarrett@pwcgov.org>; Scullin, Elizabeth D. <EScullin@pwcgov.org>; Phillips, George <GPhillips@pwcgov.org>; Erik Spencer <erik.spencer@vdot.virginia.gov>; Morris, J. Clay <CMorris@pwcgov.org>; Flanagan, Julia <jflanagan@pwcgov.org>; Eib, Benjamin A. <BEib@pwcgov.org>

Cc: Wheeler, Ann <awheeler@pwcgov.org>; Terefe, Zerie <ZTerefe@pwcgov.org>; Taylor, Don <windyknoll2@gmail.com>; Patricia Kuntz <planningatlarge@gmail.com>; Berry, Richard <Riccar1110@aol.com>; Moses-Nedd, Cynthia <PlanningWoodbridge@gmail.com>; Gardner, Stephen <SGardner@pwcgov.org>; Buenavista, Mark <MBuenavista@pwcgov.org>; Daus, Meika <MDaus@pwcgov.org>; Lozano, Juana <jlozano@pwcgov.org>; Smolsky, Matt <mmsmolsky@pwcgov.org>; Shorter, Christopher <CShorter@pwcgov.org>; Perez, Christopher <CPerez@pwcgov.org>

Subject: Planning-Review Package S2-Digital Gateway South REZ-2023_0127

Good afternoon,

Please use the following link and password to access the above noted package for your review and comments. The link will expire 03/14/2023.

<https://pwcfiles.pwcva.gov/?ShareToken=A49148096FD3675BD6E1557177AEB92CFCE33308>

Password: hG70zt2h

Project Name: Digital Gateway South

Project Number: REZ2022-00033

District: Gainesville

Planner: Christopher Perez, cperez@pwcgov.org, 703-792-8050

Technician: Juana Lozano 703.792.8128 jlozano@pwcgov.org

Comments due: March 13, 2023

Thank you.

Juana Lozano

Senior Development Services Technician

703-792-8128

703-792-4401 (Fax)

jlozano@pwcgov.org

Prince William County Government

Current Planning

5 County Complex Ct., Suite 210 Prince William, VA 22192

www.pwcgov.org



Plan Comments Report

Virginia State Health

Reviewed w/Comments

Plan/Case #:	REZ2022-00033	Date: 09/21/2023
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Carman, Shawn	
	(703) 792-4469	Shawn.Carman@vdh.virginia.gov

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

SEE ATTACHED

Section II - Questions/General Information:

NO RECOMMENDATIONS DOCUMENTED.

From: [Carman, Shawn \(VDH\)](#)
To: [Lozano, Juana](#)
Subject: [SUSPECTED SPAM] Re: Planning-Review Package S4-Digital Gateway South REZ-2023_0830
Date: Thursday, September 21, 2023 4:38:44 PM
Attachments: [image001.png](#)

This email is from an EXTERNAL source. Use caution when replying or clicking embedded links.

Good morning Juana Lozano,

Thank you for including the local Virginia Department of Health (VDH). Please have the owner apply for well abandonment permits early in the process. Well abandonment completion paperwork along with septic abandonment paperwork must be completed prior to VDH issuing a demolition approval letter for an associated home when applicable. Please have the owner include this VDH letter with any demolition application to Prince William County to help speed the review process.

Thank you,

Shawn Carman, MAOSE, CP-FS, REHS
Environmental Health Supervisor

Office Phone: (703) 792-4469
Mobile: (571) 208-5125
Fax: (703) 792-4743

[Facebook](#) | [Twitter](#) | [YouTube](#) | [LinkedIn](#)

Prince William Health District
5 County Complex Court, Suite 240
Woodbridge, VA 22192



From: Lozano, Juana <jlozano@pwcgov.org>
Sent: Thursday, September 21, 2023 7:15 AM
To: DDS BDD Project Managers <DDSBDDProjectManagers@pwcgov.org>; Dietrich, Emma <EDietrich@pwcgov.org>; Wolfson, Emilie <EWolfson@pwcgov.org>; Folks, Clint (DOF)

<Clint.Folks@dof.virginia.gov>; Patton, Justin S. <jspatton@pwcgov.org>; Ward, Edwin <eward@pwcgov.org>; Spear, Curt G. <cspear@pwcgov.org>; Smith, Alan <ASmith4@pwcgov.org>; Wilfong, Barbara E. <bwilfong@pwcgov.org>; Brendon.E.Shaw@dominionenergy.com <Brendon.E.Shaw@dominionenergy.com>; Gahres, Jim <jgahres@pwcgov.org>; lerley, Daniel E. <Dlerley@pwcgov.org>; Brzyski, Antoinette G. <abrzyski@pwcgov.org>; Wagner, Daniel <DWagner@pwcgov.org>; Westerman, William <WWesterman@pwcgov.org>; Alobaidi, Al <AAlobaidi@pwcgov.org>; Medina, Aisha <AMedina@pwcgov.org>; kristofer_butcher@nps.gov <kristofer_butcher@nps.gov>; Bryan Gorsira <Bryan_Gorsira@nps.gov>; Anderson, Heather <handerson@novec.com>; Singleton, Arnold <asingleton@novec.com>; Whyte, Kevin <kwhyte@novec.com>; Pakkala, Patti <PPakkala@pwcgov.org>; McCleary, John B. <JMcCleary@pwcgov.org>; dguerra@pwcsa.org <dguerra@pwcsa.org>; engineeringsubmissions@pwcsa.org <engineeringsubmissions@pwcsa.org>; Bibbee, Kimberly <KBibbee@pwcgov.org>; Phillips, George <GPhillips@pwcgov.org>; Barrett, Bryce <BBarrett@pwcgov.org>; Belita, Paolo J. <PBelita@pwcgov.org>; Miller, Mark (DEQ) <Mark.Miller@deq.virginia.gov>; Spencer, Erik (VDOT) <Erik.Spencer@vdot.virginia.gov>; Carman, Shawn (VDH) <Shawn.Carman@vdh.virginia.gov>; Morris, J. Clay <CMorris@pwcgov.org>; Flanagan, Julia <jflanagan@pwcgov.org>; Eib, Benjamin A. <BEib@pwcgov.org>
Cc: Vanegas, Alexander I. <AVanegas@pwcgov.org>; Perez, Christopher <CPerez@pwcgov.org>
Subject: RE: Planning-Review Package S4-Digital Gateway South REZ-2023_0830

Good morning,

If you have not completed your comments on this project yet, this a quick reminder that comments for this application are due today, September 21.

Thank you,

Juana Lozano

Senior Development Services Technician
Prince William County, Current Planning
5 County Complex Ct., Suite 210
Prince William, VA 22192
jlozano@pwcgov.org
703-792-8128 (direct)
www.pwcgov.org

This e-mail is not intended to be and shall not be deemed to be an official order, requirement, decision or determination made by or on behalf of the Zoning Administrator.



From: Lozano, Juana

Sent: Wednesday, August 30, 2023 5:26 PM

To: DDS BDD Project Managers <DDSBDDProjectManagers@pwcgov.org>; Dietrich, Emma <EDietrich@pwcgov.org>; Wolfson, Emilie <EWolfson@pwcgov.org>; Folks, Clint (DOF) <Clint.Folks@dof.virginia.gov>; Patton, Justin S. <jspatton@pwcgov.org>; Ward, Edwin <eward@pwcgov.org>; Spear, Curt G. <cspear@pwcgov.org>; Smith, Alan <ASmith4@pwcgov.org>; Wilfong, Barbara E. <bwilfong@pwcgov.org>; Brendon.E.Shaw@dominionenergy.com; Gahres, Jim <jgahres@pwcgov.org>; Ierley, Daniel E. <DIerley@pwcgov.org>; Brzyski, Antoinette G. <abrzyski@pwcgov.org>; Wagner, Daniel <DWagner@pwcgov.org>; Westerman, William <WWesterman@pwcgov.org>; Alobaidi, Al <AAlobaidi@pwcgov.org>; Medina, Aisha <AMedina@pwcgov.org>; kristofer_butcher@nps.gov; Bryan_Gorsira@nps.gov; Anderson, Heather <handerson@novec.com>; Singleton, Arnold <asingleton@novec.com>; Whyte, Kevin <kwhyte@novec.com>; Pakkala, Patti <PPakkala@pwcgov.org>; McCleary, John B. <JMcCleary@pwcgov.org>; dguerra@pwcsa.org; engineeringsubmissions@pwcsa.org; Bibbee, Kimberly <KBibbee@pwcgov.org>; Phillips, George <GPhillips@pwcgov.org>; Barrett, Bryce <BBarrett@pwcgov.org>; Belita, Paolo J. <PBelita@pwcgov.org>; Miller, Mark (DEQ) <mark.miller@deq.virginia.gov>; Erik Spencer <erik.spencer@vdot.virginia.gov>; Carman, Shawn <shawn.carman@vdh.virginia.gov>; Morris, J. Clay <CMorris@pwcgov.org>; Flanagan, Julia <jflanagan@pwcgov.org>; Eib, Benjamin A. <BEib@pwcgov.org>

Cc: Wheeler, Ann <awheeler@pwcgov.org>; Baer, Gordon <GBaer1@pwcgov.org>; Taylor, Don <windyknoll2@gmail.com>; Holley, Kandis <kholley@pwcgov.org>; planningatlarge <planningatlarge@gmail.com>; Bare, Rebecca <RBare@pwcgov.org>; Berry, Richard <Riccar1110@aol.com>; Moses-Nedd, Cynthia <PlanningWoodbridge@gmail.com>; McGettigan, David <dmcgettigan@pwcgov.org>; Hugh, Wade <whugh@pwcgov.org>; Smolsky, Matt <mmsmolsky@pwcgov.org>; Vanegas, Alexander I. <AVanegas@pwcgov.org>; Perez, Christopher <CPerez@pwcgov.org>; Mendez, Andrea <AMendez@pwcgov.org>; Lozano, Juana <jlozano@pwcgov.org>

Subject: Planning-Review Package S4-Digital Gateway South REZ-2023_0830

Good afternoon,

Please use the following link and password to access the above noted package for your review and comments. The link will expire on Tuesday, November 28, 2023.

<https://pwcfiles.pwcva.gov/?ShareToken=9F1D86D2B30A4112BBFAB485CA33071328F05E88>
Password: 3MQ042sV

Project Name: Digital Gateway South
Project Number: REZ2022-00033
District: Gainesville
Planner: Christopher Perez, cperez@pwcgov.org, 703-792-8050
Technician: Juana Lozano 703.792.8128 jlozano@pwcgov.org
Comments due: September 21, 2023

Thank you,

Juana Lozano
Senior Development Services Technician

Prince William County, Current Planning
5 County Complex Ct., Suite 210
Prince William, VA 22192
jlozano@pwcgov.org
703-792-8128 (direct)
www.pwcgov.org

This e-mail is not intended to be and shall not be deemed to be an official order, requirement, decision or determination made by or on behalf of the Zoning Administrator.





Plan Comments Report

Manassas National Battlefield

Reviewed w/Comments

Plan/Case #:	REZ2022-00033	Date: 09/27/2023
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Butcher, Kristofer	
	703-792-8050	kristofer_butcher@nps.gov

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

SEE ATTACHED

Section II - Questions/General Information:

See attached.



**United States Department of the Interior
NATIONAL PARK SERVICE**



**Manassas National Battlefield Park
12521 Lee Highway
Manassas, VA 20109**

In Reply Refer to:

Christopher Perez
Principal Planner
5 County Complex Ct., Suite 210
Prince William, VA 22192

September 23, 2023

Subject: Review of Digital Gateway South (REZ2022-00033), Submission 4

Mr. Perez,

The National Park Service (NPS) has reviewed the most recent submission (fourth submission) of the rezoning application for Digital Gateway South (REZ2022-00033) for potential impacts and effects to cultural and natural resources, as well as park operations to Manassas National Battlefield Park which is located directly adjacent to the battlefield's boundary. This submission has changed little from the previous submissions in regard to project design and potential impacts to the battlefield. The additional exhibits provided by the applicant only serve to illuminate previous comments and concerns by the NPS related to the impacts of the project on the battlefield, therefore this response will largely reiterate and clarify the comments from the NPS on the significance of and the effects to the battlefield.

The battlefield was established in 1940 to preserve and protect the land and resources associated with the First and Second Battles of Manassas to foster understanding and appreciation of the battles and their significance by providing opportunities for interpretation, education, enjoyment, and inspiration. The NPS is charged with preserving these hallowed grounds and maintaining this historic landscape in honor of the over 4,000 men who lost their lives on these fields in 1861 and 1862. The MNBP is a historic property in the National Register of Historic Places which includes historic resources that retain integrity and are contributing to the overall significance of the battlefield. The Manassas Battlefield Historic District encompasses the battlefield and additional surrounding properties that retain integrity of location, setting, feeling, and association with the historic events that occurred on the property during the Civil War.

The proposed project is located directly adjacent to the battlefield's administrative boundary but is within approximately 10 acres of the battlefield's legislative boundary and about 570 acres that have been previously designated as significant to the Second Battle of Manassas. The NPS has determined that the proposed project will adversely affect MNBP. Due to the need for additional research to identify other likely present resources, there are potentially additional historic resources that will be adversely affected.

Historic Resources

The Applicant's Phase I Architecture Survey identifies site 076-0271-0040/076-0137 Pageland II, as being a structure constructed circa 1855 and is believed to have been an overseer's house for the Marsteller family's 762-acre Pageland Plantation. Because of the era of this structure, it likely contains the presence of enslaved people's quarters, occupation sites, and cemeteries that are within the proposed project area. These resources are particularly at risk due to the lack of identification and

consideration thus far given to them. This structure is listed as a contributing resource to the Manassas Battlefield Historic District and is a significant historic property listed in the National Register of Historic Places which contains an intact cultural landscape exemplifying Virginia Piedmont agricultural practices from the early 19th Century to the present day, which continues to be a rare and vanishing resource.

The project area encompasses hundreds of acres of land that has been designated as significant to the battle because of a significant series of camps, most notably Camp Hardee, used by the Confederate Army during the fall and winter of 1861-1862. It was here where hundreds of soldiers succumbed to illness and were subsequently interred as individual burials on the site. There are likely hundreds of soldier's graves within the project area or its immediate environs. These types of burials are not always disinterred by even hundreds of years of agricultural cultivation and use, as is evidenced by discoveries present within MNBP in areas of intense modern agricultural cultivation. Whereas the Camp Hardee burials were likely individual burials, the grave shafts are potentially well below the plow zone and thus not impacted by farming.

The NPS continues to have concerns and disagree with Phase I Architecture Survey which states that the Pageland II property is not eligible under Criterion A for its role during the Civil War. The survey does not account for the presence of Camp Hardee and the numerous potential graves. The NPS believes that the property is eligible under Criterion A at national and local levels of significance due to the role it played during the war and the significant loss of human life that occurred there.

The property should also be considered eligible at a local level of significance under Criterion A as an example of a pre-Civil War plantation and a post-Civil War farm in the Virginia Piedmont that was continuously operated. It embodies various aspects of Piedmont agricultural, architecture, and social history including European colonization of indigenous lands, the enslavement of Black people, and a broad spectrum of agricultural cultivate practices across multiple eras.

Further research is required to fully understand the site for the potential grave locations of both enslaved peoples and the soldiers of Camp Hardee (and other Civil War era graves). Ground penetrating radar and additional analysis with expertise in the research for these types of features needs to be undertaken to ensure these resources are identified, properly protected, and preserved. Additional archival research and archeology needs to be conducted in order to assess and analyze patterns of domestic activity on the site to search for and identify the potential dwelling and occupation sites of enslaved peoples.

A Historic Structure Report is necessary for the Pageland II house to further evaluate the integrity of the structure and its history. Given the integrity of the property as a cultural landscape, the NPS additionally requests that a Cultural Landscape Report be undertaken to evaluate and understand the integrity of the holistic project area as a contiguous historic resource.

Transportation

Traffic through MNBP has been and continues to be the greatest and longest standing threat to the battlefield resources and to the visitor experience. The NPS has consistently expressed a desire to reduce or completely remove non-battlefield traffic through the park. In fact, Public Law 100-647, November 10, 1988, Section 10004(a) Congress directed that the Secretary of the Interior, in consultation and consensus with the Commonwealth of Virginia, the Federal Highway Administration, and Prince William County, shall conduct a study regarding the relocation of highways (known as Routes 29 and 234) in, and in the vicinity of, Manassas National Battlefield Park. While this was focused on the development of a bypass around the park, the effort was still to determine a way to

allow for the necessary traffic needs while limit the effect of the traffic to the battlefield. The Commonwealth Transportation Board supported this is past years as long as there were replacement facilities for what becomes closed in the park.

While the battlefield has previously expressed support for initiatives to that would enable this, the fourth submission of this rezoning application does not appear to support or facilitate this goal. The proposed transportation improvements will not be substantial enough to serve as a replacement facility for Sudley Road (Route 234) through the battlefield. While this application does not have the authority to enable that closure, the proposed transportation design will not facilitate future road corridor expansion on Pageland Lane that would enable a replacement facility for the segment of Route 234 that runs through the battlefield.

The NPS requests that the proffered transportation improvements (that were originally offered) be designed to include the capacity needed to serve as a replacement for Route 234 through the battlefield. The designs should be updated to include the necessary means to provide necessary capacity for the expected traffic associated with the project proposal and builds in future capacity to facilitate the administrative closure of that road. This would mitigate impacts to the battlefield from the proposed project.

Viewsheds

The viewshed analysis and updated exhibits provided in this submission of the rezoning application, highlights the adverse impact that the proposed development will have on the battlefield. From multiple points within the battlefield, there will be significant viewshed impacts that will not be mitigated by the proposed mitigations of tree plantings nor can they be mitigated by other means. Additionally, the analysis is flawed and misrepresents and diminishes potential impacts in critical areas of the battlefield.

One such area is denoted as Land Bay D – the area closest to the battlefield and most critical to mitigating the viewshed effects. The applicant proposed to establish screening plantings on the southeast side Land Bay D located partially atop a gas line with a utility easement. The utility easement requires that this corridor remain clear and open, therefore the screening plantings cannot be established in this area, leaving a direct line of sight of the new facilities in this area. The applicant must redo the viewshed modeling for this area reflecting the lack of screening trees in the utility corridor needs to be supplied to provide adequate evaluation of the potential impacts.

Even with the inaccurate screening represented for Land Bay D, View 4 from the viewshed analysis highlights a problematic view wherein a combination of data center structure and substation will significantly impact the historic viewshed. The modeling shows a substation that will be clearly visible from the battlefield, rising dramatically above the modeled screenings. This will adversely affect the historic setting of the battlefield ultimately diminishing the integrity of the site. The proposed plantings are insufficient to mitigate the visual effects and additional mitigation is required.

The viewshed modeling is deceiving due to the muted color palate which are helpful for the applicant to portray that they are screening the effects of their facilities when intermittently visible through vegetation, however the substation will be entirely visible and thus the muted tones of the facilities will be insufficient to provide a meaningful mitigation.

In addition to the inaccuracies of the modeling, the proposed planting types consist of trees that do not ensure longevity of the screening with a limited 3-year maintenance and replanting commitment. After

this period, the battlefield is at risk of losing this mitigation and incurring additional adverse effects further degrading the historic integrity and visitor experience.

As previously stated, the viewshed analysis methodology used does not account for the true nature of the park's visitor use. The park with its over 50 miles of trails and multiple mowed open spaces is inherently a mobile and roaming experience. It is not viewed solely from a few static points. While various strategic points were captured, there are many immediately adjacent areas that are equally significant that may additionally be impacted. Other viewshed analysis efforts the park has undertaken for similar developments have borne this out. Previous static point analysis and modeling for other similar projects have shown that there will be no viewshed impacts, only to have additional balloon tests with roaming ground view show that there will in fact be impacts.

To mitigate the visual effects from the proposed facilities, the NPS reiterates the need to require that building height be kept at 45 feet or lower as prescribed in section DGCR 1.5 of the PW Digital Gateway Comprehensive Plan Amendment (CPA):

In the Southern District (shown in Figure 1), building height, including roof top mechanicals and parapets, should be limited to 45' feet, unless a viewshed analysis is provided that shows, at the studied building height, either no impacts to viewsheds from Manassas National Battlefield Park or a mitigated impact to viewsheds from Manassas National Battlefield Park.

Whereas the viewshed has shown to have an impact and is not going to be properly mitigated by the proffered mitigation measures, the building heights should be limited to 45' in those areas where viewsheds are not adequately screened. These areas include the buildings of Land Bay C most notably.

Due to the failure of the plantings on Land Bay D to screen the proposed Substation or significantly screen the impacts of the proposed structures on Land Bay C, the Substation needs to be moved off Land Bay D and onto Land Bay C. The removal of this Substation from Land Bay D would significantly mitigate the impacts to the historic viewsheds and alleviate a great deal of the concern MNBP has regarding this resource's future integrity.

Conclusion

This proposed project will adversely affect the battlefield and does not provide sufficient modifications to mitigate the impacts to the battlefield. In addition, the NPS believes that the full extent of the impacts are unclear. In order to protect and continue to maintain the resources entrusted to us, we will need additional research and investigation. It is in the interest of protecting and preserving the totality of our nation's history that deliberate and comprehensive steps are taken to ensure that vital pieces of the cultural heritage are given due consideration.

Prior to any further evaluation of this proposed project, the NPS requests that the studies, research, and investigations mentioned in this letter be completed. In addition, further investigation into potential mitigation to the affects to the battlefield are necessary in order to continue to protect and preserve these resources for future generations to enjoy and understand. Additionally, any of the aforementioned amendments proposed by MNBP in this letter should be adopted in future submissions. The outcome of these studies may additionally necessitate further amendments and mitigations which must be considered as a part of this as an informed iterative process.

The NPS is committed to continued participation in the process. For further coordination, please contact me at kristofer_butcher@nps.gov.

Respectfully,

Kristofer Butcher
Superintendent



Plan Comments Report

Conway Robinson Park

Reviewed w/ comments

Plan/Case #:	REZ2022-00033	Date: 10-12-23
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Folks, Clint	
		clint.folks@dof.virginia.gov

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

See attached - March 20, 2023 comments are being carried forward for this review.

Section II - Questions/General Information:

See attached - March 20, 2023 comments are being carried forward for this review.

Robert W. Farrell
State Forester



COMMONWEALTH of VIRGINIA

Department of Forestry

900 Natural Resources Drive, Suite 800 • Charlottesville, Virginia 22903
(434) 977-6555 • Fax: (434) 296-2369 • www.dof.virginia.gov

March 20, 2023

Prince William County Planning Commission
5 County Complex Court, Suite 210
Prince William, VA 22192

SUBJECT: Environmental Impact Review, Prince William County Digital Gateways Rezoning Projects (REZ2022-00032 - Digital Gateway North; REZ2022-00033 - Digital Gateway South; and REZ2022-00036 – H and H Capital Acquisitions Digital Gateway)

Dear Prince William County Planning Commission:

Thank you for the opportunity to comment on the Prince William County Data Centers Rezoning project. VDOF has reviewed the projects and determined that, together, the three projects could have a substantial impact on the local forest and associated ecosystem services. Based on shape files provided to VDOF representing the areas to be potentially rezoned, approximately 608 acres of forested cover are at risk of development, of which 21 are considered Very High or Outstanding Forest Conservation Value¹. In addition to this forested acreage, approximately 57,700 linear feet of stream would be at risk under this proposal. Overall, construction of data centers in the proposed areas could have major impacts on water quality in this watershed.

VDOF has reviewed the submitted proposals for potential tree planting and landscaping which will utilize native and naturalized trees. While these practices are certainly much preferred in a developed or urbanized setting, they do not fully mitigate the loss of habitat and ecosystem services that will be experienced if standing forests are removed. These ecosystem services include but are not limited to flood mitigation, water quality, clean air, habitat for forest and aquatic biodiversity, and scenic value. While VDOF supports the prioritization of these measures, this proposal offers no quantifiable mitigation plan for the loss of open space land and riparian forest. Additionally, this plan also fails to recognize the potential effects of forest and habitat fragmentation of land adjacent to important forest resources. In heavily developed areas, this continued fragmentation and loss of ecosystem functions has an increased impact on the quality of services provided by forested lands.

For the above reasons, if the rezoning and data center projects proceed, it is important to avoid or minimize as much as possible the removal of or impacts to forests and associated vegetation, especially riparian forests and high conservation value stands. In the case that trees or forest vegetation need to be removed, converted, or otherwise negatively impacted by project activities, VDOF recommends that such removal or conversion take place in such a way as to minimize edge in remaining forest fragments and retain natural forested corridors that allow movement of wildlife between remaining forests. We highly recommend maintaining as much of a forested buffer along the Conway Robinson State Forest property line as possible.

¹ Biasioli K., J. Pugh, and M. Santucci. 2020. Forest Conservation Value Model, 2020 Edition. Virginia Department of Forestry, Charlottesville, VA, USA. Available for download at:
<https://vdof.maps.arcgis.com/home/webmap/embedGallery.html?displayapps=true&displayinline=true&group=f40da8804f7645de9f2298945c5d897d>

Encroaching development could have a substantial negative impact on the vital resources provided by this forested acreage.

It is also important to note that while the Conway Robinson State Forest does provide recreational opportunities to the public, this property is a working forest and will need to be closed to the public at times for management activities. As a State Forest, this property does not receive general funding from the Commonwealth to maintain or improve accommodations for increased public usage. VDOF requests for all entities to consult with the agency prior to any project which may increase access to the Conway Robinson State Forest Property.

Finally, if the data center projects proceed, VDOF recommends that the developers compensate for unavoidable removal, conversion, or other impacts to forest vegetation by establishing new trees, forests, or forest vegetation on site, if possible, and if not, then off-site in the general vicinity of the project. Below are some specific options for compensating for unavoidable clearance of forestland. If plans to construct the data centers proceed, we recommend that the developers pursue these options in this order:

1. Plant forested buffers along waterbodies that do not yet have them or otherwise afforest existing open land in such a way as to improve overall water quality, wildlife habitat, other ecosystem functions, and value of forest products.
2. Permanently protect existing forestland that is within the project area or within the same county and that is at risk of development, by establishing open-space easements or protected areas (e.g., parks or state forests). VDOF can provide information on forestlands within the county that are similar to those in the project area and are at risk of development.
3. Contribute an in-lieu fee to VDOF's State Forest Mitigation and Acquisition Fund (SFMAF) or similar fund that would then be used by VDOF and other organizations to complete forestland conservation projects near the project site. The Commonwealth of Virginia has also negotiated similar in-lieu fee agreements with developers to mitigate the impacts of the Atlantic Coast Pipeline and Mountain Valley Pipelines².

Should Prince William County or other developers require additional information or advice regarding these mitigation options please contact me or other staff members with the Virginia Department of Forestry.

Sincerely,



Clint Folks

Forestland Conservation Coordinator

Clint.folks@dof.virginia.gov

² If developers are interested in pursuing options 1-3 above, we recommend that they use a methodology developed by the Virginia Forest Conservation Partnership, and used by the Department of Conservation and Recreation, to calculate mitigation ratios specific to the projects.



Plan Comments Report

Service Authority (PLN)

Reviewed w/Comments

Plan/Case #:	REZ2022-00033	Date: 09/22/2023
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Guerra, David	
	703.335.7900	dguerra@pwcsa.gov

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

SEE ATTACHED

Section II - Questions/General Information:

NO RECOMMENDATIONS DOCUMENTED.

4 County Complex Court
Woodbridge, VA 22192

Phone (703) 335-7900
www.pwcsa.org

Division of Engineering & Planning
Samer S. Beidas, P.E., CCM, Director



September 20, 2023

MEMORANDUM

To: Juana Lozano
PWC Planning Office

From: David L. Guerra, P.E.

Re: **REZ2022-00033, Digital Gateway South – 4th Submission**

The Service Authority's previous comments regarding the referenced rezoning application dated July 19, 2023 (copy enclosed) are still valid and shall be applied to the proposed development.

July 19, 2023

MEMORANDUM

To: Juana Lozano
PWC Planning Office

From: David L. Guerra, P.E.

Re: **REZ2022-00033, Digital Gateway South – 3rd Submission**

The Service Authority's comments regarding this proposed rezoning application are as follows:

- In accordance with the Service Authority's Development Review Process and System Improvement Policy, which is consistent with the County's Comprehensive Plan and with the growth pays for growth policy philosophy, the applicant is financially responsible for the design and construction of the infrastructure necessary to serve their development. The Service Authority reviews all proposed development projects in Prince William County to determine if the existing water distribution, sewer collection systems, and pump stations are adequate to meet the projected water demands and wastewater flows. The Service Authority identifies deficiencies, and the applicant will be notified of their requirements to meet the Service Authority's established performance standards for service.
- Additional planning studies are currently ongoing to determine the optimal configuration of water and sewer facilities and additional capacity requirements to serve the proposed development. The study should be completed by the fall of 2023.
 - The applicant should submit the projected maximum day water demands and peak wastewater flows for each phase of the proposed Digital Gateway development early in the review process to facilitate the hydraulic capacity studies.



Plan Comments Report

VA Environmental Quality

Review Completed

Plan/Case #:	REZ2022-00033	Date: 9-25-23
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Mark Miller	
	571.866.6487	Mark.Miller@deq.virginia.gov

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

See attached

Section II - Questions/General Information:

See attached

From: [Lozano, Juana](#)
To: [Perez, Christopher](#); [Wolfson, Emilie](#)
Cc: [Vanegas, Alexander I.](#)
Subject: FW: Planning-Review Package S4-Digital Gateway South REZ-2023_0830
Date: Monday, September 25, 2023 4:11:10 PM
Attachments: [image001.png](#)
[Outlook-htpfatrm.png](#)

FYI

Juana Lozano

Senior Development Services Technician
Prince William County, Current Planning
5 County Complex Ct., Suite 210
Prince William, VA 22192
jlozano@pwcgov.org
703-792-8128 (direct)
www.pwcgov.org

This e-mail is not intended to be and shall not be deemed to be an official order, requirement, decision or determination made by or on behalf of the Zoning Administrator.



From: Miller, Mark (DEQ) <Mark.Miller@deq.virginia.gov>
Sent: Monday, September 25, 2023 2:51 PM
To: Lozano, Juana <jlozano@pwcgov.org>
Subject: [SUSPECTED SPAM] Re: Planning-Review Package S4-Digital Gateway South REZ-2023_0830

This email is from an EXTERNAL source. Use caution when replying or clicking embedded links.

Juana,

Thank you for your recent emails of May 2023 for Plan Review Packages for Digital Gateway. As you are aware, we were able to provide voluntary comments to you when you provided an initial set of Plan Review Packages for Digital Gateway in February 2023.

However, due to regional office workload and plan review for re-zoning requests not being a direct responsibility of DEQ, we can not review the recent set of requests you have provided.

Please let me know if you have any questions.

Mark Miller



Environmental Manager II
Enforcement/Pollution Response/EIR

[Virginia Department of Environmental Quality](#) Northern Regional Office

13901 Crown Ct, Woodbridge, VA 22193

571.866.6487 (Mobile)

From: Lozano, Juana <jlozano@pwcgov.org>

Sent: Wednesday, August 30, 2023 17:25

To: DDS BDD Project Managers <DDSBDDProjectManagers@pwcgov.org>; Dietrich, Emma <EDietrich@pwcgov.org>; Wolfson, Emilie <EWolfson@pwcgov.org>; Folks, Clint (DOF) <Clint.Folks@dof.virginia.gov>; Patton, Justin S. <jspatton@pwcgov.org>; Ward, Edwin <eward@pwcgov.org>; Spear, Curt G. <cspear@pwcgov.org>; Smith, Alan <ASmith4@pwcgov.org>; Wilfong, Barbara E. <bwilfong@pwcgov.org>; Brendon.E.Shaw@dominionenergy.com <Brendon.E.Shaw@dominionenergy.com>; Gahres, Jim <jgahres@pwcgov.org>; Ierley, Daniel E. <Dierley@pwcgov.org>; Brzyski, Antoinette G. <abrzyski@pwcgov.org>; Wagner, Daniel <DWagner@pwcgov.org>; Westerman, William <WWesterman@pwcgov.org>; Alobaidi, Al <AAlobaidi@pwcgov.org>; Medina, Aisha <AMedina@pwcgov.org>; kristofer_butcher@nps.gov <kristofer_butcher@nps.gov>; Bryan Gorsira <Bryan_Gorsira@nps.gov>; Anderson, Heather <handerson@novex.com>; Singleton, Arnold <asingleton@novex.com>; Whyte, Kevin <kwhyte@novex.com>; Pakkala, Patti <PPakkala@pwcgov.org>; McCleary, John B. <JMcCleary@pwcgov.org>; dguerra@pwcsa.org <dguerra@pwcsa.org>; engineering submissions@pwcsa.org <engineering submissions@pwcsa.org>; Bibbee, Kimberly <KBibbee@pwcgov.org>; Phillips, George <GPhillips@pwcgov.org>; Barrett, Bryce <BBarrett@pwcgov.org>; Belita, Paolo J. <PBelita@pwcgov.org>; Miller, Mark (DEQ) <Mark.Miller@deq.virginia.gov>; Spencer, Erik (VDOT) <Erik.Spencer@vdot.virginia.gov>; Carman, Shawn (VDH) <Shawn.Carman@vdh.virginia.gov>; Morris, J. Clay <CMorris@pwcgov.org>; Flanagan, Julia <jflanagan@pwcgov.org>; Eib, Benjamin A. <BEib@pwcgov.org>;
Cc: Wheeler, Ann <awheeler@pwcgov.org>; Baer, Gordon <GBaer1@pwcgov.org>; Taylor, Don <windyknoll2@gmail.com>; Holley, Kandis <kholley@pwcgov.org>; planningatlarge <planningatlarge@gmail.com>; Bare, Rebecca <RBare@pwcgov.org>; Berry, Richard <Riccar1110@aol.com>; Moses-Nedd, Cynthia <PlanningWoodbridge@gmail.com>; McGettigan, David <dmcgettigan@pwcgov.org>; Hugh, Wade <whugh@pwcgov.org>; Smolsky, Matthew <msmolsky@pwcgov.org>; Vanegas, Alexander I. <AVanegas@pwcgov.org>; Perez, Christopher <CPerez@pwcgov.org>; Mendez, Andrea <AMendez@pwcgov.org>; Lozano, Juana <jlozano@pwcgov.org>

Subject: Planning-Review Package S4-Digital Gateway South REZ-2023_0830

Good afternoon,

Please use the following link and password to access the above noted package for your review and comments. The link will expire on Tuesday, November 28, 2023.

<https://pwcfiles.pwcva.gov/?ShareToken=9F1D86D2B30A4112BBFAB485CA33071328F05E88>
Password: 3MQ042sV

Project Name: Digital Gateway South
Project Number: REZ2022-00033
District: Gainesville
Planner: Christopher Perez, cperez@pwcgov.org, 703-792-8050
Technician: Juana Lozano 703.792.8128 jlozano@pwcgov.org
Comments due: September 21, 2023

Thank you,

Juana Lozano

Senior Development Services Technician
Prince William County, Current Planning
5 County Complex Ct., Suite 210
Prince William, VA 22192
jlozano@pwcgov.org
703-792-8128 (direct)
www.pwcgov.org

This e-mail is not intended to be and shall not be deemed to be an official order, requirement, decision or determination made by or on behalf of the Zoning Administrator.





Plan Comments Report

Dominion Energy

Comments Not Received

Plan/Case #:	REZ2022-00033	Date: 10-12-23
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Shaw, Brendon	brendon.e.shaw@dominionenergy.com

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

Comments Not Received at this time.

Section II - Questions/General Information:

Comments Not Received at this time.



Plan Comments Report

NOVEC

Comments Not Received

Plan/Case #:	REZ2022-00033	Date: 10-12-23
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Heather Anderson, Manager, System Engineering	
	HAnderson@novec.com	

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

Comments Not Received at this time

Section II - Questions/General Information:

Comments Not Received at this time



Plan Comments Report

US Fish & Wildlife

Comments Not Received

Plan/Case #:	REZ2022-00033	Date: 10-12-23
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:		

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

COMMENTS NOT RECEIVED AT THIS TIME

Section II - Questions/General Information:

COMMENTS NOT RECEIVED AT THIS TIME



Plan Comments Report

County Archaeologist & Cemetery Preservation Coordinator

SEE STAFF REPORT

Plan/Case #:	REZ2022-00033	Date: 10-20-23
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Justin Patton and Emma Dietrich	jspatton@pwcgov.org
	703-792-5729	EDietrich@pwcgov.org

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's

Response: SEE STAFF REPORT FOR OUTSTANDING ISSUES.

Additionally, see attached Cultural Resource Recommendations.

Section II - Questions/General Information:

SEE STAFF REPORT FOR OUTSTANDING ISSUES.

Additionally, see attached Cultural Resource Recommendations.

October 16, 2023
REZ2022-00033, Digital Gateway South
Cultural Resource Recommendations

Section 5.3.4 Metal Detecting in the report titled "*Phase I Archaeological Survey, QTS Manassas Digital Gateway (Stanyard et al. April 10, 2023)*" needs to be reanalyzed and rewritten. The artifact cataloging needs to be redone, the map preparation needs to be redone based on the new cataloging results and the results and recommendations need to be redone. The consultants did not follow the "Virginia Department of Historic Resources Guidelines for Conducting Historic Resources Survey in Virginia," in particular the consultants did not classify artifacts into non-military, overtly military and dual-use artifacts, did not prepare artifact distribution maps and conduct spatial analysis to determine if dual-use artifacts could be associated with overtly military artifacts (see footnote # 34 of page 45 of the guidelines). Furthermore, cut nails should be individually mapped and excluded from the Pre-1972 Common item. Cut nails can identify residences, structures, cartridge boxes (depending on the size), etc. Horseshoe patterns also changed over time and could be indicators of non-modern era activities. While the focus of metal detecting is often on identifying military resources, it should not exclude searching for other resources.

The Applicant should conduct more intensive metal detecting on Land Bay C to further investigate Phase I metal detecting results, record this as an archaeological site, and if warranted conduct Data Recovery. Conduct more research on the Second Battle of Manassas to research actions on Land Bay C that might correspond with the metal detector finds. Submit the finds to the County Archaeologist for review. This work is follow-on work to the Phase I archaeological survey.

The Applicant is encouraged to hire a professional Civil War Historian to research human burials of soldier during Civil War encampments and battles and identify possible locations for these burials; and conduct remote sensing and archaeology to search for burials within the project area. Archival research should focus on finding and interpreting primary materials.

The Applicant should consider lower building heights to further minimize adverse visual impacts to Manassas National Battlefield Park.

The applicant should consider proffering a cultural landscape report.

The applicant should have prepared a Historic Structure Report for Pageland II (076-0187).

The applicant should add architectural resources to Proffer 10.c. Mitigation Plan. As currently written, it only considers mitigation of archaeological resources ignoring impacts to Pageland II (076-0137) and the Manassas Battlefield Historic District (076-0271).

Language needs to be added to Proffer 10.d. Phase III. that this work will be performed and approved before final site plan approval for each land bay where Phase III is applicable.

For Proffer 14 add that all construction crews will be trained in the identification of human remains and burial features; and more than one archaeologist will be conducting on-site monitoring. It should be a team of archaeologists.

14. On-Site Archeological Monitoring During Grading Activities. During initial construction rough grading and excavation activities, the Applicant shall provide ~~an~~ on-site archeologists, that meet *The Secretary of the Interior Professional Qualifications Standards*, reasonably acceptable to the Director of Planning, who will inspect areas of high and moderate potential for underground cultural resources to be found, as the topsoil is removed to identify any historically significant structures or graves ("features") that might be uncovered. The consulting archaeologists will have the authority stop construction and contact the County Archaeologist and consult on the next steps regarding the observed anomaly. The County Archeologist and, or his/her designee shall be able to be on-site at any time during construction monitoring offered the opportunity to accompany the aforesaid on-site archeologist.

Recommended changes to Proffer 15

15. Civil War Cemetery Study. Prior to site plan approval, the Applicant shall provide a study (including archival research of primary documents, site visits to archival repositories, oral histories/interviews, etc.), with the scope of work approved by the County Archaeologist, conducted by a qualified specialist utilizing remote sensing and archaeological techniques based on each site specific condition for each proposed inspection area ~~ground penetrating radar technology or mechanical scraping~~, of an area 50 feet in width measured from the proposed limits of clearing and grading around any known or suspected Civil War cemetery, identified as a result of the study, on the Property, for the purpose of determining whether there are Civil War soldiers gravesites within the said area. The results of said study shall be provided to the Prince William County Planning Department for approval.

Recommended Changes to Proffer 16

16. Unanticipated Discovery of Cultural Resources or Human Remains. ~~Prior to the issuance of final site construction permits, the~~ The Applicant shall submit an ~~approved~~ Unanticipated Discovery Plan ("UDP") prepared by a third-party historical or cultural resources firm. The UDP shall include the procedures and protocols that will be used by the Applicant's employees, contractors, and subcontractors if there is an unanticipated discovery of archaeological material or human graves/remains during construction. The UDP shall establish an exclusion zone (no ground disturbance zone) around the suspected area that shall remain in effect until archaeological testing and, or, excavations are complete. The UDP shall be sent to the County Archeologist, County Cemetery Preservation Coordinator, and the Virginia Department of Historic Resources ("VDHR") for review and approval no later than at the time of first final site plan submission for the Property.



Plan Comments Report

Historical Commission

Reviewed w comments

Plan/Case #:	REZ2022-00033	Date: 9-12-23
Plan/Case Name:	DIGITAL GATEWAY SOUTH	
Plan Case Address:	6312 PAGELAND LN GAINESVILLE VA 20155	
Reviewer:	Patton, Justin	
	703-792-5729	jspatton@pwcgov.org

The following items/issues were noted on your case. Please review and provide a letter responding to these comments, along with revised plans and proffers. Please be advised that staff might not identify all of the issues that arise during the case review and public hearing process. In addition, the solutions to the issues identified in this correction report might not be the only solutions, but are thought to be the most desirable solutions as determined by staff. Please note that any modifications will result in further review by pertinent agencies and staff, and could result in changes to the analysis and/or any recommendations.

Section I - Comments that Require Applicant's Response:

See attached resolutions in the staff report.

Section II - Questions/General Information:

See attached resolutions in the staff report.

HISTORICAL COMMISSION RESOLUTION

MOTION: PEARSALL

September 12, 2023

SECOND: BRACE

Regular Meeting

Res. No. 23-084

RE: LAND DEVELOPMENT RECOMMENDATIONS

ACTION: APPROVED

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

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

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

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

Case Number: REZ2022-00033

Case Name: Digital Gateway South – 4th Submission

Recommendation: Denial

Recommend denial due to incomplete analysis and unresolved impact to historic sites and places including viewshed, landscape preservation, unmarked burial investigation, cemetery delineation, and historic structure preservation, including the following issues:

Unresolved and missing requested revisions to reports on Phase 1 activities including remote sensing and Ground Penetrating Radar (GPR) results for southern land bay.

Missing documents illustrating ERM's recommendations and analysis on remote sensing techniques, methodology, and steps taken to locate potential unmarked burials within and around the rezoning footprint and structures. (note: shovel tests are not adequate for locating burials).

Unresolved conflicting submission #4 comments with ERM Phase 1 submission documents regarding integrity of the "well preserved" historic battlefield landscape.

Unresolved and missing recommended noise study revisions and impacts on Manassas National Battlefield Park (MNBK) pertaining to noise study and final interpretation.

Unresolved and incomplete requested revised viewshed study and analysis American Battlefield Protection Program (ABPP).

Missing Phillips cemetery GPR and delineation, eligibility for NRHP and preservation mitigation plan.

Unresolved issues as presented by MNBK and the Prince William County Archeologist.

A more comprehensive remote sensing survey (GPR) at least in areas that are open (not forested) and likely to be disturbed should satisfy our needs. There is a chance graves may be elsewhere (Pageland I), but we need to positively rule out graves being on Pageland II using remote sensing.

On Applicant's response on page 82, #12, - should refer to ERM Historic Architectural Survey (not Archeological Survey).

On Applicant's Response on page 82, #12,
Buffers and supplemental landscaping insufficient to protect key battlefield terrain.

Any battlefield terrain analysis of property west of Pageland Lane must include review of post-battle reports and maps (for reference see, e.g., ERM Phase I Architectural Survey at p. 17, fig. 2-23). The topography of key terrain, so identified, must be preserved intact.

Recommend the applicant perform additional primary research/additional Phase I work.

Recommend KOCOA analysis on 076-5190 (The Second Battle of Manassas) performed prior to rezoning approval.

Recommend an updated noise study to be performed prior to the rezoning.

Continuous noise monitoring and voluntary enforcement is necessary. The applicant should anticipate likely changes and provide appropriate modelling as recommended and directed by the DGCD 1.9 (CPA2021-00004) to predict compliance prior to the next submission.

The applicant should engage in a thorough analysis of the various viewshed impacts with removal of existing tree lines for historic integrity purposes and use the 2010 Manassas Battlefields Viewsheds Study as guidance.

Votes:

Ayes: Brace, Burgess, Davis, De Pue, Dodge, Kulick, Moser, Pearsall, Reddick

Nays: Brickley, Green, Henson, Porta

Absent from Vote: None

Absent from Meeting: Brown, Kastens

MOTION CARRIED

ATTEST:


Secretary to the Commission

MOTION: PORTA

**August 8, 2023
Regular Meeting
Res. No. 23-069**

SECOND: BRICKLEY

**RE: RECOMMEND APPROVAL OF REZ2022-00033, DIGITAL GATEWAY SOUTH,
SUBJECT TO AND CONTINGENT UPON NECESSARY CONDITIONS**

ACTION: SUBJECTED TO AMENDMENTS

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby recommend approval of REZ2022-00033, Digital Gateway South, subject to and contingent upon the following necessary conditions:

1. Applicant demonstrates through viewshed studies using accepted professional standards and methodologies that there will be no significant adverse visual impact to the Manassas National Battlefield Park at the final building heights; and
2. Applicant proffers to use nonreflective, earth-tone facades chosen in consultation with County staff on any and all building facades that are visible to the public from locations outside the property; and
3. Applicant proffers to follow all recommendations resulting from Phase I, Phase II, and Phase III (as applicable) studies submitted to the County and curate with the County all artifacts, field records, laboratory records, photographic records, and other records recovered and produced as a result of the investigations and excavations undertaken in connection with Phase I, Phase II, and Phase III studies; and
4. Applicant proffers that in the event any heretofore unknown archaeological sites are discovered during land disturbance they will consult with the County on the potential preservation of the site and if preservation is not feasible will recover artifacts and curate them with the County; and
5. Applicant proffers that it will permit the County Archaeologist or their designee to enter the property to conduct archaeological research at the latter's expense, on any sites indicated by Phase II studies; and
6. Applicant proffers to delineate the boundaries of, preserve, appropriately fence, and guarantee public access to any cemeteries in accordance with the standards set

forth in Section 32-250.110 of the Prince William County Code in effect as of this date;
and

7. Applicant proffers that any human remains discovered during site activity will be handled in accordance with federal, state, and local laws and regulations regarding the removal and reinterment of such remains; and

8. Applicant proffers to design and install a plaque or similar commemorative marker in the vicinity of Boundary Tree in consultation with the U.S. Department of the Interior, the Prince William County Historical Commission, and the County's Department of Parks, Recreation, and Tourism, and provide a route of public access to the marker;
and

9. Applicant proffers to install the approximately 5-acre Unfinished Railroad interpretative feature and once completed will dedicate the site in fee simple to the County as a public park and provide a route of public access to the site; and

10. Applicant proffers to dedicate the approximately 9-acre portion of currently privately-owned property located within the legislative boundary of the Manassas National Battlefield Park to the U.S. Department of the Interior or the County in the event the Department of the Interior declines to accept the area and provide a route of public access to the site in consultation with the County Department of Parks, Recreation, and Tourism.

Votes:

Ayes:

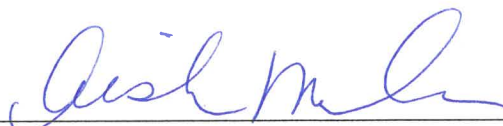
Nays:

Abstain:

Absent from Vote:

Absent from Meeting:

ATTEST:



Secretary to the Commission

MOTION: HENSON

**August 8, 2023
Regular Meeting
Res. No. 23-070**

SECOND: REDDICK

RE: AMEND RES. NO. 23-069 FOR REZ2022-00033, DIGITAL GATEWAY SOUTH, TO RECOMMEND PHASE I ARCHAEOLOGICAL SURVEY, INCLUDING SHOVEL PIT TESTING AND METAL DETECTING, AROUND PAGELAND II; AND PHASE II ARCHITECTURAL EVALUATION OF PAGELAND II; RECOMMEND REMOTE SENSING FOR HUMAN BURIALS ON SOUTHWEST LAND BAY (AS NOTED IN ARCHAEOLOGY REPORT) AND PHILLIPS CEMETERY

ACTION: APPROVED

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

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby amend Res. No. 23-069 for REZ2022-00033, Digital Gateway South, to recommend Phase I Archaeological Survey, including shovel pit testing and metal detecting, around Pageland II; and Phase II Architectural Evaluation of Pageland II; recommend remote sensing for human burials on the southwest land bay (as noted in archaeology report) and Phillips Cemetery.

Votes:

Ayes: by acclamation

Nays: None

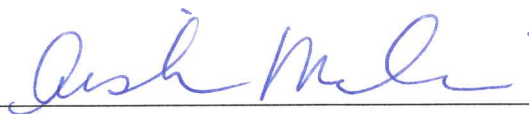
Abstain: None

Absent from Vote: None

Absent from Meeting: Brace, Brown

MOTION CARRIED

ATTEST:



Secretary to the Commission

MOTION: KULICK

**August 8, 2023
Regular Meeting
Res. No. 23-071**

SECOND: REDDICK

RE: AMEND RES. NO. 23-069 FOR REZ2022-00033, DIGITAL GATEWAY SOUTH, TO RECOMMEND THE APPLICANT ASSESS THE EFFECTS OF ALTERING KEY TERRAIN IN THE NATIONAL REGISTER HISTORIC DISTRICT AND ALTER THE BUILDING FOOTPRINT TO AVOID DECONSTRUCTION OF NATIONAL REGISTER DISTRICT INTEGRITY; APPLICANT IS INVITED TO PAGE 4 SECTION 1.2 AND PAGE 72 OF PHASE I ARCHAEOLOGICAL SURVEY CONDUCTED BY ERM; RECOMMEND ARTIFACT DEPTHS BE ADDED TO APPENDIX C

ACTION: APPROVED

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

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby amend Res. No. 23-069 for REZ2022-00033, Digital Gateway South, to recommend the applicant assess the effects of altering key terrain in the National Register Historic District and alter the building footprint to avoid deconstruction of National Register District integrity; applicant is invited to page 4 section 1.2 and page 72 of Phase I Archaeological Survey conducted by ERM and recommend artifact depths be added to Appendix C.

Votes:

Ayes: Burgess, Davis, De Pue, Dodge, Kulick, Moser, Pearsall and Reddick

Nays: Brickley, Henson, Kastens, Porta

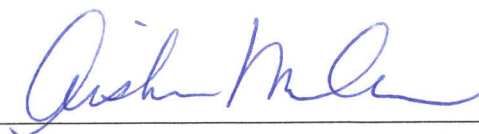
Abstain: Green

Absent from Vote: None

Absent from Meeting: Brace, Brown

MOTION CARRIED

ATTEST:



Secretary to the Commission

MOTION: REDDICK

**August 8, 2023
Regular Meeting
Res. No. 23-072**

SECOND: KULICK

RE: AMEND RES. NO. 23-069 FOR REZ2022-00033, DIGITAL GATEWAY SOUTH, TO RECOMMEND UPDATED NOISE STUDY ON PINEY WOODS CEMETERY. RECOMMEND A NOISE STUDY SHOULD BE CONDUCTED TO EVALUATE IMPACTS TO CULTURAL RESOURCES WITHIN AND ADJACENT TO THE REZONING FOOTPRINT INCLUDING PROPOSED THE LAND OWNED BY THE AMERICAN BATTLEFIELD TRUST AND MANASSAS NATIONAL BATTLEFIELD PARK. THE STUDY SHOULD PROVIDE A WELL SOURCED ANALYSIS OF IMPACT TO THE MNBP VISITOR EXPERIENCE, WHETHER ON GUIDED OR SELF-GUIDED TOURS, IF NOISE IS NOT APPROPRIATELY ATTENUATED. MEASUREMENTS (DBA) AND PROJECTIONS SHOULD INCLUDE ALL BUILDINGS AND SUBSTATIONS AS PROPOSED IN REZONING PACKAGE. THE STUDY SHOULD CITE ALL RELEVANT NOISE AND SOUND ANALYSES PERFORMED AND DOCUMENTED BY THE NATIONAL PARK SERVICE AND THE MANASSAS NATIONAL BATTLEFIELD PARK AND INCLUDE THE 2017 MANASSAS NATIONAL BATTLEFIELD PARK ACOUSTIC MONITORING REPORT. INSTALLATION OF 24 HOUR/SEVEN DAY-A-WEEK ACOUSTICAL MONITORING EQUIPMENT SHOULD BE INSTALLED. THIS STUDY'S RESULTS SHOULD INCLUDE VOLUNTARY ENFORCEMENT COMPLIANCE PLAN FOR ENFORCEMENT OF NOISE VIOLATIONS, INCLUDING REVOCATION OF OCCUPANCY PERMITS

ACTION: APPROVED

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

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby amend Res. No. 23-069 FOR REZ2022-00033, Digital Gateway South, to recommend updated noise study on Piney Woods Cemetery. Recommend a noise study should be conducted to evaluate impacts to cultural resources within and adjacent to the rezoning footprint including proposed the land owned by the American Battlefield Trust and Manassas National Battlefield Park (MNBP). The study should provide a well sourced analysis of impact to the MNBP visitor experience, whether on guided or self-guided tours, if noise is not appropriately attenuated. Measurements (dba) and projections should include all buildings and substations as proposed in rezoning package. The study should cite all relevant noise and

sound analyses performed and documented by the National Park Service and the Manassas National Battlefield Park and include the 2017 Manassas National Battlefield Park Acoustic Monitoring report, installation of 24 hour/seven day-a-week acoustical monitoring equipment should be installed. This study's results should include voluntary enforcement compliance plan for enforcement of noise violations, including revocation of occupancy permits.

Votes:

Ayes: Burgess, Davis, De Pue, Dodge, Kastens, Kulick, Moser, Pearsall and Reddick

Nays: Green, Henson and Porta

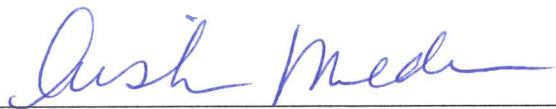
Abstain: Brickley

Absent from Vote: None

Absent from Meeting: Brace, Brown

MOTION CARRIED

ATTEST: _____



Secretary to the Commission

MOTION: DEPUE

**August 8, 2023
Regular Meeting
Res. No. 23-073**

SECOND: BRICKLEY

RE: AMEND RES. NO. 23-069 FOR REZ2022-00033, DIGITAL GATEWAY SOUTH TO STRIKE AND INSERT LANGUAGE

ACTION: APPROVED

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

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby amend Res. No. 23-069, REZ2022-00033, Digital Gateway South, to strike the sentence:

"NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby recommend approval of REZ2022-00033, Digital Gateway South, subject to and contingent upon the following necessary conditions",

and insert the sentence:

"NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby recommend revision of REZ2022-00033, Digital Gateway South, by reference to the following necessary conditions:".

Votes:

Ayes: by acclamation

Nays: None

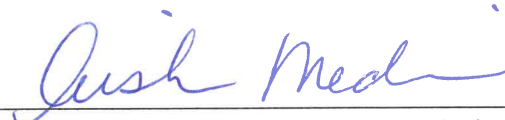
Abstain: None

Absent from Vote: None

Absent from Meeting: Brace, Brown

MOTION CARRIED

ATTEST:



Secretary to the Commission

MOTION: KASTENS

**August 8, 2023
Regular Meeting
Res. No. 23-074**

SECOND: HENSON

**RE: RECOMMEND REVISION OF REZ2022-00033, DIGITAL GATEWAY SOUTH, BY
REFERENCE TO THE FOLLOWING NECESSARY CONDITIONS**

ACTION: SUBJECTED TO AMENDMENTS

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby recommend revision of REZ2022-00033, Digital Gateway South, by reference to the following necessary conditions:

1. Applicant demonstrates through viewshed studies using accepted professional standards and methodologies that there will be no significant adverse visual impact to the Manassas National Battlefield Park at the final building heights; and
2. Applicant proffers to use nonreflective, earth-tone facades chosen in consultation with County staff on any and all building facades that are visible to the public from locations outside the property; and
3. Applicant proffers to follow all recommendations resulting from Phase I, Phase II, and Phase III (as applicable) studies submitted to the County and curate with the County all artifacts, field records, laboratory records, photographic records, and other records recovered and produced as a result of the investigations and excavations undertaken in connection with Phase I, Phase II, and Phase III studies; and
4. Applicant proffers that in the event any heretofore unknown archaeological sites are discovered during land disturbance they will consult with the County on the potential preservation of the site and if preservation is not feasible will recover artifacts and curate them with the County; and
5. Applicant proffers that it will permit the County Archaeologist or their designee to enter the property to conduct archaeological research at the latter's expense, on any sites indicated by Phase II studies; and
6. Applicant proffers to delineate the boundaries of, preserve, appropriately fence, and guarantee public access to any cemeteries in accordance with the standards set

forth in Section 32-250.110 of the Prince William County Code in effect as of this date;
and

7. Applicant proffers that any human remains discovered during site activity will be handled in accordance with federal, state, and local laws and regulations regarding the removal and reinterment of such remains; and

8. Applicant proffers to design and install a plaque or similar commemorative marker in the vicinity of Boundary Tree in consultation with the U.S. Department of the Interior, the Prince William County Historical Commission, and the County's Department of Parks, Recreation, and Tourism, and provide a route of public access to the marker;
and

9. Applicant proffers to install the approximately 5-acre Unfinished Railroad interpretative feature and once completed will dedicate the site in fee simple to the County as a public park and provide a route of public access to the site; and

10. Applicant proffers to dedicate the approximately 9-acre portion of currently privately-owned property located within the legislative boundary of the Manassas National Battlefield Park to the U.S. Department of the Interior or the County in the event the Department of the Interior declines to accept the area and provide a route of public access to the site in consultation with the County Department of Parks, Recreation, and Tourism; and

11. [FROM RES. NO. 23-070] Phase I Archaeological Survey, including shovel pit testing and metal detecting, around Pageland II; and Phase II Architectural Evaluation of Pageland II; recommend remote sensing for human burials on the southwest land bay (as noted in archaeology report) and Phillips Cemetery; and

12. [FROM RES. NO. 23-071] Recommend the applicant assess the effects of altering key terrain in the National Register Historic District and alter the building footprint to avoid deconstruction of National Register District integrity; applicant is invited to page 4 section 1.2 and page 72 of Phase I archaeological survey conducted by ERM; and

13. [FROM RES. NO. 23-072] Recommend updated noise study on Piney Woods Cemetery. Recommend a noise study should be conducted to evaluate impacts to cultural resources within and adjacent to the rezoning footprint including proposed the land owned by the American Battlefield Trust and Manassas National Battlefield Park (MNBK). The study should provide a well sourced analysis of impact to the MNBK visitor experience, whether on guided or self-guided tours, if noise is not appropriately attenuated. Measurements (dba) and projections should include all buildings and substations as proposed in rezoning package. The study should cite all relevant noise and sound analyses performed and documented by the National Park Service and the Manassas National Battlefield Park and include the 2017 Manassas National Battlefield Park Acoustic Monitoring report, installation of 24 hour/seven day-a-week acoustical

monitoring equipment should be installed. This study's results should include voluntary enforcement compliance plan for enforcement of noise violations, including revocation of occupancy permits.

Votes:

Ayes: Burgess, Davis, De Pue, Dodge, Green, Henson, Kastens, Kulick, Moser, Pearsall and Reddick

Nays: None


Abstain: Brickley and Porta

Absent from Vote: None

Absent from Meeting: Brace, Brown

MOTION CARRIED

ATTEST: _____



Secretary to the Commission

MOTION: KULICK

**August 8, 2023
Regular Meeting
Res. No. 23-075**

SECOND: PEARSALL

RE: FOR REZ2022-00036, COMPASS DATACENTERS PRINCE WILLIAM COUNTY CAMPUS 1, REZ2022-00032, DIGITAL GATEWAY NORTH AND REZ2022-00033, DIGITAL GATEWAY SOUTH, RECOMMEND VIEWSHED ANALYSIS TO INCLUDE MAY 10, 2010, MANASSAS BATTLEFIELDS VIEWSHED STUDY

ACTION: APPROVED

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

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Prince William County Historical Commission does hereby for REZ2022-00036, Compass Datacenters Prince William County Campus 1, REZ2022-00032, Digital Gateway North and REZ2022-00033, Digital Gateway South, recommend viewshed analysis to include May 10, 2010, Manassas Battlefields Viewshed Study.

Votes:

Ayes: Burgess, Davis, De Pue, Dodge, Kulick, Pearsall and Reddick

Nays: Brickley, Green, Henson, Kastens, Moser and Porta

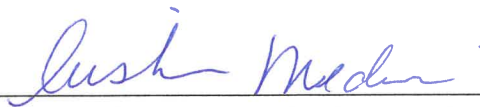
Abstain: None

Absent from Vote: None

Absent from Meeting: Brace, Brown

MOTION CARRIED

ATTEST:



Secretary to the Commission

Proffer Issues/Deficiencies, PW Digital Gateway South

1. **Proffer Statement, Exhibit A: Transportation Infrastructure Improvements Concept Plan & Phasing.** This document should not be for “illustrative purposes only”; rather, it should be in strict conformance or substantial conformance. The Applicant is encouraged to revise the proffers rectify this issue.
2. **Proffer Statement, Exhibit B: Prince William Digital Gateway Master Corridor Plan.** This document should not be for “illustrative purposes only”; rather, it should be in strict conformance or substantial conformance. The Applicant is encouraged to revise the proffers rectify this issue.
3. **Proffer Statement.** The proffer statement gives the Applicant significant flexibility to make substantive changes to the project after Board of County Supervisor approval. It also provides County staff with significant authority to approve substantive changes to the proffer statement. Neither the Applicant nor Staff should be permitted to make decisions which could be in the nature of a legislative decision, rather than ministerial/administrative interpretation/implementation of the proffers. The Applicant is encouraged to revise the proffers rectify this issue.
4. **Proffer 2(ii): Prohibited Uses.** Prohibiting “Solar Energy Facility” may be in conflict with Proffer 42.2. The Applicant is encouraged to revise the proffers rectify this issue.
5. **Proffer 3: Use Parameters.** Based on the Applicant’s intent, this proffer should be revised as follows: “Should the location and/or extent of a public facility changes, or a new public facility added, and such facility is determined not to be in substantial conformance with the MZP and these Proffers, then the change and/or addition shall be permitted upon approval of a separate Public Facility Review or Special Use Permit without a requirement to amend the MZP or these Proffers.”

If the substations are not in substantial conformance, they should be kicked back to the SUP process and not the PFR process, as they are not in the Data Center Opportunity Overlay District. Staff does not support a waiver of the SUP requirement for any substations not in substantial conformance with the MZP.

6. **Proffer 3: Use Parameters.** Staff recommends removal of “restaurants” and “restaurants (carry-out)”. The use, Cafeteria/lunchroom/snack bar/automat, already allows these other uses based on what the proffer is requesting. These two uses being included creates the appearance that the use may be more intense than being requested.
7. **Proffer 3: Use Parameters.** Staff recommends removal of “recreation facility commercial (indoor)”, as recreation facility for employees will cover what the applicant is requesting and is allowed in the Zoning Ordinance. Additionally, revision will give the Applicant more

flexibility as it allows outdoor uses.

8. **Proffer 3: Use Parameters.** In the first paragraph it is not clear where the second sentence is ending; fix typo/punctuation. In last sentence, who determines “substantial conformance”? Also, in last sentence, add “be” before “added”.
9. **Proffer 3(g): Use Parameters.** The Applicant should delete “primarily” like in other provisions throughout the proffers.
10. **Proffer 3(h): Use Parameters.** The Applicant should delete “primarily” like in other provisions throughout the proffers.
11. **Proffer 5: Floor Area Ration.** This proffer provides allowances for a transfer of FAR without expressly calling out or limiting the transfer between Land Bays. The proffer states, “...at no greater than an overall 0.25 FAR.” Which means the FAR can be above 0.25 FAR in any Land Bay for this rezoning, as long as the overall FAR is not greater than 0.25 FAR. As it is written, the Applicant could max out any single land bay at the maximum FAR permitted in the O(M) Zoning District, and the other land bays could be lower than 0.25.

For example, Land Bay A could be at 0.65 FAR, if Land Bay B was at 0.16 FAR, if Land Bay C was 0.16 FAR, and Land Bay D had 0 FAR, because it’s only planned for substations. With this scenario the overall FAR would be 0.24 FAR.

As proffered, the maximum FAR for each individual land bay is undefined. This allows any single land bay to potentially carry more FAR than targeted in the CPA. As such, the CPA’s Long Range Land Use DGLU 1.2 policy is not complied with. To remedy this issue, the Applicant is encouraged to specify a FAR transfer maximum that ensures no single land bay develops above 0.25 FAR and still allows the transfer of undeveloped square footage from one land bay to another.

12. **Proffer 5: Floor Area Ratio.** Proffer 5 and Proffer 58 provide advanced density credits. Having both proffers is redundant and may lead to confusion/double counting at site plan. The Applicant is encouraged to remove one of the proffers. Also, advanced density credits are permitted under Section 32-201.40 of the Zoning Ordinance. Please refer to that section of the Zoning Ordinance in this proffer to ensure that the County requirements are being met or exceeded. Currently the advanced density credit proffer is less restrictive than the Zoning Ordinance and is confusing, this should be revised. Below are important aspects of the Ordinance that appear to be missing from the proffer consideration.

(d) An advanced density/intensity credit shall be computed as follows:

(1) The advanced density/intensity credit shall be allowed only for the developable area of the lot or parcel that is to be divided and conveyed.

(2) The lot or lots or parcels to which the advanced density/intensity credit may later be applied shall be abutting or adjacent to the lot or parcel for which the advanced

density/intensity credit is calculated. If the residual lot or parcel is later sold, or subdivided in accordance with the provisions of section 32-210.40.2, the lot(s) or parcel(s) would still be entitled to any advanced density/intensity credit.

(3) A advanced density/intensity credit can only be applied for once; however, subsequent conveyances are not precluded from being made to the County.

(4) Procedural guidelines to apply for an advanced density/intensity credit are available in the Planning Office.

13. **Proffer 5(a): Floor Area Ratio.** Proffer 5(a) should be revised as follows: “Tabulation. As part of each final site plan submitted for the Property, the Applicant shall provide a tabulation indicating the development status of the Property to include a listing of all building(s) constructed to date and their associated gross floor area (“GFA”) and relationship to the overall maximum permitted FAR **associated with each land bay.**”

14. **Proffer 7(a)(3): Height.** As currently written, Proffer 7(a)(3) permits buildings in Land Bay C to exceed 60 feet, which is not the applicant’s request nor intent. Proffer 7(a)(3) should be revised to include “Buildings in Land Bay C **shall not** exceed...”.

15. **Proffer 7(a)(4): Height.** Proffer 7(a)(4) should be revised to clearly state that no buildings are permitted in Land Bay D. If buildings are to be permitted, a maximum building height should be stated.

Additionally, on sheet 3 of the MZP, the development chart lists the proposed uses in Land Bay D as “data centers and ancillary/secondary uses (limited to maximum 10% of gross floor area for ancillary/secondary uses)”, the chart also lists the proposed building height as 60 feet and provides a “N/A” under the maximum building height above sea level. If no buildings are proposed in Land Bay D, then the MZP should be revised to clearly state that.

16. **Proffer 7(c): Height.** Proffer 7(c) should be revised to state who the building elevations are being provided to.

17. **Proffer 8: Federal Aviation Administration.** Add “County Department of” before “Development Services”. Also, in the last sentence, should it also be a condition of approval?

18. **Proffer 9(a): Pre-Construction Information Distribution.** In the last sentence of this proffer the applicant should add “and/or structure(s)” at the end of the sentence.

19. **Proffer 9(b): Construction Hours.** Staff is concerned with the reduction in outdoor construction lighting, as written it is likely unenforceable.

20. **Proffer 10(b): Phase II.** The Applicant should fix formatting issue.

21. **Proffer 11: Curation.** The Applicant should clarify “final” site plan approval in last sentence.
22. **Proffer 13: County Archeology Research.** In the first sentence, who “selects”? Last sentence should be deleted in its entirety or needs to be revised to clarify that nothing in that sentence shall be interpreted to prevent or prohibit the County from complying with any (i) any applicable federal, state, or County law, regulation, code, or ordinance, including but not limited to, the Virginia Freedom of Information Act, (ii) any court order, and/or (iii) any lawfully issued subpoena.
23. **Proffer 14: On-Site Archeological Monitoring During Grading Activities.** Please be advised that “reasonably acceptable” is a difficult standard to apply and enforce. Change “will” to “shall”.
24. **Proffer 15: Civil War Cemetery Study.** The Applicant should delete “proposed”. Also, in the last sentence, when and how will the results be provided?
25. **Proffer 16: Unanticipated Discovery of Cultural Resources or Human Remains.** This proffer should be revised to state “no later than at the time of final site plan”, omit the usage of the term “first”.
26. **Proffer 17: Reinterment of Human Remains.** The Applicant should change “federal and state laws” to “federal, state, and County laws, ordinances, codes, regulations, and requirements. Who “recommends” reinterment? What happens if parties cannot reach agreement on “mutually deemed appropriate”?
27. **Proffer 18: Preservation of Cemeteries.** In the first unnumbered paragraph, the Applicant should change “must” to “shall” (to be consistent, unless it’s intended to mean something different). What “governing Commonwealth of Virginia guidelines” apply? Clarify “final” site plan. Delete “relevant”.
28. **Proffer 22: Architecture and Building Materials.** Proffer 22 is unclear as to the timeframe that the Planning Director must review the submitted building elevations. It appears only two weeks are being given. If so, staff has concerns about this timeframe, and feels it should be extended. Additionally, to whom are the building elevations being submitted to?
29. **Proffer 22: Architecture and Building Materials.** The Applicant should add “(6)(c)(iv) after “32-700.30”.
30. **Proffer 22(b): Non-Reflective and Earth Tone Façade Colors.** The Applicant should delete “proposed”. What happens if parties cannot reach agreement on “mutually deemed appropriate”? The Applicant should omit the following commentary in the proffer, “*as previously approved by the Planning Director.*” Also, staff doesn’t support the Planning Director being permitted to approve changes to proffered elements based on their own subjective decision. If the Planning Director or other County staff are approving changes, it should be based on clear, expressed, objective criteria. Omit this provision. Also, the County cannot

regulate sign content. Proffer 22(b) is unclear as to the timeframe that the Development Services must review the submitted building facades. It appears only two weeks are being given. If so, staff has concerns about this timeframe, and feels it should be extended.

31. **Proffer 22(b): Signage.** This proffer allows for signage that does not coincide with the County's Zoning Ordinance. Specifically, *"The Applicant shall limit any branded and trademarked company identity banner/signage that is part of the façade and façade accent colors to a maximum of 30 percent of each applicable front façade and a maximum of 15 percent of each applicable side façade."* The Applicant is encouraged to revise the proffer to conform to the Zoning Ordinance standards for signage amounts and sizes. While it is understood the Applicant's broader reason for their proposed language, which is intended to permit the red inverted L that is part of the QTS trademark building design, the way this proffer is written provides the ability for signage to be provided that does not conform to the Zoning Ordinance. The Applicant is encouraged to revise the proffer to specifically call out the red inverted L in the architectural elevations, and then revise the proffer to limit signage in conformance with the Zoning Ordinance.
32. **Proffer 23: Building Footprints.** This proffer establishes "general conformance" with building footprints and land bays as shown on pages 40-45 of the Master Corridor Plan (MCP); however, the proffer allows a lot of adjustments to building footprints, size, and orientation. The proffer gives the Applicant significant flexibility to make substantive changes to the project after Board of County Supervisor approval. Staff does not support this proffer and encourages the Applicant to revise it to provide less flexibility and more assurances to the County and the public about the proposed site layout. While the Applicant's response letter provides a compelling argument, such a decision to not require the information required by the Zoning Ordinance would need to be made by the BOCS with a waiver approval; rather, than lobbying staff.

The Applicant is encouraged to revise the proffer to be more definitive, i.e., "strict conformance". Also, Proffer 23 references general conformance to the MCP; however, the Proffer Statement has the MCP as being for "illustrative purposes only". This appears to be in conflict.
33. **Proffer 23: Building Footprints.** Additionally, this proffer should be revised to correctly reference the pages associated with the Master Corridor Plan (MCP) that are applicable to QTS layout of the buildings. The proffer currently lists pages 40-45; however, it appears it should be pages 42-47.
34. **Proffer 28(c): On-site Lighting.** Proffer 28(c), this should not be stated, as it is already a requirement of the Zoning Ordinance.
35. **Proffer 28(d): On-site Lighting.** Proffer 28(d) contains a typographical error in the spelling of "utilize". Please revise.

36. **Proffer 29: Master Landscape Plan (MLP).** The proffer as written provides problematic timeframes for the MLP, which are not agreeable to the County, such as a 60 day review period to provide comments to the Applicant after initial submittal of the MLP. Additionally, the automatic approval of the MLP if the Applicant is unable to obtain approval from the Planning Director after 4 meetings, or 120 days since the initial submittal of the MLP. Automatic approval of the MLP is not something the County can agree to, nor is the truncated review period being proffered.

Also, staff doesn't support the Planning Director being permitted to approve changes to proffered elements based on their own subjective decision. If the Planning Director or other County staff are approving changes, it should be based on clear, expressed, objective criteria. The Applicant is encouraged to omit this provision.

Clarify who receives for MNBP and Conway Robinson? What happens after comments are provided? It doesn't appear the Applicant is required to even consider the comments, let alone agree with them. Staff doesn't support this proffer as written; it provides the Applicant with too much authority and bypasses any meaningful input.

37. **Proffer 29(b): Master Landscape Plan Implementation.** This proffer should be revised to omit the term "predominantly" and replace it with the term "only". Also, the Applicant should change from "of" to "if".
38. **Proffer 30: Soil Compaction.** The Applicant should clarify what "shall incorporate applicable note(s)" means and how it's enforced. Change "will" to "shall".
39. **Proffer 32: Maintenance of Landscape and Facilities.** Proffer 32, the last sentence should be revised as it is confusing.
40. **Proffer 33: Open Space.** This provision appears to incorporate properties that are not part of this specific rezoning. This proffer statement is not enforceable on other properties unless those properties are subject to this rezoning and their owners/agents sign the proffers.
41. **Proffer 33(a): Protected Open Space.** The Applicant should clarify "final" site plan.
42. **Proffer 33(a)(i): Natural Open Space.** Proffer 33(a)(i) should be revised to reference Part 100 instead of Article 1. Also, please clarify what "public or private amenities" means.
43. **Proffer 33(a)(ii): Restored Open Space.** What does "except as provided herein" mean in the last sentence?
44. **Proffer 33(b): Pollinator Meadow.** Proffer 33(b) appears to have a typographical error related to the proffer reference. Instead of Proffer 29(c) it should be Proffer 33(c).

45. **Proffer 33(e): Modifications to Location of Open Space.** Staff is not ok with the applicant having significant flexibility to change open space locations and dimensions. If it is to remain, the proffer should be revised to include a caveat that the proffer doesn't apply to required or supplemental buffers.
46. **Proffer 34(c)(2): LOD Encroachments Permitted by the DCSM/Utilities.** Proffer 34(c)(2) does not appear to contain a trigger, Additionally how is compliance to be determined. This proffer appears very hard to enforce.
47. **Proffer 34(a): Demolition and Removal of Existing Structures and Driveways Outside the LOD and Slated for Removal.** The Applicant should fix typo "ore".
48. **Proffer 34(b): LOD Encroachments.** Inclusion of "good faith effort" makes this proffer non-quantifiable and not enforceable. Correct "Department of Environmental Management".
49. **Proffer 34(c)(2): Utilities.** Inclusion of "good faith, best efforts to coordinate" makes this proffer non-quantifiable and not enforceable. This proffer provides no assurances that the utilities will not be located in Protected Open Space areas and/or Wildlife Corridors; rather, proffer language utilized is non-committal, *"The Applicant shall use good faith, best efforts to coordinate with and encourage all applicable utility providers (Dominion Energy, NOVEC, Washington Gas, etc)..."*
50. **Proffer 35: Reforestation.** The Applicant is encouraged to spell out all acronyms during the first use of the term in each portion of the proffers. For instance, PIP is first spelled out in proffer 39; however, the acronym was first utilized in proffer 35.
51. **Proffer 35(c): Two-Year Reforestation Maintenance Plan.** In first sentence "To" should be "to". In last sentence, clarify who determines supplemental planting is satisfactorily completed.
52. **Proffer 39(c): Stormwater Management Concept Plan.** Staff is not comfortable with the proffer as written, as staff can only "review and comment", i.e., applicant is not required to agree. Clarify "final" site plan in last sentence.
53. **Proffer 39(d): PIP.** As currently drafted this provision will likely be difficult to enforce.
54. **Proffer 39(e): SWM Facilities.** The Applicant should delete "proposed".
55. **Proffer 41: Data Center Cooling.** The Applicant should clarify what "other similar technology" means.
56. **Proffer 42: Sustainability Measures.** The Applicant should clarify "final" site plan. Staff does not support the Sustainability Officer being given authority to approve changes to proffered elements based on their own subjective decision. If the Sustainability Officer or other County staff are approving changes, it should be based on clear, expressed, objective

criteria. Also, the Applicant is encouraged to revise the proffer to ensure all interior and exterior lighting is LED. Currently the proffer ensures a minimum of 65% of this lighting is utilized.

57. **Proffer 42: Sustainability Measures.** Proffer 42 appears to be unenforceable by the County.
58. **Proffer 43: Natural Surface Trail.** The Applicant is encouraged to remove “extent possible”, as this verbiage makes this provision difficult to enforce.
59. **Proffer 44: Environmental Programs and/or Ownership for Open Spaces.** As currently drafted, this provision is not enforceable.
60. **Proffer 44(a): Establishment of Environmental Programs.** Proffer 44(a) should be revised to delete the following text: “either on its own or in partnership with governmental and/or nongovernmental agencies and organizations (e.g., Northern Virginia Soil & Water Conservation District, etc.), or corporate foundations/entities, as appropriate.” Also, the uses listed in Proffer 44(a) should be included as proposed uses under Proffer 2.
61. **Proffer 44(b): Conveyance of Open Space.** The Applicant is encouraged to revise Proffer 44(b) to omit the following text: “either prior to or subsequent to establishment of the Environmental Programs in any such Land Bay”. Who is the easement granted/conveyed to?
62. **Proffer 45: Noise Attenuation.** Staff is unsure whether or not the County Staff being charged with enforcement have the required knowledge, experience, and expertise to apply and enforce these noise attenuation proffers.
63. **Proffer 45(a): Noise Levels.** The Applicant should not cross reference or incorporate Noise Ordinance provisions because it is separate and distinct from the proffers and Zoning Ordinance. All applicable provisions should be included in this proffer.
64. **Proffer 45(a): Noise Levels.** Staff is concerned that this proffer appears to prohibit protection for new CHRSS outside. The Applicant is encouraged to revise this proffer to cover all CHRSS.
65. **Proffer 45: Noise Attenuation.** This proffer should account for any potential reduction in the noise standards. Typically, the noise ordinance is not permanently regulated via proffers.
66. **Proffer 45(b): Sound Studies.** To clarify, any additional mitigation is entirely dependent on the Applicant’s consultant. Does the County receive a copy of the consultant’s report? If yes, what does staff do with it? I’m concerned that in the last sentence, without additional clear, objective criteria, staff would making a subjective decision regarding noise impact mitigation which is a decision that the Board of County Supervisor should make. The Applicant is encouraged to revise the proffer to provide additional clear and objective criteria.

67. **Proffer 45(c): Emergency Operations.** What does “emergency operations” mean?

68. **Proffer 45(c): Emergency Operations.** Staff has contacted DEQ about the “emergency operations” proffer and it appears there is no clearly defined period of time in their regulations that sets a timeline or limits the duration for emergency operations. However, the DEQ permitting process for emergency generators does provide limits to the number of hours each emergency generator can operate, which is based on air permit emission thresholds.

Staff has concerns that this proffer is being provided to mitigate/limit the noise from emergency generators by limiting their duration of use, but the only limiting factor to their use is emission standards and permitting of the generators. If DEQ’s regulations for emission thresholds change, or if the generators themselves emit less pollution, or if legislation is enacted to permit the generators to run longer, then the duration of emergency generators usage could be expanded. These variables make it hard to determine the effectiveness of this proffer to mitigate/limit the noise from emergency generators. The Applicant is encouraged to revise the proffer to provide specificity regarding the duration of emergency generator use. The Applicant is encouraged to revise the proffer to define a time frame, such as, a maximum of ___ days in a month, or some other defined period of time to limit the usage of all emergency generators onsite cumulatively. The Applicant is also encouraged to revise the proffer to ensure that all emergency generators onsite are considered and their impacts are addressed cumulatively, and not each individual generator separately.

69. **Proffer 46: Electric Substations.** The Applicant is encouraged to revise Proffer 46 to omit the following text: “consist of transmission voltage switching, transformation equipment and other associated NOVEC facilities, with NOVEC substation poles” This proffer should be revised to not define electric substations, nor define the end user.

70. **Proffer 49: Roadway Network Improvements.** For Proffer 49, who signs off on the use of these funds? For the first unnumbered paragraph – suggest including language stating that the applicant agrees all roadway network improvements are required by its application.

71. **Proffer 49(b): Phase 0.** Is “Approved Use” defined?

72. **Proffer 49(e)(4): Phase III.** The Applicant should identify by property(s), not rezoning number. Correct “PWDOT” to “PWCDOT”.

73. **Proffer 50(b): Dedication of Right-of-Way for Road Network Improvements.** In the last sentence, the Applicant should change “proposing to construct” to “constructing”.

74. **Proffer 54: Authorization.** This proffer should be revised to make it clear that Sanitary Sewer Pump Stations and Water Storage Tanks are not subject to this proffer. Section 32-201.13 of the Zoning Ordinance, Sanitary Sewer Pump Stations and Water Storage Tanks require a fully PFR public hearing and review before Planning Commission. While the Applicant’s response letter to staff states there are no water storage tanks or sanitary sewer

pump stations being requested, the proffer provides for “extension and construction of water and sewer lines and facilities necessary to serve the Property...”. Staff believes this language is problematic and could be argued that if a Sanitary Sewer Pump Station and/or a Water Storage Tanks was ever required for the extension and construction of water and sewer lines and facilities necessary to serve the property, that the PFR process would be satisfied and/or bypassed with this provision.

75. **Proffer 56: Expansion of Water Quality Monitoring Program.** As currently drafted, this provision is not enforceable. Also, in the first sentence, staff is not ok with the applicant having significant flexibility to change water and sewer facilities, i.e., “generally as shown”?
76. **Proffer 56: Expansion of Water Quality Monitoring Program.** Proffer 56 appears to be a non-enforceable proffer. It is suggested that this proffer be removed or strengthened. If it remains the PC and BOCS need to understand this is not a real tangible commitment.
77. **Proffer 57(c): County’s Eminent Domain Policy.** The Applicant should delete “despite its good faith best efforts to do so”. Staff is not ok with the proffer that the applicant can continue to develop even if ROW and easements for required improvements are not obtained. “While other mitigation measures are pursued” is likely not legally enforceable.
78. **Proffer 59: Monetary Contribution to the Virginia Department of Forestry.** This is not a proffer that the County is subject to, rather this is a private agreement that should not be in the proffers. The Applicant is encouraged to omit this proffer. If the proffer is proposed to remain, at a minimum the Applicant is encouraged to ensure the County is provided a receipt from VDOF prior to obtaining the building permit release letter for each applicable data center building, that the monetary contribution has been made.
79. **Proffer 60: Buffers and Supplemental Landscape Areas.** Staff does not support this proffer as written, as it leaves too much unknown about the fate of the proposed landscaping, buffering, reforestation, and tree save areas (open space areas). As written, if any of the utility companies decide to locate the utilities, including the transmission lines, in locations where the Applicant proposes reforestation, buffer, tree save, or landscape areas, which constitute open space areas proposed throughout the proposal. Such utility requirements will supersede the landscaping being proposed. Thus, the Applicant will not be required to comply with reforestation, buffer, tree save, or landscaping requirements, and the mitigation efforts of these open space improvements will be lost. It is extremely probable that these areas will be the path of least resistance for the utility companies to locate the utilities, thereby negating the mitigation efforts these areas provide.

The Applicant is encouraged to proffer that utility routes will be located in the development envelope and out of sensitive environmental areas such as RPA, steep slopes over highly erodible soils, floodplains, wetlands, other Environmental Resource areas, proposed Wildlife Corridors and proposed landscaping, buffering, reforestation, and tree save areas. Also, it should be revised to only permit limited perpendicular crossings of these areas. Also, the

proffer should be revised to provide contingency language that if these areas are disturbed more than by permissible perpendicular crossings that additional areas shall be provided to makeup the lost areas. The Applicant is also encouraged to clearly label all proposed power line transmission corridors on the MZP and ECA.

80. **Proffer 62: Extension of Time.** Staff does not support this proffer. This proffer should be deleted in its entirety. Without additional clear, objective criteria, staff would be making a subjective decision(s) which should be made by the Board of County Supervisor, not staff.
81. **Proffer 63: Successor and Assigns.** It is suggested that this proffer be removed, as this statement is true by nature of proffers.
82. **Proffer 64: Counterparts.** It is suggested that this proffer be removed, as this statement is true by nature of proffers.
83. **Proffer 65: Modifications and Waivers.** “To allow that shown on the MZP” appears to be missing language.
84. **Proffer 65(d): Modifications and Waivers.** This modification is not formatted correctly. The Applicant should state the standard being modified or waived. Section 32-402.33(3) is not the provision that regulates public facilities or outdoor cultural arts center. Rather, Cultural Arts Center is by-right. The Zoning ordinance does not specify indoor or outdoor related to that use.
85. **Typographical clarification.** All monetary proffers that are proposed to go to the Board, should be revised to clearly articulate that these go to the Prince William Board of County Supervisors. Notably, the last version of the proffers clearly stated, “Prince William Board of County Supervisors”, why was this changed?

Additional Proffer Comments From Various Review Agencies

86. Various review agencies have provided review comments on the 4th submittal of the proposal. Many of these reviewers have provided additional feedback on specific proffers. Please see Attachment G in the staff report.



SUSTAINABILITY COMMISSION RESOLUTION

MOTION:

September 28, 2023

SECOND:

Regular Meeting

RES. No. 23-X

RE: SUSTAINABILITY COMMISSION RECOMMENDATIONS ON CRITICAL INFORMATION REQUIREMENTS TO SUPPORT DECISIONMAKING ON ENERGY-INTENSIVE COMMERCIAL BUILDINGS

ACTION:

WHEREAS on November 17, 2020, the Prince William County Board of Supervisors (Board) adopted Climate Mitigation and Resiliency goals:

- Reducing greenhouse gas (GHG) emission to 50% below baseline 2005 levels by 2030
- Achieving 100% renewable electricity in Prince William County Government operations by 2030
- Becoming a Climate Ready Region and making significant progress to be a Climate Resilient Region by 2030
- Sourcing 100% of PWC's electricity from renewable sources by 2035
- Achieving 100% carbon neutrality in Prince William County Government operations by 2050.

WHEREAS, MWCOG developed a GHG inventory for PWC, covering a base year of 2005, plus 2012, 2015, and 2018 (the most recent year available), indicating that PWC's emissions increased 19% between 2005 to 2018, to achieve PWC's 50% GHG reduction goal, we will need to reduce emissions by 58% compared to 2018 levels. Current levels are probably higher than 2018 levels, requiring even greater proportional cuts.

WHEREAS, the Commercial Energy sector made up 30% of the County's GHG emissions in 2018, and 35% of the County's GHG emissions in 2020.

WHEREAS, we anticipate that it will take aggressive actions to attain the renewable energy and resilience goals.

WHEREAS, Dominion Energy's 2023 Integrated Resource Plan (IRP) projects the data center industry's power use in their territory will quadruple over the next 15 years (from 2767 MW to 11000 MW), reaching up to 40% of Dominion's load.

WHEREAS, a load forecast published in 2023 by grid operator PJM shows that NOVEC projects its data center demand to rise from about 400 MW in 2022 to 4000 MW by 2028 and 8000 MW by 2034.

WHEREAS, the Virginia Clean Economy Act requires that the two major utilities in the state produce 100% renewable energy by 2050, thereby phasing out all existing natural gas and coal generation facilities.

Whereas, the PWC Board of County Supervisors passed [CPA2021-00004 PW Digital Gateway Board of County Supervisors Res. No. 22-508 \(pwcva.gov\)](#), which states in part:

The PW Digital Gateway Special Study Area provides an opportunity to encourage development which provides world-class sustainability initiatives which prioritize the environmental, social, and fiscal impact of development.

The Board has endorsed energy goals which are significant. In order to meet those goals, the below policies are necessary mitigation of the proposed land uses. Proposed development will impact production of greenhouse gases and the below policies are to provide mitigation of these impacts and will help the County reach the greenhouse gas emission goals endorsed by the Board.

DGSU POLICY 1: Encourage development with the Study Area to be a steward of world-class innovation and sustainability implementing a variety of sustainability initiatives aimed at environmental protection, reducing carbon emissions and energy conservation.

DGSU 1.1 Data centers are encouraged to utilize a variety of sustainability initiatives such as:

a) ...

c) Onsite renewable energy such as solar power. (...)

DGSU 1.3 Encourage data center buildings to meet energy efficiency design and operation standards, such as the Design PUE (Power Utilization Effectiveness) or Green Globes. Individual data center buildings and/or the office components are encouraged to pursue LEED-Core and/or Shell or other, similar programs related to building design and construction techniques. Equivalency to these standards is an acceptable alternative to actual certification.

DGSU 1.4 - Data center operators are encouraged to purchase clean energy through Power Purchase Agreements (PPAs) or renewable energy certificates (RECs).

DGSU 1.5 - Encourage the use of less carbon intensive or carbon neutral energy generation for backup generation systems.

WHEREAS, the PW Digital Gateway is one of the largest economic development projects ever considered in Prince William County, and it is also one of the most energy intensive. Whereas, to the best of the knowledge of the Sustainability Commission, information has not been submitted by the applicants or developed by the Planning Office on the GHG emissions, fossil/renewable energy mix, and climate resilience implications of the PW Digital Gateway, and this information would be vital in determining whether the rezoning would have a material effect on the County's abilities to attain its climate mitigation and climate resiliency goals.

THEREFORE, BE IT RESOLVED that

- Prior to making a determination on whether to approve the PWDG rezonings, the Sustainability Commission recommends that county staff develop information on the GHG emissions, fossil/renewable energy mix, and climate resilience implications of the PW Digital Gateway, and their effect on the feasibility of attaining the climate mitigation and climate resiliency goals.
- The SC recommends that an up-to-date listing of all data centers operational, approved but not yet operational, and pending approval is prepared by county staff.
- The SC recommends that Planning Staff and Planning Commission consider this listing of data centers, and the impact of data center growth in the County's Commercial Energy GHG emissions.
- The SC recommends that Planning Staff and Planning Commission review how the rapid increase in data center development in the County, and subsequent GHG emissions, coincides with the stated Climate Mitigation and Climate Resilience goals set forth both by the BOCS and the VCEA.
- In light of the above, the SC recommends that Planning Staff, the Planning Commission, and the BOCS consider strengthening the Sustainability Initiatives set forth in the rezoning proffers for the PWDG, to move closer to becoming "world-class sustainability initiatives" that the CPA set forth. The SC recommends that all initiatives set forth in the CPA be considered, especially those dealing with energy, such as "Incorporate other innovative technologies to reduce power consumption" and "Onsite renewable energy such as solar power".

Votes:

Ayes:

Nays:

Absent from Vote:

Absent from Meeting:

ATTEST:

CLERK OF SUSTAINABILITY COMMISSION



THIS EXHIBIT IS FOR INFORMATION PURPOSES ONLY AND SUBJECT TO CHANGE WITH FINAL DESIGN

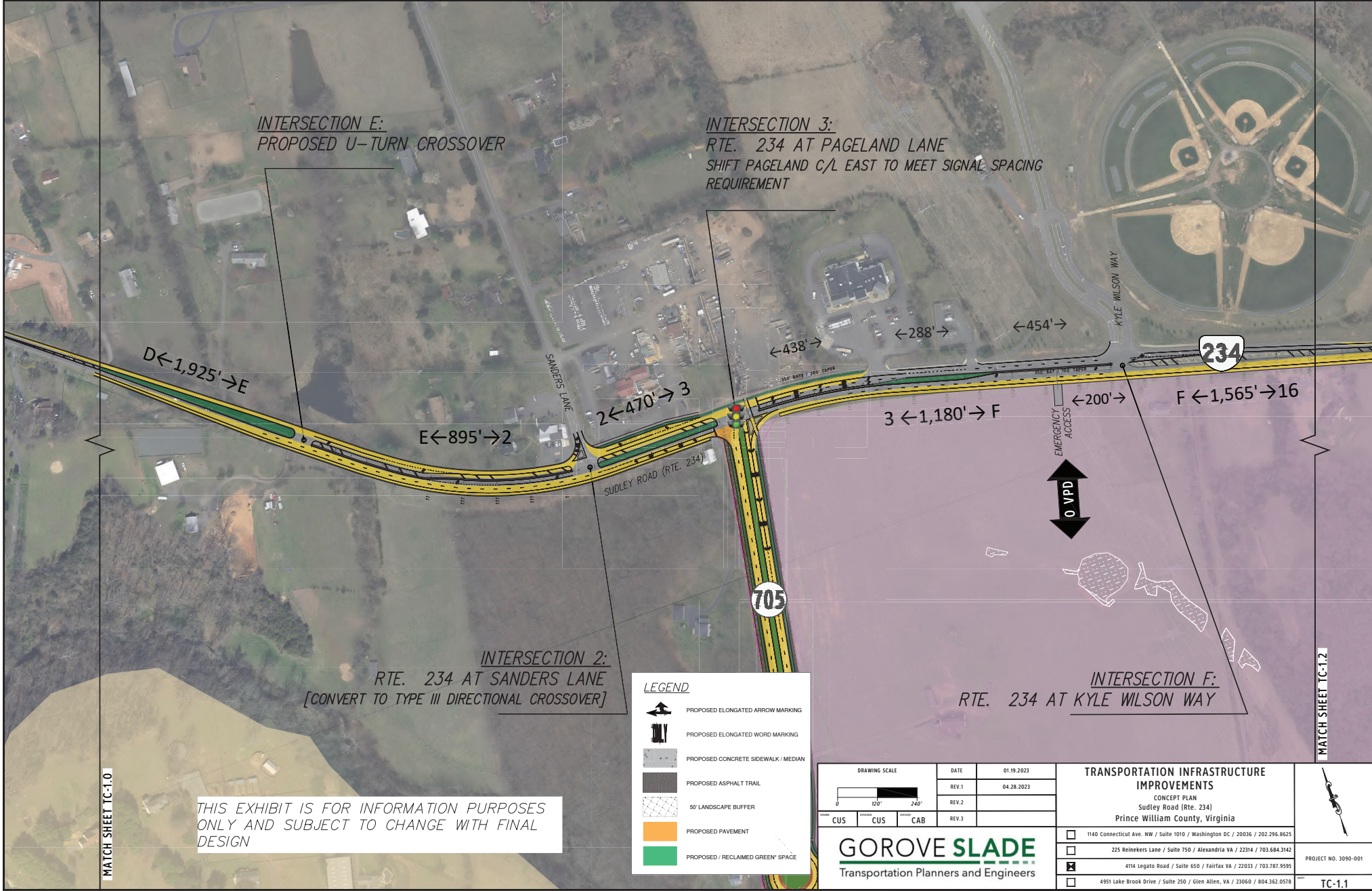
LEGEND

- PROPOSED ELONGATED ARROW MARKING
- PROPOSED ELONGATED WORD MARKING
- PROPOSED CONCRETE SIDEWALK / MEDIAN
- PROPOSED ASPHALT TRAIL
- 50' LANDSCAPE BUFFER
- PROPOSED PAVEMENT
- PROPOSED / RECLAIMED GREEN SPACE

DRAWING SCALE		DATE	01.19.2023	TRANSPORTATION INFRASTRUCTURE IMPROVEMENTS CONCEPT PLAN Sudley Road (Rte. 234) Prince William County, Virginia	
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		REV.2			
		REV.3			
CUS	CUS	CAB		<input type="checkbox"/> 1140 Connecticut Ave. NW / Suite 1010 / Washington DC / 20036 / 202.256.8625 <input type="checkbox"/> 225 Reinekers Lane / Suite 750 / Alexandria VA / 22314 / 703.684.3142 <input checked="" type="checkbox"/> 4114 Legato Road / Suite 650 / Fairfax VA / 22033 / 703.787.9595 <input type="checkbox"/> 4951 Lake Brook Drive / Suite 250 / Glen Allen, VA / 23060 / 804.362.0578	PROJECT NO. 30990-001 TC-1.0

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Transportation Planners and Engineers

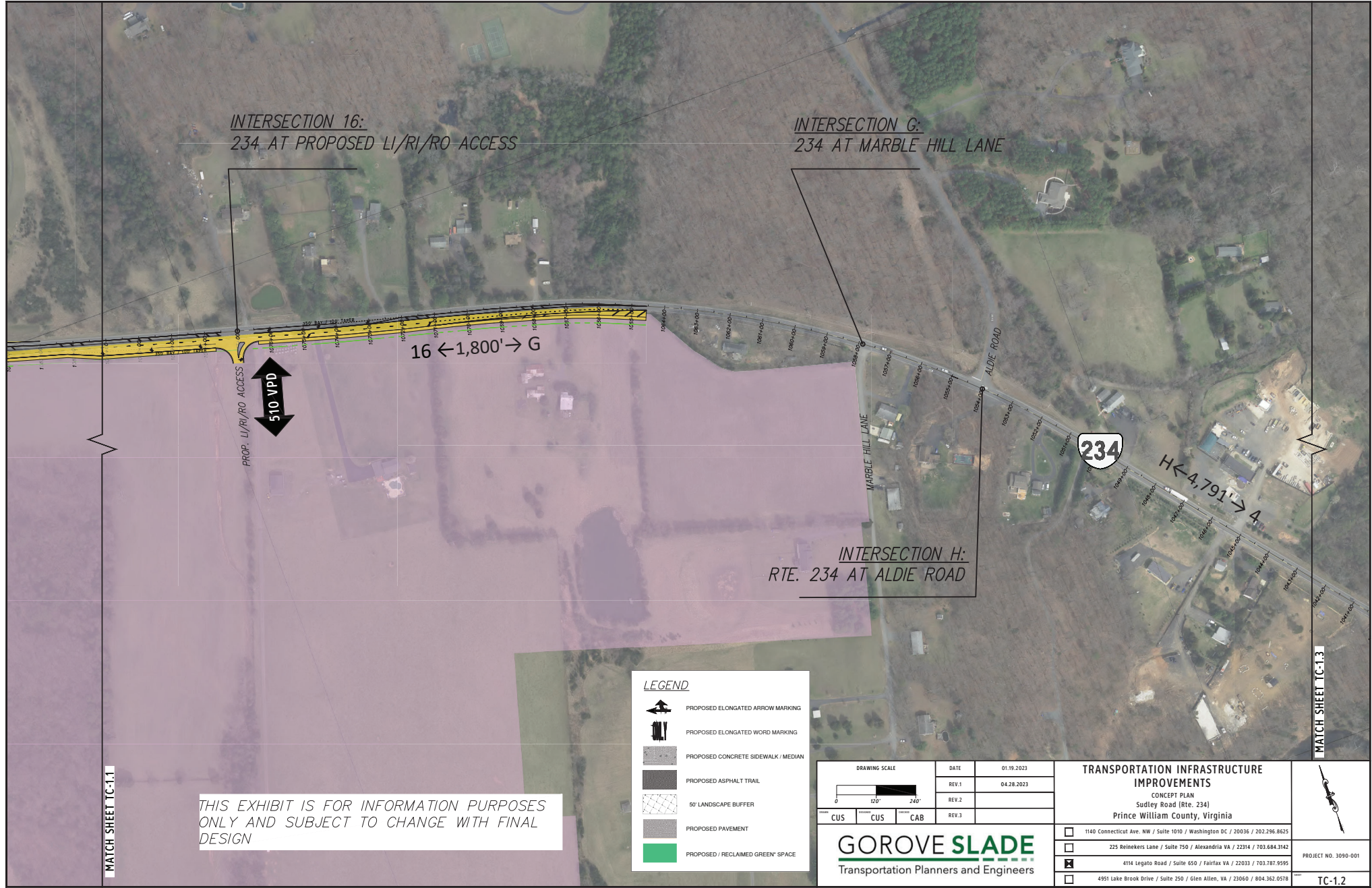
MATCH SHEET 1011



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MATCH SHEET TC-1.0

MATCH SHEET TC-1.2



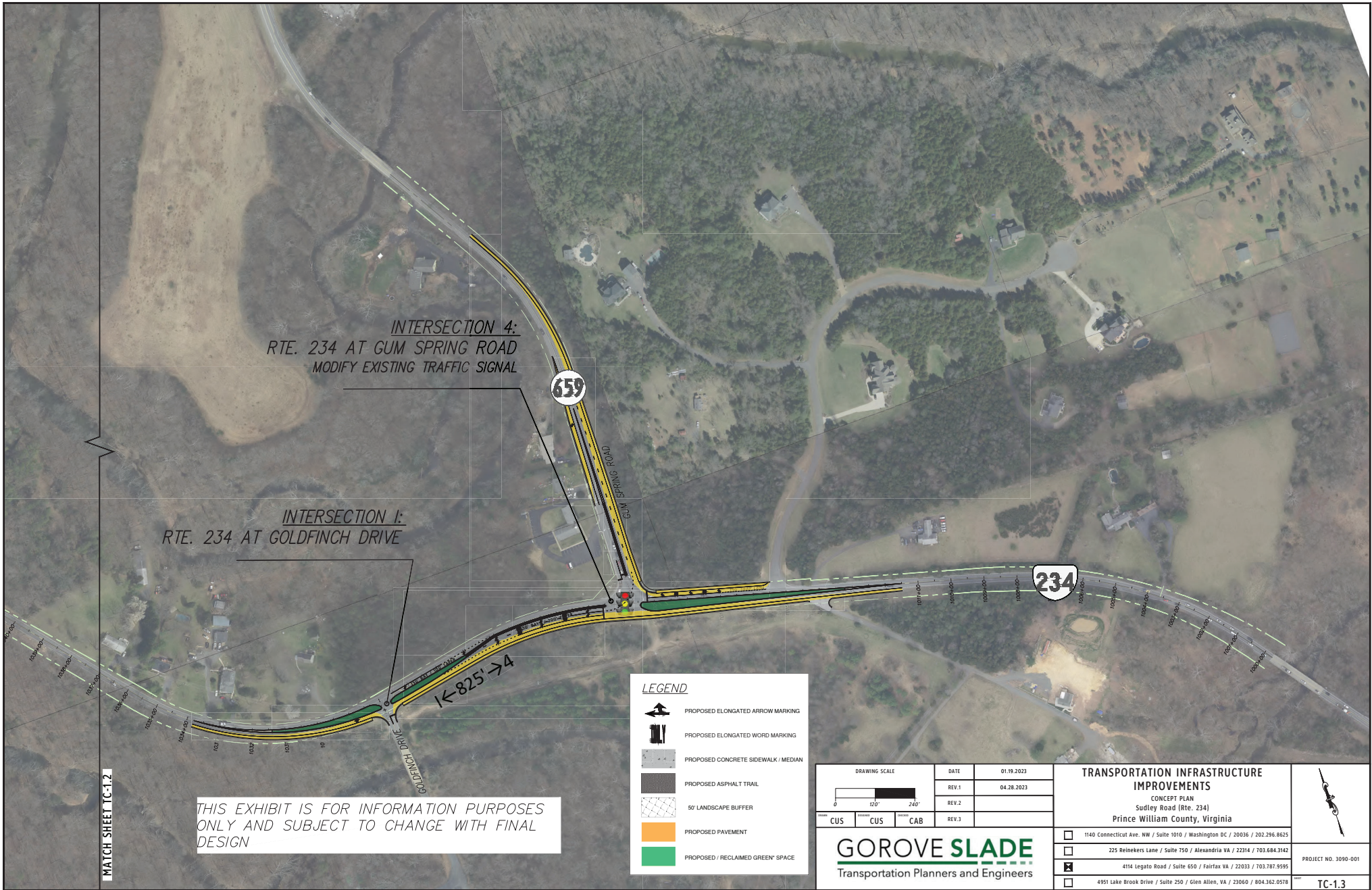
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DRAWING SCALE		DATE	01.19.2023
REV.1		04.28.2023	
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TRANSPORTATION INFRASTRUCTURE IMPROVEMENTS			
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Sudley Road (Rte. 234)			
Prince William County, Virginia			
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PROJECT NO. 3099-001			TC-1.2

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REV.3			
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TRANSPORTATION INFRASTRUCTURE IMPROVEMENTS
CONCEPT PLAN
Sudley Road (Rte. 234)
Prince William County, Virginia

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☐ 225 Reinekers Lane / Suite 750 / Alexandria VA / 22314 / 703.684.3142

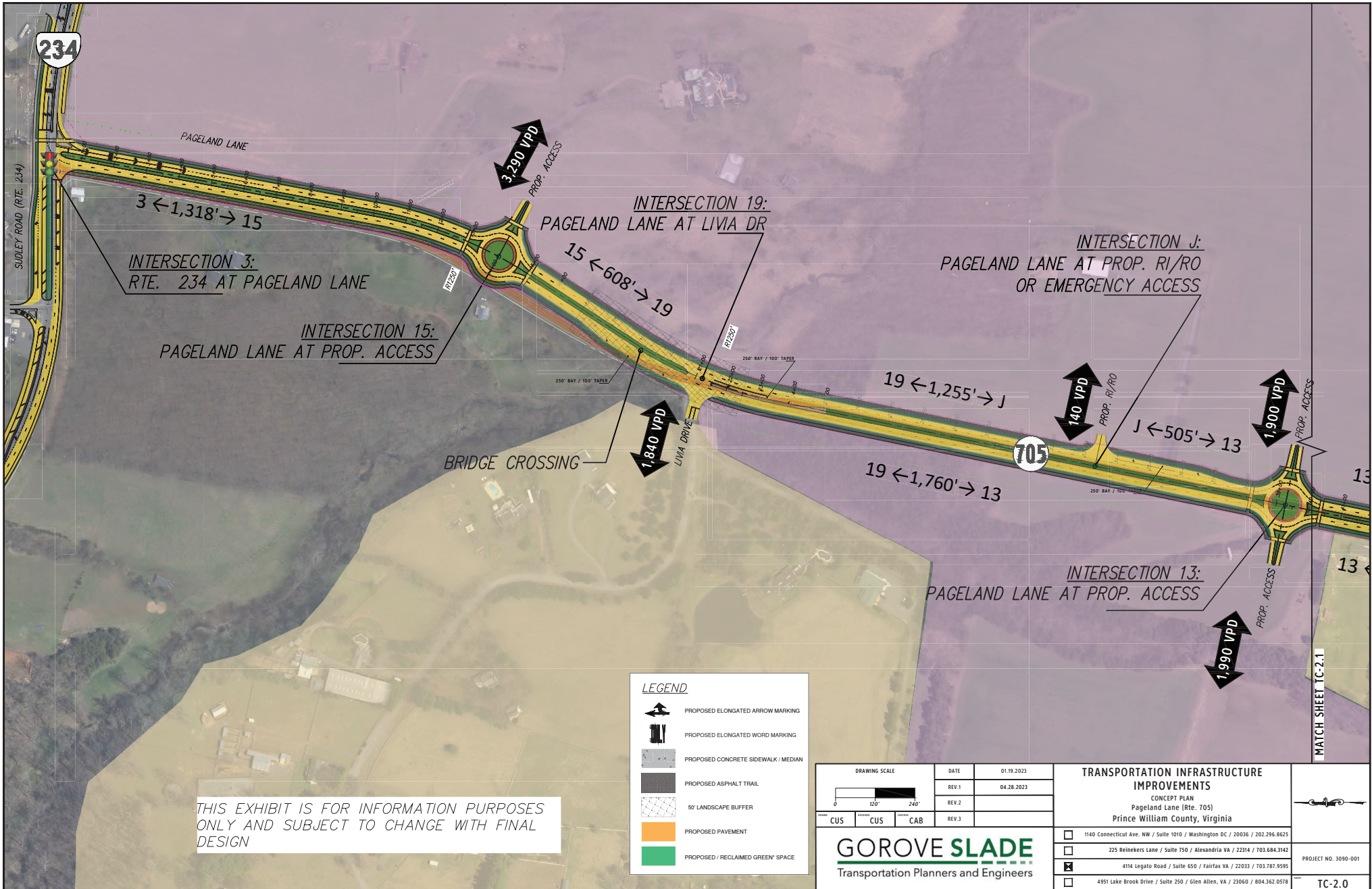
☒ 4114 Legato Road / Suite 650 / Fairfax VA / 22033 / 703.787.9595

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PROJECT NO. 3090-001

TC-1.3



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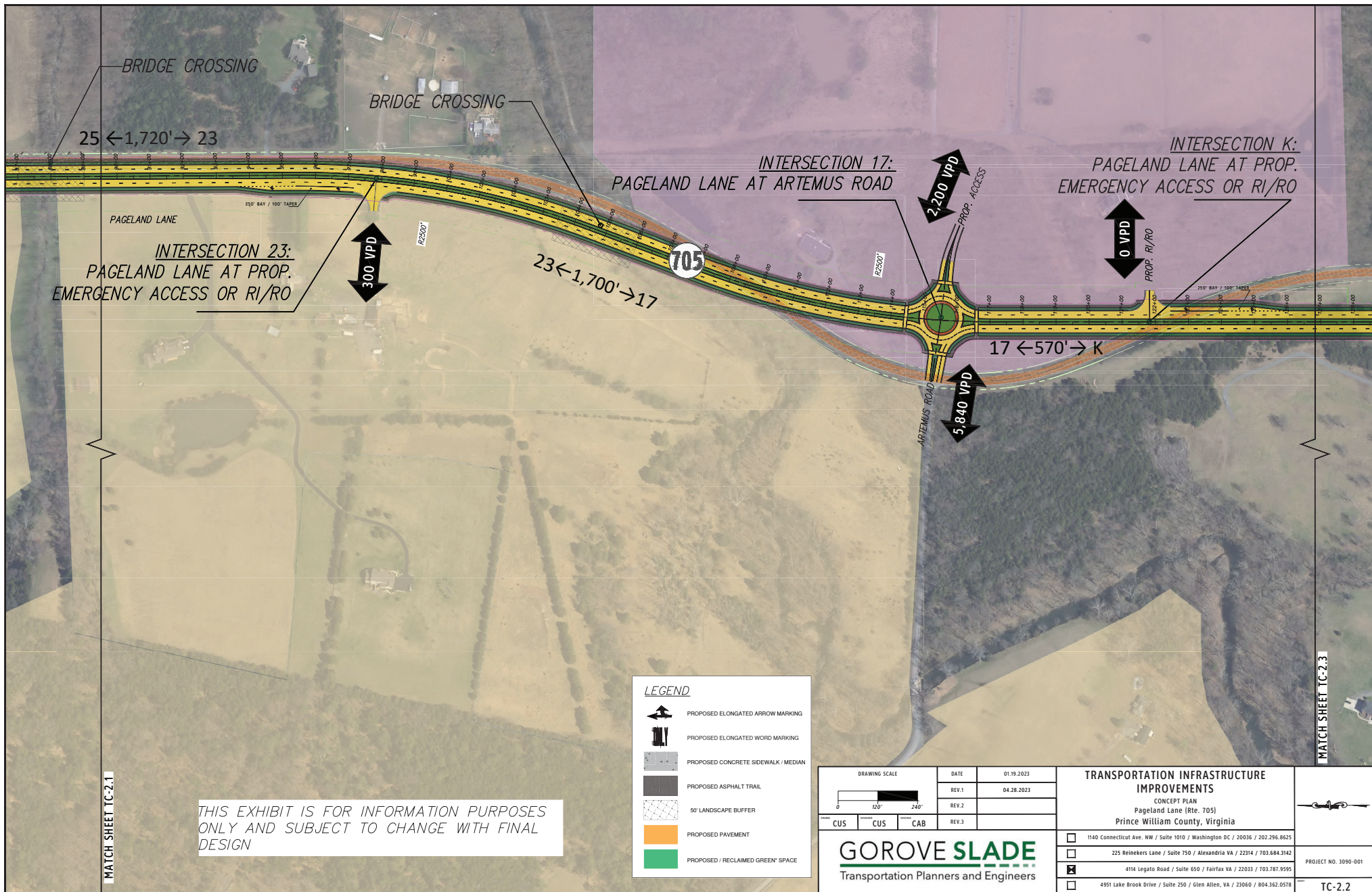
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TRANSPORTATION INFRASTRUCTURE IMPROVEMENTS
CONCEPT PLAN
Pageland Lane (Rte. 705)
Prince William County, Virginia

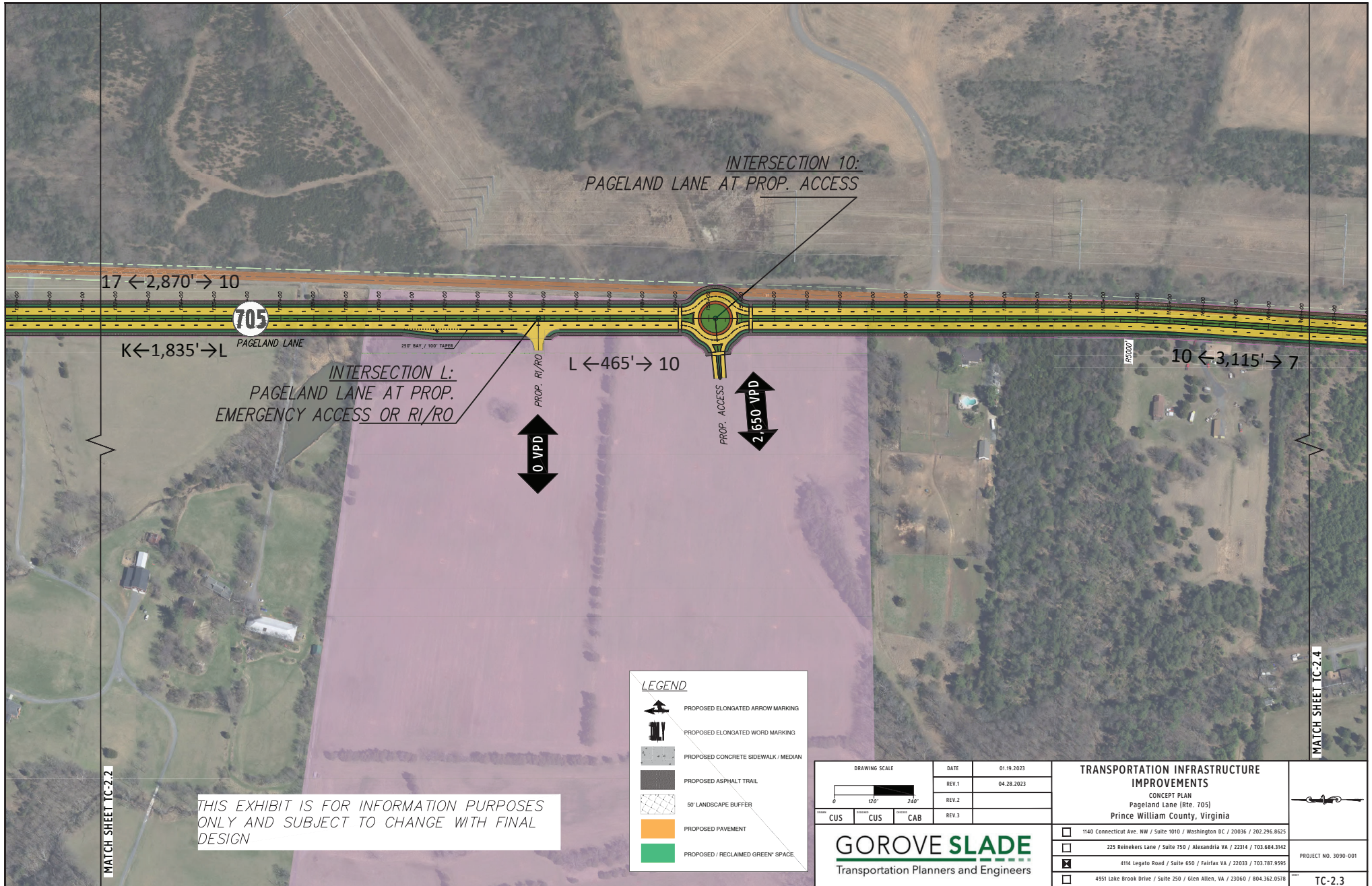
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TC-2.0



DRAWING SCALE		DATE	01.19.2023	TRANSPORTATION INFRASTRUCTURE IMPROVEMENTS CONCEPT PLAN Pageland Lane (Rte. 705) Prince William County, Virginia	
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REV. 2					
REV. 3					
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GOROVE SLADE Transportation Planners and Engineers					TC-2.2

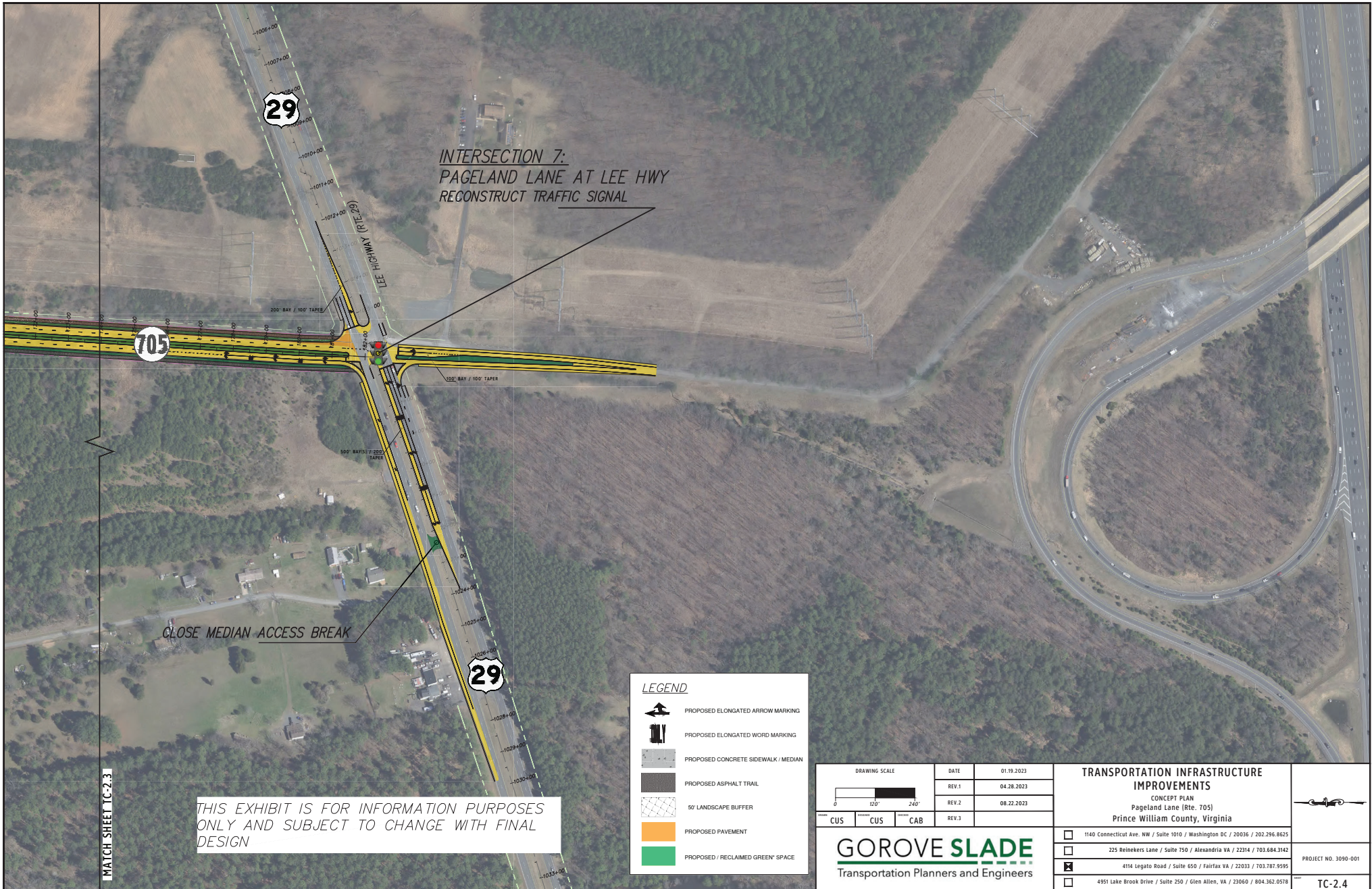


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GOROVE SLADE Transportation Planners and Engineers				MATCH SHEET TC-2.4 TC-2.3	



INTERSECTION 7:
PAGELAND LANE AT LEE HWY
RECONSTRUCT TRAFFIC SIGNAL

CLOSE MEDIAN ACCESS BREAK

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DRAWING SCALE		DATE	01.19.2023
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REV. 2		08.22.2023	
REV. 3			
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Prince William County, Virginia			
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PROJECT NO. 3090-001			TC-2.4

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