



**PLANNING COMMISSION RESOLUTION**

**MOTION:**

**July 17, 2024**

**SECOND:**

**Regular Meeting  
Res. No. 24-xxx**

**RE:**

**PROFFER AMENDMENT #REZ2024-00001, MANASSAS POINT PRA  
GAINESVILLE MAGISTERIAL DISTRICT**

**ACTION:**

**RECOMMEND APPROVAL**

**WHEREAS**, this is a request to amend the proffers associated with #REZ1986-0037, #PLN2003-00020, and #PLN2008-00001 for the purposes of developing data center uses as a consolidated campus, and to increase building height of up to 78 feet (excluding rooftop mechanical equipment that may be up to 15 feet in height) and a floor area ratio (FAR) of up to 1.0 for data center uses; and

**WHEREAS**, the subject ±39.93-acre property area is located west of Bethlehem Road, ±0.70 mile north of the intersection with Sudley Manor Drive, and on the north side of the railroad tracks. The ±39.93-acre site is identified on County maps as GPINs 7596-79-3589, 7596-89-0058, and 7597-70-9703; and is currently addressed as 7816, 7820, and 8122 Bethlehem Road; and

**WHEREAS**, the site is designated I-3, Technology/Flex Industrial, with a T-3 Transect that recommends a range of 0.23 to 0.57 floor area ratio (FAR), and OMU-2, Office Mixed Use (Low-Rise), with a T-2 Transect that recommends up to 0.23 FAR. The site is also located within the Bethlehem Road Activity Center special planning area of the Comprehensive Plan; and

**WHEREAS**, the site is currently zoned M-1, Heavy Industrial; and is located within the Data Center Opportunity Zone Overlay District, Airport Safety Overlay District, and Agritourism and Arts Overlay District; and

**WHEREAS**, County staff recommends that the Planning Commission recommend approval of this proffer amendment 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 July 17, 2024, 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 approval of this request;

**NOW, THEREFORE, BE IT RESOLVED** that the Prince William County Planning Commission does hereby close the public hearing and recommend approval of Proffer Amendment #REZ2024-00001, Manassas Point PRA, subject to the proffers dated July 10, 2024.

**ATTACHMENT:** Proffer Statement, dated July 10, 2024

**Votes:**

**Ayes:**

**Nays:**

**Abstain from Vote:**

**Absent from Vote:**

**Absent from Meeting:**

Attest:

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Oly Peña

Clerk to the Planning Commission

## **PROFFER STATEMENT**

RE: REZ2024-00001, Manassas Point PRA  
Record Owners: Manassas DC Operating, LLC, Manassas DC Operating Two,  
LLC  
Applicant: Manassas DC Operating, LLC  
Property: GPINs 7596-79-3589, 7597-70-9703, 7596-89-0058 (the “Property”)  
Gainesville Magisterial District  
±39.93 acres  
M-1, Heavy Industrial

Date: July 10, 2024

Pursuant to Section 15.2-2303(A) of the Code of Virginia (1950, as amended) and Sect. 32-700.30 of the Zoning Ordinance of Prince William County (the “Zoning Ordinance”) in effect at the time of this proffer amendment, the property owners and applicants, for themselves and their successors and assigns (collectively, the “Applicant”), hereby proffer that the use and development of the Property will be in strict accordance with the following conditions (“Proffers”) if, and only if REZ2024-00001, Manassas Point PRA (the “Application”), is granted. If approved, these Proffers supersede all previous proffers approved for the Property, including proffers associated with #PLN2003-00020, #PLN2008-00001, and #REZ1986-0037. In the event that this Application is denied, these Proffers will be immediately null and void and of no further force or effect, and proffers associated with #PLN2003-00020, #PLN2008-00001, and #REZ1986-0037 shall remain in full force and effect on the Property.

The headings of the proffers set forth below have been prepared for convenience or reference only and shall not control or affect the meaning or be taken as an interpretation of any provision of the proffers. Any improvements proffered herein shall be provided at the time of development of that portion of the site served by the improvement, unless otherwise specified. As used herein, the term “County” refers to the Board of County Supervisors of Prince William County, Virginia, or to the applicable Prince William County government department, staff or official, as the context implies.

References in these Proffers to plans and exhibits binding on the Applicant are limited to Sheets 01 through 04 of the General Development Plan entitled “PROFFER AMENDMENT MANASSAS POINT GAINESVILLE MAGISTERIAL DISTRICT PRINCE WILLIAM COUNTY, VIRGINIA, REZ2024-00001,” dated June 16, 2023, revised through April 2, 2024 (the “GDP”), with all other plans and exhibits provided for illustrative purposes only.

## **USE & DEVELOPMENT**

1. General Development Plan. The Applicant shall develop the Property in substantial conformance with the GDP, subject to changes approved by the County in connection with site plan review.
  
2. Use Parameters. The Applicant's use of the Property shall be in accordance with the M-1, Heavy Industrial, zoning district regulations. The foregoing shall not preclude consolidation of the Property with any adjacent property or an internal private travelway, the final design and location of which shall be shown on the site plan, in accordance with the Prince William County Design and Construction Standards Manual ("DCSM"). All uses permitted in the M-1 Zoning District shall be permitted on the Property in accordance with these Proffers. Notwithstanding the above, the following uses shall be prohibited:
  - A. Asphalt/Concrete Plant.
  - B. Flea market.
  - C. Heliport.
  - D. Marina.
  - E. Radio or TV broadcasting station.
  - F. Railroad passenger station.
  - G. Range, shooting, indoor or outdoor.
  - H. Recycling collection points.
  - I. Trade or convention center.
  - J. Stadium or arena, indoor or outdoor.
  - K. Water transportation facility.
  
3. Floor Area Ratio. Pursuant to Section 32-400.04(3) of the Zoning Ordinance, the maximum floor area ratio ("FAR") for any data center/data center associated use on the Property may be up to 1.0 FAR. The FAR shall be calculated as the cumulative total on the Property and not on a percentage of any subdivided parcel. At the time each site plan is filed on the Property, the Applicant will provide a running 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 as defined in the Zoning Ordinance ("GFA").
  
4. Building Height. Pursuant to Section 32-400.03(2) of the Zoning Ordinance, the maximum height of any data center building on the Property shall be seventy-eight feet (78'), and the

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maximum height of any building used for other purposes shall be seventy-five feet (75'). Further, the elevation of the concrete slab representing the lowest finished floor for any data center building shall not exceed two hundred ninety-seven (297') above mean sea level, as determined at the time of site plan approval. Notwithstanding the foregoing, the Applicant shall, in connection with final site plan review, explore opportunities, to the extent practicable, to reduce the actual building height for any data center building constructed on the Property below the maximum permitted building height. Building height will be measured based on the existing definition of height in the Zoning Ordinance in effect at the time of approval of this Application. For any data center building constructed on the Property, rooftop/penthouse mechanical equipment shall not exceed fifteen feet (15') above the seventy-eight foot (78') maximum data center building height.

5. Data Center Building Orientation. The Applicant shall orient any data center building(s) constructed on the Property such that the longer side of the building(s) runs east-west across the Property as opposed to north-south.
  
6. Construction Parking and Management. The Applicant shall develop, in consultation with its general contractor, a construction parking and construction management policy for construction workers hired to construct and develop the Property (the "Construction Management Plan"). As part of the Construction Management Plan, the Applicant shall identify locations on or off the Property where construction workers are permitted to park during construction, as well as locations for portable toilets, construction trailers and equipment. The Applicant shall include provisions in its construction contracts and a requirement for similar provisions in all subcontracts requiring all construction workers to adhere to the Construction Management Plan. Prior to the commencement of construction, the Applicant shall also erect signage on the Property that lists the permitted parking areas and prohibits parking by construction workers outside the designated areas. The Construction Management Plan shall prohibit construction parking on any private streets or public rights of way adjacent to the Property. A copy of the Construction Parking Plan shall be provided to the Gainesville District Supervisor's Office.

## COMMUNITY DESIGN

### 7. Architecture.

- A. The Applicant shall design the eastern building facades of any buildings constructed on the Property to include, but shall not be limited to, at least one of the following exterior building materials: precast or tilt-wall concrete, architectural concrete masonry units (e.g., simulated stone, split face, ground face), brick, stucco, glass, EIFS (exterior insulated and finishing system), and/or metal panels of architectural grade and quality. Compliance with this proffer shall be evidenced with the submission of building elevations to the Development Services Land Development Division at least two weeks prior to the request for a building permit release letter.
  
- B. Building facades that are visible from residential neighborhoods east of the Property shall be non-reflective and earth tone, including, but not limited to, dark green, grey, or dark brown in color chosen from a color palette that is mutually deemed appropriate by the Applicant and the Planning Director or their designee, except as otherwise allowed below. The Planning Director may approve other colors for buildings to which this proffer applies provided the Applicant demonstrates following completion of further viewshed analyses demonstrating, to the satisfaction of the Planning Director, that the materials shall facilitate the ability for the building facade to blend into the tree line or shall be screened by other buildings.
  
- C. Principal building facades of any data center building(s) (which includes the office portion but 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 four (4) of the following design elements:
  - (1) Change in building height in accordance with Proffer 4;
  - (2) Building step-backs or recesses;
  - (3) Fenestration;
  - (4) Change in building material, pattern, texture, color; or
  - (5) Use of accent materials.

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8. Rooftop Mechanical Equipment. In the event the Applicant develops the Property with one or more data center buildings, the Applicant agrees that any rooftop mechanical equipment located on buildings so as to have unobstructed, direct line of site from the Bethlehem Road and/or Burrell Lane right-of-way, or adjacent residential or agricultural designated or zoned areas shall be screened or enclosed to minimize visibility from such areas in accordance with Section 32- 509.02(4)(B) of the Zoning Ordinance. Rooftop mechanical equipment not meeting the above criteria will not be required to be separately screened.
9. Ground Level Mechanical Equipment. In the event the Applicant develops the Property with one or more data center buildings, the Applicant agrees that ground level mechanical equipment located so as to have unobstructed, direct line of site from the Bethlehem Road and/or Burrell Lane right-of-way, or adjacent residential or agricultural designated or zoned areas shall be screened in accordance with Section 32-509.02(4)(B) of the Zoning Ordinance by a visually solid/opaque fence, screen wall or panel, or other screening technique no less than twelve feet (12') in height and constructed with materials and colors compatible with those used in the exterior construction of the principal building. Ground-level equipment not meeting the above criteria or otherwise screened by a principal building, topography or vegetation shall not be required to be separately screened.
10. Building and Parking Lot Lighting. The Applicant shall construct all freestanding parking lot lights with fixtures that direct light downward and inward. In addition, all building-mounted lighting, if any, will be directed or shielded in such a manner to prevent glare from projecting onto adjacent properties or public rights-of-way, but allow sufficient lighting for security and safety purposes.
11. Perimeter Landscape Buffers. The Applicant shall coordinate with and encourage any applicable utility provider to minimize necessary crossings for utilities across perimeter buffers, wetlands, and forested areas. Where existing vegetation is undisturbed within the landscape areas, the existing vegetation shall be credited against the plant unit requirements identified in the DCSM and on the GDP. In the event that the adjoining properties on the eastern boundary of the Property, now zoned A-1, are rezoned to allow for industrial uses or uses compatible with industrial uses, the buffers shown on the GDP may be modified or eliminated to conform with current ordinance buffer requirements governing adjoining industrial or compatible uses.

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12. Supplemental Planting. The Applicant shall provide supplemental planting in the areas labeled as “15’ SUPPLEMENTAL PLANTING AREA” and “25’ SUPPLEMENTAL PLANTING AREA” on the GDP and in accordance with the standards for each such area depicted on the Landscape Plan on Sheet 04 of the GDP (the “Supplemental Planting Areas”); provided, however, that the Applicant reserves the right to modify and/or relocate such areas at the time of PIP and/or final site plan approval, provided that the changes are otherwise in conformance with the GDP. The Supplemental Planting Areas shall utilize exclusively drought tolerant, non-invasive, and one hundred percent (100%) Virginia native or acclimated and regionally appropriate species. Compliance with this proffer shall be reflected on each final site plan.
13. Security Measures for Data Center Buildings. Irrespective of the requirements of Zoning Ordinance Section 32-509.02(4)(D), the Applicant may separately fence any data center buildings developed on the Property and may employ additional security measures such as, but not limited to, the use of surveillance cameras, inspection lanes, guard houses and similar facilities. The design of any security fence may include black aluminum/steel or other metal, provided that untreated chain link fencing or barbed wire fencing is prohibited along public and private street frontages. The Applicant reserves the right to use lesser materials for areas of any security fence that are not along a building’s street frontage or otherwise visible from the Bethlehem Road right-of-way.

**ENVIRONMENT**

14. Water Quality Monitoring. The Applicant shall make a monetary contribution to the Prince William Board of County Supervisors in the amount of \$75.00 per acre for water quality monitoring, drainage improvements and/or stream restoration projects. Said contribution will be made prior to and as a condition of final site plan approval with the amount to be based on the acreage reflected on the site plan.
15. Stormwater Management. The Applicant shall construct or utilize one or more on or off-site Stormwater Management facilities for the property that will include Best Management Practices (“BMP”). These facilities shall be designed in accordance with the DCSM. The Applicant shall not locate any stormwater management easements within the required 50’ Landscape Buffers shown on the GDP.



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16. Limits of Clearing and Grading. The Applicant shall limit clearing and grading to within those areas generally depicted on the GDP, subject to minor revisions in accordance with final engineering considerations at the time of final site plan review and approval. Those areas outside the limits of clearing and grading shall remain in their natural undisturbed condition with the exception of clearing, grading and other land disturbing activity required for the installation and maintenance of crossings for: wet and dry utilities, electric lines running to/from the electric transmission lines, sanitary and storm outfalls, and supplemental planting as approved by the County. Clearing allowed pursuant to this Proffer will be kept to a minimum. The foregoing restrictions do not preclude the Applicant from utilizing the open space areas for stormwater management/BMP calculations and credits. The Property owner shall have the right to prune and remove objectionable vegetation, such as poison ivy, poison oak, etc., as well as damaged and/or diseased vegetation.
  
17. Expansion of Tree and Shrub Roots. To facilitate adequate expansion of tree and shrub roots to support healthy plants, all landscape areas, parking lot islands and buffers, which have been subject to pavement and/or compaction shall have, prior to planting: a) all foreign materials (asphalt, concrete, rock, gravel, debris, etc.) removed and the soil loosened to a depth of a minimum of 3', and b) a top dressing of 4" to 6" of clean topsoil provided. This topsoil shall be a loam, sandy loam, clay loam, silt loam, or sandy clay loam. The topsoil shall not be a mixture of or contain contrasting textured subsoils. The topsoil shall contain less than 5% by volume of cinders, stones, slag, coarse fragments, sticks, roots, trash, or other materials larger than 1" in diameter and shall not contain gravel. The topsoil shall contain a minimum of 5% natural fine organic matter, such as leaf mold, peat moss, or similar material. Areas to receive this remediation will be clearly shown on the final site/subdivision plan. Compliance with this proffer shall be demonstrated on each final site plan.
  
18. Afforestation. The Applicant shall provide afforestation on the Property in substantial conformance with the locations shown as "AFFORESTATION AREA" on the GDP (the "Afforestation Area"); provided, however, that the Applicant reserves the right to modify and/or relocate such Afforestation Area locations as part of PIP and/or final site plan approval, provided that the changes are otherwise in conformance with the GDP.
  
19. Water Quality Inlet. In the event auto or equipment repair uses or outside storage of heavy, fuel operated equipment are established on the Property, the Applicant shall provide a water quality inlet or other water quality device of a type and in a location reasonably acceptable to

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the Department of Public Works, Watershed Management Division, in order to pre-treat runoff from such areas. Compliance shall be demonstrated on each final site plan.

20. Sustainability. In the event the Property is developed with one or more data center buildings, the Applicant shall incorporate, in consultation with the County's Environmental and Energy Sustainability Officer, a minimum of five (5) sustainability measures and/or techniques as part of the design and construction of each data center building to promote sustainable design and energy efficiency (collectively, the "Sustainability Measures"). Prior to bond release for each data center building, the Applicant shall provide the Planning Director with documentation of the specific sustainability measures implemented in connection with the construction and/or operation of such building. The Applicant's Sustainability Measures may include, but shall not be limited to, the following:

- A. Minimize impervious areas and provide enhanced landscaping on the Property;
- B. Use of available recycled aggregate materials;
- C. Use of onsite renewable energy such as solar power, including installation of solar panels;
- D. Use onsite detention facilities to irrigate landscaping and buffer areas;
- E. Use of solar power for aeration of stormwater management facilities;
- F. A minimum of two (2) electric vehicle ("EV") charging stations per data center building;
- G. Use of LED fixtures for all interior lighting;
- H. Use of LED fixtures for all exterior lighting;
- I. Recycling of construction material waste as accepted by recycling markets;
- J. Use of heat reflective roofing materials on data center building roof;
- K. Use of sustainable building materials in the construction of the data center building;

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- L. Use of reclaimed water for non-potable use;
- M. Trap and reuse heat sources to the maximum extent possible;
- N. Preparation and implementation of a winter management plan in consultation with the County's Environmental and Energy Sustainability Officer;
- O. Use of indoor environmental quality measures such as, but not limited to, adequate ventilation and exhaust, natural light, or moisture control;
- P. Design the data center building to operate below an annualized 1.5 PUE (Power Utilization Effectiveness) standard;
- Q. Use of air or closed loop cooling rather than water-cooled alternatives;
- R. Use of measures and techniques in the office portion of a data center building generally equivalent to/with the sustainability standards of the Green Globes programs; or
- S. Use of back up generation systems which utilize less carbon-intensive or carbon neutral energy generation in consultation with the County's Environmental and Energy Sustainability Officer.

**NOISE ATTENUATION**

21. Noise Attenuation for Data Center Buildings.

- A. Noise Levels. Any noise which emanates from any data center 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 data center operation, activity, or source on the Property, including, but not limited to, heating and cooling system(s), between the hours of 10:00 p.m. and 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 government, shall be subject to the following maximum permissible sound levels: 55 dBA. Such levels shall be measured in

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accordance with Chapter 14 of the Prince William County Code of Ordinances in effect at the time of approval of this Application. 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. Emergency Operations. Emergency operations shall not be subject to the limitations outlined in Proffer 19.A above. For the purposes of this section, the term “emergency” means 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. Emergency operations shall adhere to the Virginia Department of Environmental Quality’s provisions or other relevant federal regulations.
- C. Acoustical Analysis. In the event an acoustical analysis demonstrates that one or more data centers constructed on the Property is operating outside the maximum permissible sound levels set forth above, the Applicant shall take necessary actions to bring the Property into compliance with this Proffer and, as necessary, Chapter 14 of the Prince William County Code of Ordinances in effect at the time of approval of this Application.

22. Noise Attenuation for Other M-1 Uses. In the event uses requiring the operation of construction equipment or machinery outdoors are established on the Property, and for so long as the properties located along a portion of the eastern boundary of the Property continue to be used for residential purposes, the Applicant shall not (i) operate construction equipment or machinery outdoors between 9:00 p.m. and 6:00 a.m. within 150 feet of the western boundary of such property or properties; and (ii) operate stone-cutting saws, sandblasters, pneumatic tools or similar equipment outdoors within 250 feet of the western boundary of such property or properties. For the purpose of clarity, this Proffer 20 does not

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apply to the use of construction equipment or machinery in connection with the development of the Property.

**FIRE AND RESCUE**

23. Fire and Rescue Contributions. The Applicant shall contribute funds to the Prince William Board of County Supervisors in the 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 will pay the contribution prior to and as a condition of the issuance of the initial building permit for each building constructed on the Property, with the exact amount paid based on the proposed GFA in each such building.
24. Fire Service Accessibility. For buildings with a building height higher than sixty feet (60'), the Applicant shall, as a condition of 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 will be contingent upon full compliance with Virginia Uniform Statewide Building Code requirements.
25. Spill Contingency Plan. In connection with the submission of a site plan for a use on the Property which involves the storage of potentially hazardous products, a "Spill Contingency Plan" shall be submitted to the Fire Marshal's Office for review and approval. Said plan shall set forth the procedures to be followed in the event of a product leak or spill on the Property. In no event will fuels, oils, solvents or other pollutants or flammable substances be discharged into the public sewer. Fire Marshal Office approval shall be required prior to final site plan approval.

**TRANSPORTATION**

26. Transportation Improvement Adjustments. In the event that the Property (or a portion thereof) is developed with uses not analyzed in the Traffic Impact Analysis entitled "Traffic Impact Study Manassas Point Prince William County, Virginia" prepared by Gorove Slade and dated February 20, 2024 (the "TIA") and such use(s) would exceed the trip generation established in the TIA, the Applicant reserves the right to submit a technical memorandum (or other analysis as required by Prince William County Department of Transportation ("PWCDOT") and/or the Virginia Department of Transportation ("VDOT")) to determine potential adjustments to the transportation improvements set forth in these Proffers, if

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needed. Subject to approval by VDOT and/or PWCDOT, the Applicant shall construct, at its cost, those transportation improvements: (i) identified in the technical memorandum/analysis approved by PWCDOT and VDOT to accommodate the additional traffic generated by the proposed use(s); and (ii) required in accordance with the DCSM, as determined during final site plan review.

27. Access. Subject to PWCDOT and VDOT approval, the Applicant may provide access to the Property via up to two public entrances as generally shown on the GDP. The final location and design of the entrances will be shown on the applicable final site plan proposing such entrance(s).
28. Northern Entrance. As generally shown on the GDP as “PROP. ROADWAY IMPROVEMENTS (SEE DETAIL)”, the Applicant shall construct the following improvements. Such improvements shall be constructed and operational, but not necessarily accepted into the VDOT secondary system for maintenance, prior to the issuance of the first occupancy permit on the Property:
  - A. Widen the area shown on the GDP as “PROP. ROADWAY IMPROVEMENTS (SEE DETAIL)” to provide a thirty-foot (30’) right-of-way with curb and gutter in accordance with CI-1 Roadway Standards, except as may otherwise be modified.
  - B. As shown on Sheet 02 of the GDP, construct and install a cul-de-sac with a forty-five-foot (45’) radius.
29. Southern Entrance. The Applicant shall limit access into the southern entrance of the Property from Bethlehem Road to passenger vehicles only with a no trucks designation as shown on the GDP. Notwithstanding the above, this restriction shall not apply to use of this entrance during construction and development of the Property if approved by VDOT and/or the County.
30. Right-of-Way Dedication. The Applicant shall dedicate, at no cost to the County, the portion of right-of-way depicted on the GDP as “RIGHT-OF-WAY DEDICATION” (the “ROW Dedication”). The ROW Dedication shall be made at the time of and in connection with the first final site plan approval for the Property or when otherwise requested in writing by the County and/or VDOT. In the event the Prince William Board of County Supervisors requests the dedication of right-of-way prior to the Applicant processing a site plan for the

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Property, the Applicant shall provide the dedication at no cost but shall not be responsible for the preparation of the documents necessary for said dedication.

31. Transportation Contribution. The Applicant shall contribute funds to the County for transportation improvements on Bethlehem Road or other transportation improvements in the area of \$1,000.00 per acre at the time of site plan approval.

32. Bicycle Parking.

A. Non-Data Center Development. In the event the Property is developed with non-data center uses, the Applicant shall provide a minimum of one (1) inverted-U bicycle parking rack for each 25,000 square feet of non-data center building(s) constructed on the Property. The bicycle parking shall be shown on the final site plan for the associated non-data center building(s) and installed prior to issuance of an occupancy permit for such non-data center building(s).

B. Data Center Development. In the event the Property is developed with data center uses, the Applicant shall provide a minimum of one (1) inverted-U bicycle parking rack for each data center building constructed on the Property. The bicycle parking shall be shown on the final site plan for the associated data center building and installed prior to issuance of an occupancy permit for such data center building.

33. 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 and/or the Prince William County Service Authority, as applicable, to acquire the right-of-way and easements by means of its condemnation powers at the Applicant's expense.

A. The Applicant's request must be in writing and must comply in all respects with the County's Eminent Domain Policy. The condemnation request must be made to the appropriate County agency (with a copy to PWCDOT) and/or the Prince William County Service Authority, as applicable, and be accompanied by the following:

1. The names of the record owners, the property addresses, tax map parcel

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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 will 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 will 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 will be based on the following:
1. If the assessed value is less than \$25,000, then the value will be determined by assessment records or other objective evidence; or



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2. 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, the Applicant shall be relieved of the obligation to provide the improvement for which the right of way and/or easement is required.

**WATER AND SANITARY SEWER**

34. Water and Sewer. Subject to the acquisition of all necessary offsite easements and/or rights-of-way, the Applicant shall connect all development on the Property to public water and sewer service and the Applicant shall be responsible for the costs and construction of those on and off-site improvements required in order to provide such service for the demand generated by the development on the Property as determined in consultation with the Prince William County Service Authority. The Applicant shall pursue and, if successful, acquire, at no public cost, any off-site easements, if needed, to extend public water and/or sanitary sewer lines to the Property and shall dedicate such easements to the County and/or the Service Authority at no cost.

**MISCELLANEOUS**

35. Electric Substation. Any electric substation to be installed on the Property shall require a Public Facility Review (PFR) through the Planning Office, in accordance with Virginia Code Ann. Section 15.2-2232. No amendment to the GDP or these Proffers shall be required if an electric substation is installed on the Property.
36. Off-Site Burrell Cemetery. The Burrell Cemetery is located on GPIN #7596-89-2577, off-site and adjacent to the Property. This cemetery (which is outside of the Property boundaries) has not been archaeologically delineated, and the extent of human burials is unknown. The Applicant shall hire a qualified professional, with the scope of work to be approved by the County Cemetery Preservation Coordinator, to archaeologically test for unmarked human burials (that may be associated with the Burrell Cemetery) only on the portion of the Property adjacent to GPIN 7596-89-2577/11340 Burrell Lane. The qualified professional

**Proffer Statement**

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shall obtain all appropriate Federal, State, and local permits to conduct this delineation study on the Property with the results of the delineation to be submitted to the Prince William County Planning Department for review and approval with the first final site plan submittal. For the purpose of clarity, the Applicant shall only conduct the delineation study within the boundaries of the Property and shall not conduct any delineation study outside of the Property boundaries.

37. Final Approval. For purposes of these Proffers, “final approval” shall be defined as that approval which is in effect on the day following the last day upon which the Prince William Board of County Supervisors’ decision granting the application approval may be contested in the appropriate court or, if contested, the day following entry of a final court order affirming the decision of the Board of County Supervisors which has not been appealed, or if appealed, the day following which the decision has been affirmed on appeal.
38. Monetary Escalation. In the event the monetary contributions set forth in these Proffers are paid to the Prince William Board of County Supervisors within eighteen (18) months of the approval of this Application, as applied for by the Applicant, said contributions shall be in the amounts as stated herein. Any monetary contributions set forth in these Proffers which are paid to the Prince William Board of County Supervisors after eighteen (18) months following the approval of this Application shall be adjusted in accordance with the Urban Consumer Price Index (“CPI-U”) published by the United States Department of Labor, such that at the time contributions are paid they shall be adjusted by the percentage change in the CPI-U from that date eighteen (18) months after the approval of this Application to the most recently available CPI-U to the date the contributions are paid, subject to a cap of 6 percent (6%) per year, non-compounded.
39. 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 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 a specific approval or permit.

**WAIVERS/MODIFICATIONS**

**Proffer Statement**

REZ2024-00001, Manassas Point PRA

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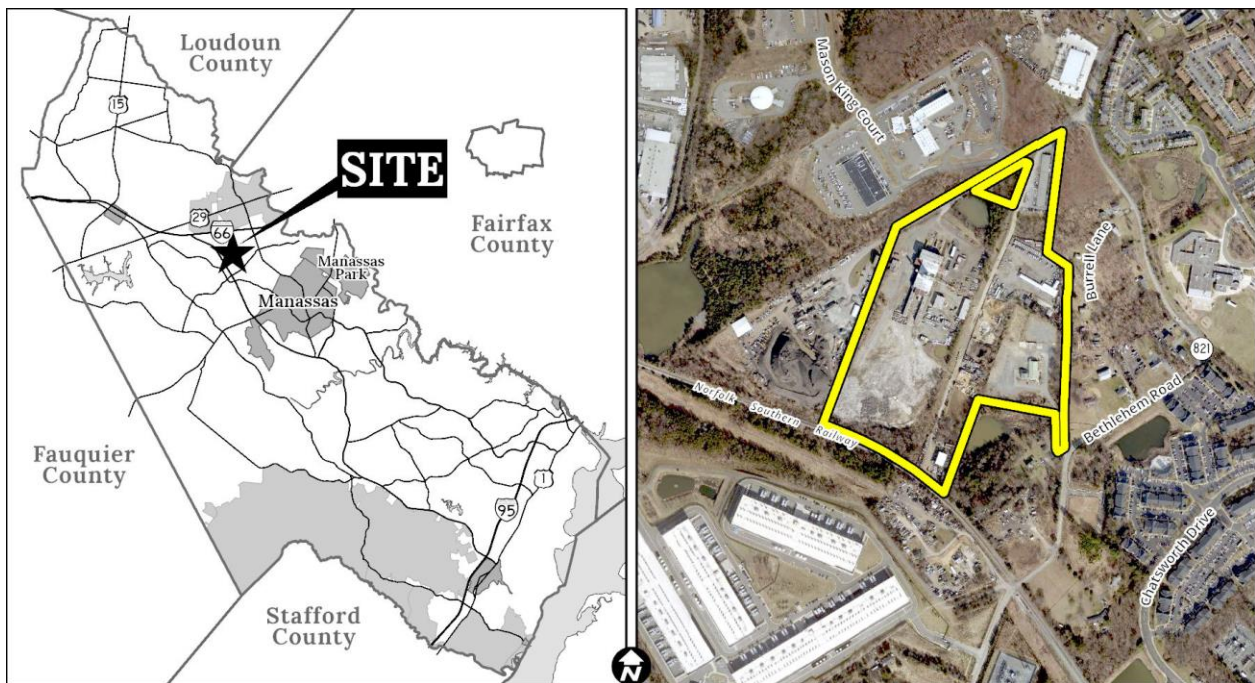
40. Pursuant to Section 32-400.03(2) of the Prince William County Zoning Ordinance, the building height shall not exceed seventy-eight feet (78') for each individual data center building. Further, the elevation of the concrete slab representing the lowest finished floor for any data center building shall not exceed two hundred ninety-seven (297') above mean sea level, as determined at the time of site plan approval.
  
41. Pursuant to Section 32-400.04(3) of the Prince William County Zoning Ordinance, the Board of County Supervisors approved a modification to increase the maximum FAR to 1.0.



# STAFF REPORT

<b>PC Meeting Date:</b>	July 17, 2024
<b>Agenda Title:</b>	Proffer Amendment #REZ2024-00001, Manassas Point PRA
<b>District Impact:</b>	Gainesville Magisterial District
<b>Requested Action:</b>	Recommend Approval of #REZ2024-00001, Manassas Point PRA, subject to the proffers dated July 10, 2024
<b>Department:</b>	Planning Office
<b>Staff Lead:</b>	Scott F. Meyer, Principal Planner

## EXECUTIVE SUMMARY



This is a request to amend the proffers associated with #REZ1986-0037, #PLN2003-00020, and #PLN2008-00001 for the purposes of developing data center uses as a consolidated campus, and to increase building height of up to 78 feet (excluding rooftop mechanical equipment that may be up to 15 feet in height) and a floor area ratio (FAR) of up to 1.0 for data center uses. The ±39.93-acre property area is located west of Bethlehem Road, ±0.70 mile north of the intersection with Sudley Manor Drive, and on the north side of the railroad tracks.

It is the recommendation of staff that the Planning Commission recommend approval of Proffer Amendment #REZ2024-00001, Manassas Point PRA, subject to the proffers dated July 10, 2024.

## BACKGROUND

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- A. Request: To amend the proffers associated with #REZ1986-0037, #PLN2003-00020, and #PLN2008-00001 for the purposes of developing data center uses as a consolidated campus, and to increase building height of up to 78 feet (excluding rooftop mechanical equipment that may be up to 15 feet in height) and a floor area ratio (FAR) of up to 1.0 for data center uses.
- B. Site Location: The ±39.93-acre property area is located west of Bethlehem Road, ±0.70 mile north of the intersection with Sudley Manor Drive, and on the north side of the railroad tracks. The ±39.93-acre site is identified on County maps as GPINs 7596-79-3589, 7596-89-0058, and 7597-70-9703; and is currently addressed as 7816, 7820, and 8122 Bethlehem Road.
- C. Comprehensive Plan: The site is designated I-3, Technology/Flex Industrial, with a T-3 Transect that recommends a range of 0.23 to 0.57 floor area ratio (FAR), and OMU-2, Office Mixed Use (Low-Rise), with a T-2 Transect that recommends up to 0.23 FAR. The site is also located within the Bethlehem Road Activity Center special planning area of the Comprehensive Plan.
- D. Zoning: The project site is currently zoned M-1, Heavy Industrial, (through proffers associated with #REZ1986-0037, #PLN2003-00020, and #PLN2008-00001), and is located within the Data Center Opportunity Zone Overlay District, Airport Safety Overlay District, and Agritourism and Arts Overlay District.
- E. Surrounding Land Uses: The general vicinity is characterized by mostly existing and/or planned industrial uses to the north, south, and west. To the east, there are land uses that transition to residential and institutional uses on the east side of Bethlehem Road. The following table summarizes the area land use and zoning characteristics for the surrounding area.

Direction	Land Use	Long-Range Land Use Map Designation	Zoning
North	Commonwealth of Virginia (VDOT), Industrial/Maintenance & Services Facility; Contractor/Construction Office Building	I-3	M-1
South	Vacant land; Across railroad tracks/ROW; Contractor storage; Existing single-family residences with commercial/industrial accessories; Data center complex	I-3; OMU-2; Railroad ROW	A-1; M-2
East	Larger lot single-family residences; Residences with commercial uses; Across Bethlehem Road; George P. Mullen Elementary School; HOA land; Townhouses and apartments	OMU-2; RN-3; PL	A-1; M-2; R-6
West	Branscome asphalt/paving operation facility; Industrial	I-3	M-1

- F. Background & Context: The properties involved in this subject proffer amendment request are currently zoned M-1, Heavy Industrial. Infrastructure for both industrial and manufacturing uses remain on the site. The site abuts industrial and vacant, wooded land to the north, and vacant/wooded and industrial/commercial uses to the south. To the east, the property abuts vacant/wooded land and residential properties with a nearby church and school. To the west, the property abuts an industrial property with active asphalt/paving operation.

The Applicant (Manassas DC Operating, LLC) proposes to keep the existing M-1 zoning on the entire property and to consolidate the proffers applicable to the ±39.93-acre project area into a single revised set of proffers, thereby terminating and superseding the proffers associated with each of the prior legislative approvals. The current proposal is to amend the proffers associated with #REZ1986-0037, #PLN2003-00020, and #PLN2008-00001 for the purposes of developing data center uses as a consolidated campus, and to increase building height of up to 78 feet (excluding rooftop mechanical equipment that may be up to 15 feet in height) and a floor area ratio (FAR) of up to 1.0 for data center uses. Although the Applicant representative has indicated that "Iron Mountain" will be the end user, this proposal is to provide more options/flexibility as a general "spec site" to accommodate potential data center and/or industrial users. As stated by the Applicant, Iron Mountain is still working through its potential layout, so an exact layout cannot be provided at this time.

If this subject proposal is approved, the draft proffers as provided will supersede all of the existing proffers associated with the property. However, for more historical background, a brief summary of each prior legislative approval is included below.

- PLN2003-00020: This rezoning application, known as *Neto Park*, rezoned 12.6 acres included within the property for a masonry contractor's office, storage and equipment yard and other M-1 uses on the balance of the site. At the time, the site was identified on County maps as GPIN 7597-80-0131.
- #PLN2008-00001: This rezoning application, known as *Providence Lawn and Landscaping Inc.*, rezoned 5.66 acres included within the property from A-1 to M-1 to allow for a contractor's shop and storage yard for a landscaping business and various other limited uses on this portion of the site. The site is identified on County maps as GPIN 7596-89-0058.
- #REZ1986-0037: This rezoning application, known as *Julius Branscome*, rezoned 15.2 acres – only a small portion (approximately 0.4 acres) of which is included within the site– from A-1 to M-1 to allow the operation of an asphalt plant. The site was identified on County maps as former GPIN 7596-69-8622 (small portion in the southwest corner of new GPIN 7596-79-3589).

A redline mark-up comparison for each of the three (3) existing original proffers, to be superseded by this proffer amendment request, is provided at the end of this staff report for tracking and informational purposes.

In summary and as a result, this proffer amendment request allows the property to develop as a cohesive development in accordance with the M-1 regulations. As currently proposed, the Applicant wants to retain flexibility of options to redevelop the industrial site – for data center uses or other industrial uses.

## **STAFF RECOMMENDATION**

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Staff recommends approval of Proffer Amendment #REZ2024-00001, Manassas Point PRA, subject to the proffers dated July 10, 2024, for the following reasons:

- As proffered, the industrial redevelopment and amended proffer consolidation with the intended development as a data center facility and other industrial uses is consistent with the I-3, Technology/Flex Industrial, and OMU-2, Office Mixed Use (Low-Rise), land use designations.
- The proposal will allow the option to deliver a data center campus that favorably aligns with strategic goals for economic development and non-residential tax base for the County, while supporting the delivery of a targeted industry use.

- The proposed request is consistent and compatible with the existing zoning and uses of abutting properties. It is in harmony with the existing industrial character and will contribute to the overall development, redevelopment, and function of the area, while still retaining the industrial base.
- Enhanced context-sensitive mitigation measures are also being proposed to offset the impacts, as proffered, such as landscape buffering, building orientation, use provisions, height and floor area ratio limits, and site design concepts.

*However, while staff is supporting this application based on the overall combined aspects of the Comprehensive Plan, it is important to note that the Planning Office has identified considerable weaknesses and deficiencies for both the Community Design and Environment sections. As such, staff's recommendation of approval is conditioned and caveated by these weaknesses.* In order to provide more upfront context and a comprehensive overview of its analysis, the below-listed major items associated with this current proposal have been determined by staff. While the Applicant representative requested to move forward to public hearing at this time, it is staff's expectation that the Applicant will take these issues under consideration and continue to coordinate with County staff to address/resolve after the Planning Commission and prior to consideration by the Board of County Supervisors.

- Lack of Layout & Site Details
- Lack of Building Elevations
- Potential for Additional & Unknown Impacts from Electric Substations
- Minimal Landscaping on Northeastern Perimeter
- Reduced Extent of Resource Protection
- Loss of Previously Preserved Resources

More details are provided in the Community Design and Environment sections of the staff report.

### **Comprehensive Plan Consistency Analysis**

Long-Range Land Use: The subject site is designated I-3, Technology/Flex Industrial, with a T-3 Transect that recommends a range of 0.23 to 0.57 floor area ratio (FAR), and OMU-2, Office Mixed Use (Low-Rise), with a T-2 Transect that recommends up to 0.23 FAR. The site is also located within the Bethlehem Road Activity Center special planning area of the Comprehensive Plan.

Level of Service (LOS): The LOS impacts related to this subject proffer amendment/rezoning request would be mitigated by the monetary proffers provided by the Applicant, as per the Proffer Statement, dated July 10, 2024, as follows:



<b>Water Quality / Environment</b>	\$75.00 per acre	\$75.00 for ±39.93 acres	\$2,994.75
<b>Fire &amp; Rescue</b>	\$0.61 per SF of new building area	Total potential new building area (estimated), as per Illustrative Exhibit, with 3 buildings  (Up to 1.0 FAR for data center uses; 0.50 FAR for other uses in M-1 zoning)  Assumed as 2-story buildings; 39.93 acres with 1.0 FAR; Maximum high-end estimate of 1,739,350 SF (total, if data center)	\$1,061,003.90
<b>Transportation</b>	\$1,000.00 per acre  (for transportation improvements on Bethlehem Road or other improvements in the area)	\$1,000 x 39.93 acres = \$39,930	\$39,930.00
<b>TOTAL \$</b>			<b>\$1,103,928.60</b>

### **Community Input**

Notice of the rezoning/proffer amendment application has been transmitted to property owners within 1,320 feet of the site, due to the requested building height increase. In regard to community outreach and communication efforts, the Applicant has provided the following summary list of dates for relevant meetings and correspondence:

- 8/30/23 – Meeting with Gainesville District Supervisor and Planning Commissioner
- 12/3/23 – Meeting #1 with TGM Bull Run LLC; (apartment owner across Bethlehem Road, east)
- 1/16/24 – Meeting with Rebel Walk Bull Run HOA; (across Bethlehem Road, east)
- 1/24/24 – Meeting #2 with Bull Run Parcel "I" HOA (Kessler Ridge, across Bethlehem Road, east)

- 3/6/24 – Meeting with TGM Bull Run LLC; (apartment owner across Bethlehem Road, east )
- Early April 2024 – Meeting with Gainesville District Planning Commissioner
- Mid to Late April 2024 – Email communications to TGM Bull Run, Rebel Walk Bull Run HOA, and Kessler Ridge HOA following 3<sup>rd</sup> Submission on April 11<sup>th</sup>, explaining application updates
- Late April 2024 – Meeting with Gainesville District Supervisor
- 6/5/24 – Larger community meeting at George C. Mullen Elementary School; Notices sent to:
  - Property owners between Application site and Bethlehem Road ROW
  - Blackburn Community property owners
  - Kessler Ridge Community property owners
  - Rebel Walk Bull Run Community property owners
  - TGM Bull Run
  - Others south of TGM Bull Run property, east of Bethlehem Road, and north of Norfolk Southern Railroad (along the south)

As of the date of this staff report, the Planning Office has not received any verbal or written comments on this proposal, and staff is not aware of any opposition.

### **Other Jurisdiction Comments**

The subject site is located outside of the required notification area of any jurisdiction.

### **Legal Issues**

If the proffer amendment request is approved, the ±39.93-acre property site could be developed cohesively through a single revised set of proffers through the M-1, Heavy Industrial, zoning district, and thereby terminating and superseding the proffers associated with each of the prior/separate legislative approvals. As proposed, this project seeks the option to develop data center uses as a consolidated campus, and to increase building height of up to 78 feet (excluding rooftop mechanical equipment that may be up to 15 feet in height) and a floor area ratio (FAR) of up to 1.0 for data center uses, and to develop through M-1 zoning with other industrial uses. If the subject proposal is denied, the site can still be utilized through the separated by-right uses as per #REZ1970-0030, and as proffered through #REZ1986-0037, #PLN2003-00020, and #PLN2008-00001.

Legal issues resulting from the Planning Commission's action are appropriately addressed by the County Attorney's Office.

## **Timing**

The Planning Commission has until October 15, 2024, which is 90 days from the first public hearing date, to take action on the proffer amendment/rezoning proposal. A recommendation to approve or deny the request would meet the 90-day requirement.

## **STAFF CONTACT INFORMATION**

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Scott F. Meyer, Principal Planner | 703-792-6876

[smeyer@pwcgov.org](mailto:smeyer@pwcgov.org)

## **ATTACHMENTS**

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Staff Analysis

Redline Mark-up Comparison of Proffers (for each of existing original proffers, to be superseded)

General Development Plan (GDP)

Concept Layout Plan (for illustrative purposes)

Environmental Constraints Analysis (ECA) Map

Viewshed Analysis

Historical Commission Resolution

**Part I. Summary of Comprehensive Plan Consistency**

**Staff Recommendation: APPROVAL**

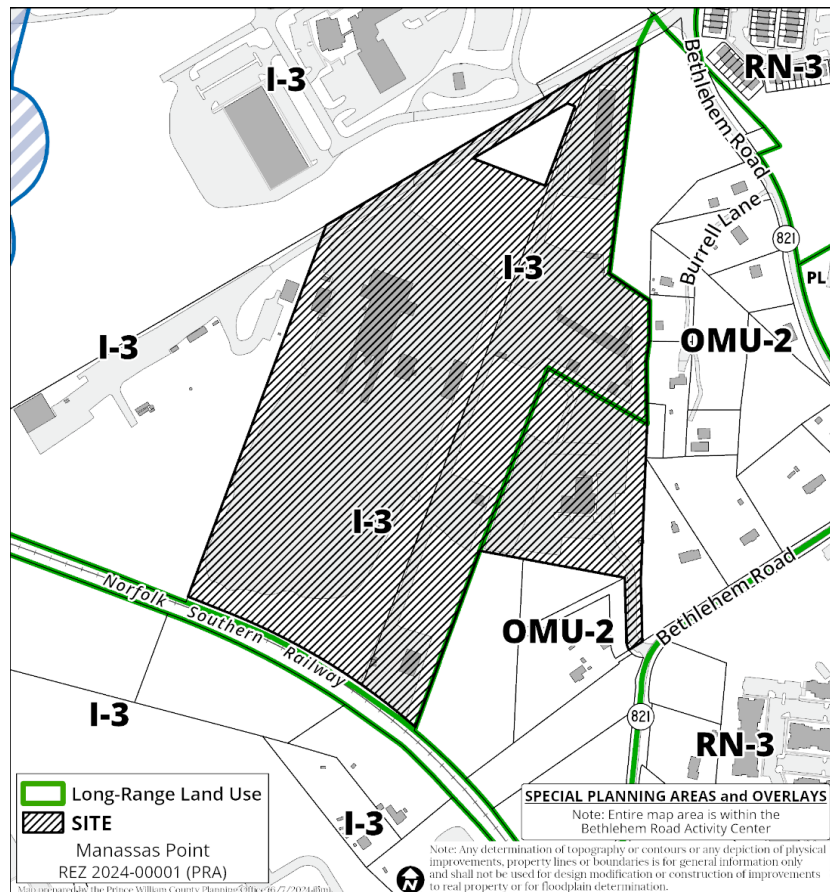
This summary analysis is based on the relevant Comprehensive Plan action strategies, goals, and policies. A complete analysis is provided in Part II of this report.

Comprehensive Plan Sections	Plan Consistency
Long-Range Land Use	Yes
Community Design	No
Cultural Resources	Yes
Environment	No
Fire & Rescue	Yes
Police	Yes
Potable Water	Yes
Sanitary Sewer	Yes
Transportation	Yes

**Part II. Comprehensive Plan Consistency Analysis**

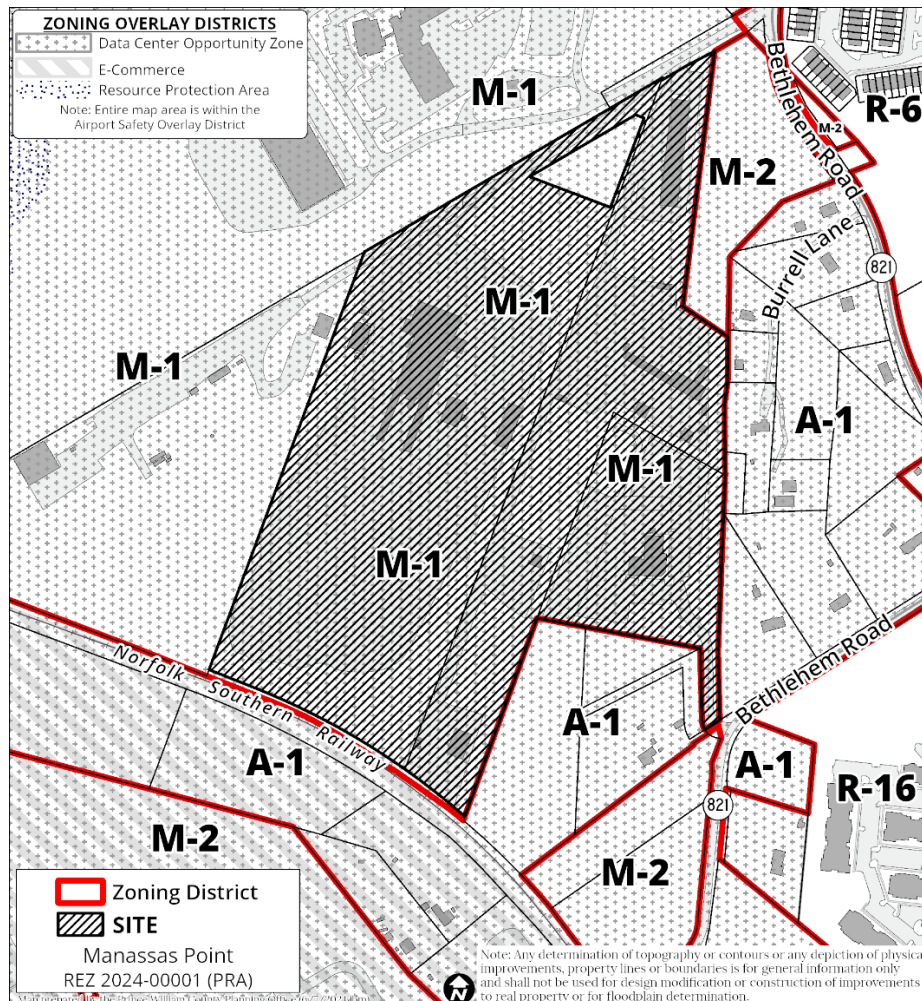
The following table summarizes the area land use characteristics (see below map):

Direction	Land Use	Long-Range Land Use Map Designation
North	Commonwealth of Virginia (VDOT), Industrial/Maintenance & Services Facility; Contractor/Construction Office Building	I-3 (Technology/Flex Industrial)
South	Vacant land; Across railroad tracks/ROW; Contractor storage; Existing single-family residences with commercial/industrial accessories; Data center complex	I-3; OMU-2 (Office Mixed Use, Low-Rise); Railroad ROW
East	Larger lot single-family residences; Residences with commercial uses; Across Bethlehem Road; George P. Mullen Elementary School; HOA land; Townhouses and apartments	OMU-2; RN-3 (Residential Neighborhood); PL (Public Land)
West	Branscome asphalt/paving operation facility; Industrial	I-3



The following table summarizes the area zoning characteristics (see below map):

Direction	Land Use	Zoning
North	Commonwealth of Virginia (VDOT), Industrial/Maintenance & Services Facility; Contractor/Construction Office Building	M-1 (Heavy Industrial)
South	Vacant land; Across railroad tracks/ROW; Contractor storage; Existing single-family residences with commercial/industrial accessories; Data center complex	A-1 (Agricultural); M-2 (Light Industrial)
East	Larger lot single-family residences; Residences with commercial uses; Across Bethlehem Road; George P. Mullen Elementary School; HOA land; Townhouses and apartments	A-1; M-2; R-6 (Suburban Residential)
West	Branscome asphalt/paving operation facility; Industrial	M-1



**Long-Range Land Use Plan Analysis**

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

The site is designated I-3, Technology/Flex Industrial, with a T-3 Transect that recommends a range of 0.23 to 0.57 floor area ratio (FAR), and OMU-2, Office Mixed Use (Low-Rise), with a T-2 Transect that recommends up to 0.23 FAR. The site is also located within the Bethlehem Road Activity Center special planning area of the Comprehensive Plan.

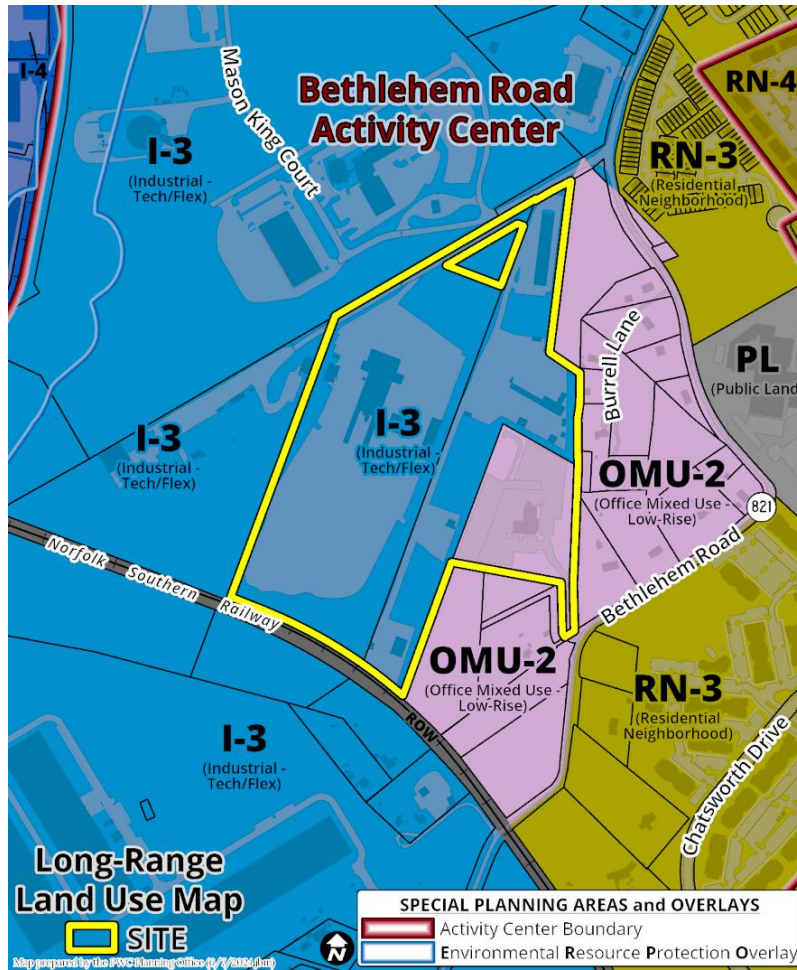
The following table summarizes the uses and densities intended within the I-3, OMU-2, and Bethlehem Road Activity Center areas.

Long-Range Land Use Map Designation	Intended Uses and Densities
<p><b>Industrial (I-3) (Technology/Flex)</b></p> <p><i>(majority of project area; western portion)</i></p>	<p>The purpose of the Industrial classification is to provide for areas of employment uses situated on individual sites or in campus-style “parks.” Primary uses in the I, T-3 classification are light manufacturing, “start-up” businesses, small assembly businesses, and office uses (including government offices, particularly those for Prince William County agencies). Within an I, T-3 designated project, the more intense uses shall be located in the core of the area and the less intense uses (excluding outdoor storage) at the periphery, to act as a transition between the I, T-3 project, and adjacent areas designated or developed for different uses.</p> <p>T-3 Transect recommends a range of 0.23 to 0.57 floor area ratio (FAR). Targeted building height is 3 to 5 stories. Data centers, warehousing, light manufacturing, and wholesale/distribution facilities are among the appropriate primary uses.</p>

<p><b>OMU-2, Office Mixed Use (Low-Rise)</b></p> <p><i>(eastern/southeastern portion)</i></p>	<p>The purpose of this classification is to provide for areas of low- to mid-rise offices or research and development activities. Projects developed in this classification shall be for office use, with retail service uses allowed.</p> <p>T-2 Transect recommends up to 0.23 floor area ratio (FAR). Targeted building height is 1 to 3 stories. Government contracting, offices, hotels, and research &amp; development are among the appropriate primary uses.</p>
<p><b>Bethlehem Road Activity Center (special planning area)</b></p>	<p><u>VISION:</u> Bethlehem Road will accommodate a range of employment-based and residential uses. Land uses will evolve to ensure sensitive transitions between residential and non-residential uses, while improving access and connectivity.</p> <ul style="list-style-type: none"> <li>➤ T-3 (I-3) areas will complement existing concentrations of manufacturing and industrial uses, enabling the area to evolve as a major employment center for the County.</li> <li>➤ T-2 (OMU-2) areas along Bethlehem Road will allow for compatible employment uses.</li> </ul> <p><u>LAND USE POLICY (BRLU POLICY 1):</u> Diversify non-residential uses to complement existing industrial development in a manner that is compatible with existing residential uses. Potential non-residential uses may include research facilities, general office, data centers, light manufacturing, or other similar uses.</p>



The below graphic is extracted from the land use designation map as it relates to the project area. The subject site is outlined in yellow highlight.



**Land Use Mix Analysis**

As per the Comprehensive Plan, the site is currently designated I-3, Technology/Flex Industrial, with a T-3 Transect that recommends a range of 0.23 to 0.57 floor area ratio (FAR), and OMU-2, Office Mixed Use (Low-Rise), with a T-2 Transect that recommends up to 0.23 FAR. The site is also located within the Bethlehem Road Activity Center special planning area. In addition, the project area is located within the Data Center Opportunity Zone Overlay District, which was created for the purpose of promoting development of data centers within areas of the County where there is existing infrastructure that could adequately support such proposed uses.

Through this proposal, the ±39.93-acre project area will be consolidated into a single revised set of proffers, thereby superseding all proffers associated with each of the prior legislative approvals, for the purposes of developing data center uses as a consolidated campus, and to increase building height of up to 78 feet (excluding rooftop mechanical equipment that may be up to 15 feet in height) and a floor area ratio (FAR) of up to 1.0 for data center uses. Compared to earlier versions of the

application, the overall requested building height has decreased to 78 feet (brought down from the original proposed request of 125 feet).

As proffered, there are mitigative measures being proposed to offset the impacts, while retaining the intended industrial uses for the property and being context sensitive to surrounding uses. The project will also deliver end uses that are transitional to the institutional and residential uses across Bethlehem Road to the east – which is consistent with the vision and policies associated with the Bethlehem Road Activity Center.

### **Proposal's Strengths**

- **Land Use & Zoning Compatibility:** As per the Comprehensive Plan, the site is currently designated as I-3, Technology/Flex Industrial, with a T-3 Transect, and OMU-2, Office Mixed Use (Low-Rise), with a T-2 Transect, and is located within the Bethlehem Road Activity Center special planning area. The proposed rezoning and consolidation of the associated proffer statements will enable redevelopment of the industrial/technology park as a data center facility and/or other industrial uses. As proffered, the proposed M-1 zoning district is appropriate to implement the intended uses in the I-3 and OMU-2 designations.
- **Provisions Proffered to General Development Plan (GDP):** As proffered, the Property shall be developed in substantial conformance with the GDP. As shown on the GDP and proffered, there are specific limits of clearing and grading, buffering and landscape enhancements, open space and tree save areas, building height provisions, and access improvements being proposed. Based on a conceptual layout, there will be three buildings and a potential substation location at the southern portion of the site. All such components are intended to create a coordinated and predictable development.
- **Use Limitations, as Proffered:** In the latest version of the proffers, overall prohibited uses are being offered in order to eliminate a variety of irrelevant, potentially intense, and more impactful uses on the subject property – including asphalt/concrete plants.
- **Redevelopment of Industrial Site:** This project is proposing to repurpose and redevelop the site to retain the existing M-1 zoning on the entire property and to consolidate the proffers applicable to the ±39.93-acre project area into a single revised set of proffers, thereby superseding the proffers associated with each of the prior legislative approvals. The current proposal is to develop data center uses as a consolidated campus, and to increase building height of up to 78 feet (excluding rooftop mechanical equipment that may be up to 15 feet in height) and a floor area ratio (FAR) of up to 1.0 for data center uses. For other non-data center/industrial uses, the site will be developed as per the standard M-1 zoning standards.
  - This proposal will enable the site to be utilized and with a new cohesive industrial/technology park-type development, and with a context sensitive design theme and other aesthetic improvements.

### **Proposal's Weaknesses**

- None identified.

### **Consistency Recommendation**

- Staff recommends that this application is 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.

As proposed, enhanced perimeter buffering, layout, and setback provisions are proposed to help offset the height and massing impacts of the data center buildings and associated electric substation. A requested building height increase of up to 78 feet (excluding rooftop mechanical equipment that may be up to 15 feet in height) for data center facilities is being proposed, and up to 75 feet for all other industrial buildings.

### **Height Modification Request**

As proposed, the Applicant is requesting a modification to the building height standard in the M-1 zoning district from 75 to 78 feet for data center buildings, and has committed that any rooftop mechanical equipment will not exceed fifteen (15) feet above the 78-foot maximum building height. All other (non-data center) industrial uses will adhere to the standard height limit of 75 feet, as per the M-1 zoning standards. In accordance with Section 32-400.03.2 of the Zoning Ordinance, the Board of County Supervisors may, by approval of a proffered rezoning, approve a structure with a height greater than any specific limitation, subject to the following standards:

1. For a rezoning application, the maximum height shall be specifically proffered by the applicant and accepted by the Board of County Supervisors; and for a Special Use Permit application, the maximum height shall be made a condition of approval of the application; and

*Response: The Applicant is requesting a maximum structure height not to exceed 78 feet (excluding rooftop mechanical equipment that may be up to 15 feet in height), and has provided a proffer reflecting this maximum height. Due to size and configuration of the project site, should data center buildings be developed on the property, the buildings will need to be three stories. As a matter of context for this property, a three-story data center is only 3 feet above the by-right 75 feet in the M-1 zoning district.*

2. The Board of County Supervisors shall be satisfied that approval of a proffer or Special Use Permit is a more appropriate course than a rezoning to a classification permitting the height requested; and

*Response: The subject property is currently zoned M-1, and the Applicant is proposing to keep this existing zoning classification. Section 32-400.14 and Section 32-400.03 of the Zoning Ordinance allows for increases in height within the M-1 zoning district, via a proffer amendment/rezoning.*

3. The Board of County Supervisors shall be satisfied that the proposed height shall not have a substantial adverse impact on the light and air of adjacent and nearby properties; and

*Response: This will need to be considered by the Board. The Applicant's request for additional height, in their view, will be in keeping with the area context and is part of a coordinated design and site layout. The subject property is located within a primarily industrial center of the County, which includes similarly zoned properties. The Applicant's request for additional height includes both line of sight and viewshed analyses, and, because the Applicant is providing significant buffer/setback area between the proposed development area and the adjacent neighbors, and is largely surrounded by adjacent industrial uses, the overall height will not adversely impact adjacent or nearby properties. Furthermore, for context, the existing tower above the concrete pad currently located on the property is 102.5 feet. The proposed building height for data center uses will be up to 78 feet, which does not include rooftop mechanical equipment, will not exceed 15 feet above the 78-foot maximum building height.*

4. The County Fire Marshal has certified in writing that the proposed building or other structure can be properly protected, and will not endanger improvements on adjacent properties, in case of fire; and

*Response: This is still pending. The Applicant will work with the County Fire Marshal's office as part of this application process and/or site plan review to obtain written certification. No impacts are anticipated, but this will be addressed and confirmed during the site plan review process.*

5. All other requirements of this chapter for a conditional Rezoning or Special Use Permit have been met; and

*Response: The Applicant has met all other requirements of this chapter for the proffer amendment/rezoning request.*

6. The proposal shall not constitute a hazard to aerial navigation. Where the Board of County Supervisors believes a proposal may be such a hazard, the proposal shall not be approved unless the Federal Aviation Administration certifies in writing that the proposal does not constitute a hazard to aerial navigation.

*Response: The Applicant will need to reach out to the Manassas Regional Airport to reassess and confirm if there are any impacts. The Applicant is not aware of hazards to aerial navigation with the proposed structure height. No impacts are anticipated, but this will be addressed and confirmed during the site plan review process.*

### **Floor Area Ratio (FAR) Modification Request**

Pursuant to Section 32-400.04(3) of the Zoning Ordinance, the Applicant is requesting this modification to permit an FAR greater than what is permitted by-right in the underlying zoning district. Since the Applicant is seeking a height modification, the proposed FAR modification is also needed despite the property's location within the Data Center Opportunity Zone Overlay District, which permits up to a 1.0 FAR. However, in the M-1 zoning district, the permitted FAR is up to 0.50.

*Response: Such FAR increase is being specifically proffered by the Applicant.*

### **Proposal's Strengths**

- **Building Height Provisions & Base Elevation Reference:** As proffered, the maximum height of any data center building shall be 78 feet, and the maximum height of any building used for other purposes shall be 75 feet. Further, the elevation of the concrete slab representing the lowest finished floor for any data center building shall not exceed 297 feet above mean sea level, as determined at the time of site plan approval. For any data center building constructed, rooftop/penthouse mechanical equipment shall not exceed 15 feet above the 78-foot maximum data center building height.
  - Notwithstanding the foregoing, the Applicant shall, in connection with final site plan review, explore opportunities, to the extent practicable, to reduce the actual building height for any data center building constructed on the property below the maximum permitted building height of 78 feet.
- **Data Center Building Orientation:** As proffered, the Applicant shall orient any data center building(s) constructed such that the longer side of the building(s) runs east-west across the property, as opposed to north-south. This will minimize the extent of the building façade area that will be visible from Bethlehem Road.
- **Building Architectural Commitments & Coordination:** As proffered, the Applicant shall design the eastern building façades of any buildings constructed on the Property to include, but shall not be limited to, at least one of the following exterior building materials: precast or tilt-wall concrete; architectural concrete masonry units (e.g., simulated stone, split face, ground face); brick; stucco; glass; EIFS (exterior insulated and finishing system); and/or metal panels of architectural grade and quality.
  - Building façades that are visible from residential neighborhoods east of the property shall be non-reflective and earth tone, including, but not limited to, dark green, grey, or dark brown in color chosen from a color palette that is mutually deemed appropriate by the Applicant and the Planning Director or their designee. The Planning Director may also approve other colors for buildings to which this proffer applies, provided the Applicant demonstrates following completion of further viewshed analyses demonstrating, to the satisfaction of the Planning Director, that the materials shall facilitate the ability for the building facade to blend into the tree line or shall be screened by other buildings.

- Data Center Design Standards for Elevations: As proffered, principal building facades of any data center building(s) (which includes the office portion, but 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 four (4) of the following design elements:
  - Change in building height in accordance with Proffer #4;
  - Building step-backs or recesses;
  - Fenestration;
  - Change in building material, pattern, texture, color; or
  - Use of accent materials.
  
- Commitment to Screening of Mechanical Equipment:
  - Rooftop: If the Applicant develops the property with one or more data center buildings, any rooftop mechanical equipment located on buildings so as to have unobstructed, direct line of site from the Bethlehem Road and/or Burrell Lane right-of-way, or adjacent residential or agricultural designated or zoned areas shall be screened or enclosed to minimize visibility from such areas in accordance with Section 32- 509.02(4)(B) of the Zoning Ordinance.
  
  - Ground Level: If Applicant develops the property with one or more data center buildings, the Applicant agrees that ground level mechanical equipment located so as to have unobstructed, direct line of site from the Bethlehem Road and/or Burrell Lane right-of-way, or adjacent residential or agricultural designated or zoned areas shall be screened in accordance with Section 32-509.02(4)(B) of the Zoning Ordinance by a visually solid/opaque fence, screen wall or panel, or other screening technique no less than 12 feet in height and constructed with materials and colors compatible with those used in the exterior construction of the principal building.
  
- Building and Parking Lot Lighting: As proffered, the Applicant shall construct all freestanding parking lot lights with fixtures that direct light downward and inward. All building-mounted lighting, if any, will be directed or shielded in such a manner to prevent glare from projecting onto adjacent properties or public rights-of-way.
  
- Utility Crossings of Perimeter Landscape Buffers & Supplemental Plantings: As proffered, the Applicant shall coordinate with and encourage any applicable utility provider to minimize necessary crossings for utilities across perimeter buffers, wetlands, and forested areas. Where existing vegetation is undisturbed within landscape areas, the existing vegetation shall be credited against the plant unit requirements identified in the DCSM and on the GDP.
  - In addition, the Applicant shall provide supplemental planting in the areas labeled as "15' SUPPLEMENTAL PLANTING AREA" and "25' SUPPLEMENTAL PLANTING AREA" on the GDP and in accordance with the standards for each such area depicted on the Landscape Plan on Sheet 04 of the GDP ("Supplemental Planting Areas"), allowing for minimal adjustments at final engineering. Such Supplemental Planting Areas shall utilize exclusively drought tolerant, non-invasive, and 100% Virginia native or

acclimated and regionally appropriate species. Compliance with this proffer shall be reflected on each final site plan.

### **Proposal's Weaknesses**

- **Lack of Layout & Site Details:** There are no specific site layout details provided with this proposal. Aside from access provisions, layout, height, and siting contingencies for buildings and landscape buffering, staff have no other details on the building(s), equipment areas, drive aisles, parking, and internal circulation network. As such, this greatly limits staff's ability to analyze this site and evaluate any deviation from development standards. Due to this proposal requesting the "option" for data center and/or industrial development, the exact details of the end uses are unknown at this time. This creates challenges for staff review.
  - Although Planning staff has requested more site layout details, more specific building envelopes (within the "Buildable Area" on the GDP), building locations and equipment pad areas, drive aisles, parking areas, potential electric substation area, and more clearly label other key plan features, the extent of the plan details in the latest submission are still minimal. The GDP is essentially being presented as a "bubble plan" with minimal information.
- **Lack of Building Elevations:** Although this was requested by staff on several occasions, the Applicant has not provided conceptual building elevations at this time. While any data center building constructed on the property would be subject to the architectural building standards, building orientation, earthtone façades, exterior building materials, and principal façade commitments, the absence of specific elevations will make it difficult to ensure design quality.
  - Still, it is staff's preference to have actual building/design elevations to accurately depict what to expect at building-out. Given this location, and with residential and institutional uses to the east, not having such elevations (at least at a conceptual level) is considered to be a weakness. Since there is a defined end user (Iron Mountain), the expectation is that specific building elevations be provided.
- **Potential for Additional & Unknown Impacts from Electric Substations:** The addition of data centers to the site will likely require the addition of major transmission lines to serve the site and at least one substation. Although there is a proffer (Proffer #35) that specifies that any electric substation shall require a Public Facility Review (PFR) through the Planning Office, there are no overall provisions for siting such infrastructure to minimize/avoid impacts to onsite natural resources, such as wooded/tree areas or wetland areas.
  - There should be more of a proactive design approach to locating electric substations to minimize new impacts. While staff acknowledges the need for flexibility and options for various development scenarios, such siting and design provisions should be included in the proffers, and with a formal commitment to enhanced preservation. Deferring all design details to the public facility review (PFR) process is

understandable, but other issues may come up at that time. By providing more parameters and design caveats upfront, others will know what to anticipate.

- Minimal Landscaping on Northeastern Perimeter: During staff's review, it was requested that the buffering along the northeastern perimeter be increased from 15 feet to 30 feet to provide enhanced screening. Moving southward, this would provide a better transition to the 50-foot that is already being proposed. Despite the platted 15-foot-wide buffer in this area against GPIN 7597-80-3275, this would still provide greater and more consistent buffering along the northeastern and eastern property line. Staff recommends the Applicant retain the existing buffer since it contains existing forest cover, which is lacking onsite.
  - Although the Applicant is now proposing a 15-foot supplemental planting area behind the required 15-foot landscape buffer that will consist primarily of shrubs, staff would have preferred more substantial buffering and screening in the northeastern portion of the site. In staff's view, a slight design change would have been able to accommodate this, which the Applicant did not want to do.

### **Consistency Recommendation**

- Staff recommends that this application is inconsistent with the relevant components of the Community Design Plan.

### **Cultural Resources Plan Analysis**

Cultural Resources are tangible links to our shared history which have shaped societal values and provide us with a better understanding of who we are. Good Cultural Resources Management (CRM) practices guide smart and sustainable development while also safeguarding the County's history and retaining a sense of place. Prince William County promotes the identification, research, evaluation, preservation, and documentation consistent with state and federal guidelines and encourages interpretation of cultural resource sites and the heritage tourism opportunities these sites present. Cultural resources are found in architectural or archaeological sites, historic districts, cemeteries, battlefields, cultural landscapes, museum objects, and archival materials; and come from all time periods and ethnicities; including minority communities. The Cultural Resources Plan's policies and action strategies provide a framework for the Board of County Supervisors, as well as boards, commissions, staff, citizens, and the development community to guide preservation decisions.

A Cultural Resource Assessment and Record Check was originally submitted with this application. Moreover, the majority of this site is home to the vacant/former Hanson concrete plant, existing landscape and contractor's offices, and outdoor storage. As such, the property has been graded and cleared and soils disturbed such that there is a very low probability, if any, for archaeological sites to be present due to the disturbed soils.

*A Viewshed Analysis – General Massing and Rooflines of Manassas Point* was also provided, by Ryan Shuler Design LLC, which provided various simulated view perspectives from surrounding vantage points at the proposed height. As a result of this study and in consultation with County staff, the



Applicant reduced the proposed data center building height down to a maximum of 78 feet, with rooftop mechanical equipment not to exceed 15 feet above this.

Regarding concerns with the proximity of the Burrell Cemetery that is located offsite and to the east, the Applicant walked the site with the County's Cemetery Preservation Coordinator. As such, the Applicant has committed via Proffer #36 to do a cemetery delineation within the boundary of the project site in the area adjacent to where the offsite Burrell cemetery is located on the Applicant's property. The Applicant has proffered to delineate the Burrell Cemetery located on GPIN 7596-89-2577, along the eastern property line, to confirm that human burials do not extend onto the application property.

The Historical Commission reviewed the proffer amendment application at its September 12, 2023 meeting and recommended the following: Cemetery Delineation; Phase I study; and Viewshed study. The resolution is attached at the end of this report. After further consultation/coordination with the Cultural Resources staff, reduced overall building height, viewshed study, and various proffer commitments, all previous concerns have been addressed and will be mitigated by the proposed proffers.

### **Proposal's Strengths**

- Commitment for Off-Site Burrell Cemetery Delineation: The Burrell Cemetery is located on GPIN 7596-89-2577, offsite and adjacent to the property. This cemetery (which is outside of the property boundaries) has not been archaeologically delineated, and the extent of human burials is unknown. The Applicant shall hire a qualified professional, with the scope of work to be approved by the County Cemetery Preservation Coordinator, to archaeologically test for unmarked human burials (that may be associated with the Burrell Cemetery) only on the portion of the property adjacent to GPIN 7596-89-2577/11340 Burrell Lane.
  - The qualified professional shall obtain all appropriate Federal, State, and local permits to conduct this delineation study on the property with the results of the delineation to be submitted to the Planning Department for review and approval with the first final site plan submittal. For the purpose of clarity, the Applicant shall only conduct the delineation study within the boundaries of the property and shall not conduct any delineation study outside of the property boundaries.

### **Proposal's Weaknesses**

- None identified.

### **Consistency Recommendation**

- Staff recommends that this application is consistent with the relevant components of the Cultural Resources Plan.

## **Environment Plan Analysis**

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

The subject site contains two (2) intermittent stream systems with associated wetlands and forest cover, one of which is a higher order intermittent stream. Forest cover has been retained under previous rezonings and development, primarily along the intermittent stream channels, but also in required perimeter buffers. The existence of these sensitive environmental features is the product of each of the three prior owners and rezonings having committed in their proffers to leaving a portion of the site undisturbed and creating permanent conservation easements and/or choosing to clear/minimize clearing of environmental resources. Still portions of the areas initially preserved have been encroached upon and degraded over the years. This former industrial (concrete plant) site lies within the Data Center Opportunity Zone Overlay District. There are three (3) specimen trees identified onsite, and three (3) identified just offsite on neighboring properties. Two (2) of the onsite trees are currently proposed for preservation.

Current Comprehensive Plan policies emphasize the preservation and restoration of wetlands and natural vegetated resources over removal and mitigation. Such preservation and restoration was previously agreed to by preceding applicants. However, this current Applicant is proposing to clear over 90% of the site, including a portion of the existing Permanent Conservation Easements, removing the remaining southern stream system including wetlands and forest cover. This is not consistent with current policies. Therefore, to be consistent with current policy guidance, staff would need to see the successful preservation and restoration of the existing intermittent stream and wetlands system at the southern end of the site to natural contours with the removal of foreign materials and replanting with native vegetation. While the Applicant has claimed that this stream/wetland system will be preserved, the proposed Limits of Clearing & Grading (LCG) shows it to be virtually entirely cleared.

### **Water Quality**

The Applicant has proffered to make a monetary contribution to the Board of County Supervisors in the amount of \$75.00 per acre (±39.93 acres) for water quality monitoring, drainage improvements, and/or stream restoration projects. Said contribution shall be made prior to and as a condition of final site plan approval with the amount to be based on the site area acreage.

### **Proposal's Strengths**

- **Defined Limits of Clearing & Grading:** As proffered, the Applicant shall limit clearing and grading to within those areas depicted on the GDP, subject to minor revisions in accordance with final engineering considerations at the time of final site plan review and approval.

- Those areas outside the limits of clearing and grading shall remain in their natural undisturbed condition, with the exception of clearing, grading, and other land disturbing activity required for the installation and maintenance of crossings for the following: wet and dry utilities; electric lines running to/from the electric transmission lines; sanitary and storm outfalls; and supplemental planting, as approved by the County.
- Expansion of Tree & Shrub Roots: To facilitate adequate expansion of tree and shrub roots to support healthy plants, all landscape areas, parking lot islands and buffers, which have been subject to pavement and/or compaction shall have, prior to planting all foreign materials (asphalt, concrete, rock, gravel, debris, etc.) removed and the soil loosened to a depth of a minimum of 3', and a top dressing of 4" to 6" of clean topsoil provided. This topsoil shall be a loam, sandy loam, clay loam, silt loam, or sandy clay loam. Compliance and details with this proffer shall be demonstrated on each final site plan.
- Installation of New Forest Areas (Afforestation): As proffered, the Applicant shall provide afforestation on the property in substantial conformance with the locations shown as "AFFORESTATION AREA" on the GDP (the "Afforestation Area").
  - However, that the Applicant reserves the right to modify and/or relocate such Afforestation Area locations as part of PIP and/or final site plan approval, provided that the changes are otherwise in conformance with the GDP.
- Water Quality Inlet: As proffered, in the event auto or equipment repair uses or outside storage of heavy, fuel operated equipment are established on the property, the Applicant shall provide a water quality inlet or other water quality device of a type and in a location acceptable to the Department of Public Works – Watershed Management, in order to pre-treat runoff from such areas.
- Provision for Sustainability Measures: As proffered, if the property is developed with one or more data center buildings, the Applicant shall incorporate, in consultation with the County's Environmental and Energy Sustainability Officer, a minimum of five (5) sustainability measures and/or techniques as part of the design and construction of each data center building to promote sustainable design and energy efficiency (collectively, the "Sustainability Measures"). Prior to bond release for each data center building, the Applicant shall provide the Planning Director with documentation of the specific sustainability measures implemented in connection with the construction and/or operation of such building.

### **Proposal's Weaknesses**

- Reduced Extent of Resource Protection: As currently proposed, the Applicant is proposing to clear over 90% of the site, including a portion of the existing Permanent Conservation Easements, removing the remaining southern stream system including wetlands and forest cover. This is not consistent with current policies.

- While the Applicant's response indicates that this stream/wetland system will be preserved, the proposed Limits of Clearing & Grading (LCG) shows it to be virtually entirely cleared, and not effectively preserved.
- **Loss of Previously Preserved Resources:** Current policies emphasize the preservation and restoration of wetlands and natural vegetated resources over removal and mitigation. Such onsite preservation and restoration efforts were previously agreed to by preceding applicants, since there were more formalized commitments to avoid impacts to the southern portions of the site and to proactively reforest it.
  - Therefore, to be consistent with current policy guidance, staff would need to see the successful preservation and restoration of the existing intermittent stream and wetlands system at the southern end of the site to natural contours with the removal of foreign materials and replanting with native vegetation. These commitments are not in the current proposal.

### **Consistency Recommendation**

- Staff recommends that this application is 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 (Groveton) is the first due fire/rescue resource for the subject property. Station 22 serves the western part of the County with two medic ambulances, two pumpers, a heavy rescue unit, a collapse support truck, a swift water vehicle with boat, and a safety officer with one medic ambulance and one pumper. Although these units are located at Station 22, they are not staffed. The only staffed units from Station 22 are one medic ambulance and one pumper. The site is inside the required 4.0-minute travel time for Basic Life Support and Fire, and within the required 8.0-minute travel time for Advanced Life Support.

In FY 2023, Fire/Rescue Station #22 responded to 3,264 incidents with a workload capacity of 4,000 incidents per year. All onsite circulation, fire protection, emergency access, and fire code requirements will need to be reconfirmed during site plan review.

### **Proposal's Strengths**

- **Monetary Contribution:** As proffered, the Applicant shall contribute funds to the Board of County Supervisors in the amount of \$0.61 per square foot of nonresidential gross floor area (GFA) constructed to be used for fire and rescue facilities in the vicinity of the property. The Applicant will pay the contribution prior to and as a condition of the issuance of the initial building permit for each building constructed on the property, with the exact amount paid based on the proposed GFA in each such building.
- **Inside of 4.0-Minute Travel Time:** The site is located within the required 4.0-minute travel time for basic life support and fire suppression services.
- **Inside of 8.0-Minute Travel Time:** The site is located within the required 8.0-minute travel time for advanced life support services.
- **Station Workload:** Fiscal Year 2023 figures indicate that Fire and Rescue Station #22 responded to 3,264 incidents, while the workload capacity for Station 22 is 4,000 incidents per year. This indicates the station is operating within capacity.
- **Spill Contingency Plan:** As proffered, in connection with the submission of a site plan for a use on the property that involves the storage of potentially hazardous products, a "Spill Contingency Plan" shall be submitted to the Fire Marshal's Office for review and approval. Said plan shall set forth the procedures to be followed in the event of a product leak or spill on the Property. In no event will fuels, oils, solvents or other pollutants or flammable substances be discharged into the public sewer. Fire Marshal Office approval shall be required prior to final site plan approval.

### **Proposal's Weaknesses**

- None identified.

### **Consistency Recommendation**

- Staff recommends that this application is consistent with the relevant components of the Fire and Rescue Plan.

## **Police Plan Analysis**

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

enhances crime prevention. The Plan also encourages effective and reliable public safety communications linking emergency responders in the field with the Public Safety Communications Center.

At this time, the Police Department does not believe this application will create a significant impact on calls for service. During site plan review, the Applicant should focus on the following key areas for the development: landscape maintenance; access control; secure facility management; lighting in common areas; and area surveillance.

The Applicant should coordinate with the Police Department as the site develops, and apply the various Crime Prevention Through Environmental Design (CPTED) principles, which can be found at the following: <https://www.pwcva.gov/assets/documents/police/002035.pdf>.

### **Proposal's Strengths**

- **Impacts to Levels of Service:** The Police Department does not believe this application will have a significant impact on calls for service.
- **Security Measures for Data Center Buildings:** As proffered, irrespective of the requirements of Zoning Ordinance Section 32-509.02(4)(D), the Applicant may separately fence any data center buildings developed on the Property and may employ additional security measures such as, but not limited to, the use of surveillance cameras, inspection lanes, guard houses and similar facilities. The design of any security fence may include black aluminum/steel or other metal, provided that untreated chain link fencing or barbed wire fencing is prohibited along public and private street frontages.

### **Proposal's Weaknesses**

- None identified.

### **Consistency Recommendation**

- Staff recommends that this application is 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 subject property is within the utility service area of the Prince William County Service Authority, and is thereby required to utilize public water from the Service Authority to develop. The Service Authority has existing onsite 8-inch and 12-inch water mains routed through the parcels. All

connections to the public water system shall be in accordance with the Service Authority's Utility Standards Manual (USM) requirements and restrictions.

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

### **Proposal's Strengths**

- **Water Connection & Service:** As proffered, the Applicant shall plan, design, and construct all onsite and offsite public water utility improvements required to provide the water service demand generated by the development.

### **Proposal's Weaknesses**

- None identified.

### **Consistency Recommendation**

- Staff recommends that this application is 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 subject property is within the utility service area of the Prince William County Service Authority, and is thereby required to utilize public sewer from the Service Authority to develop. The Service Authority has an existing onsite 8-inch gravity sewer main located on the northern portion of adjacent GPIN 7597-70-9703, with availability of capacity determined in conjunction with plan submission. All connections to the public sewer system shall be in accordance with the Service Authority's Utility Standards Manual (USM) requirements and restrictions.

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

**Proposal's Strengths**

- Sewer Connection & Service: As proffered, the Applicant shall be responsible for all onsite and offsite improvements required to provide the sewer service demand generated by the development.

**Proposal's Weaknesses**

- None identified.

**Consistency Recommendation**

- Staff recommends that this application is consistent with the relevant components of the Sanitary Sewer Plan.

**Transportation Plan Analysis**

By providing a multi-modal approach to traffic circulation, Prince William County promotes the safe and efficient movement of goods and people throughout the County and surrounding jurisdictions. The Transportation Plan sets out policies and action strategies that further the County's goal of creating and sustaining an environmentally friendly, multi-modal transportation system that meets the demands for intra- and inter-county trips, is integrated with existing and planned development, and provides a network of safe, efficient, and accessible modes of travel. The Plan includes recommendations addressing safety, minimizing conflicts with environmental and cultural resources, maximizing cost effectiveness, increasing accessibility of all travel modes, minimizing projected trip demand, and providing sufficient network capacity. The County recognizes that it is not possible to address congestion through road investments alone and has reduced the acceptable standard to Level of Service (LOS) of "E" specifically in Small Area Plans, in Activity Centers, and on Arterials. Projects should include strategies that result in a level of service LOS "E" or better on all roadway, corridors, and intersections, reduce traffic demand through transportation demand management strategies, dedicate planned rights-of-way, provide and/or fund transit infrastructure, pedestrian, and bicycle pathways, and improved and coordinated access to transit facilities.

A Traffic Impact Study (TIS), prepared Gorove Slade and dated March 22, 2024, was submitted with the most recent version of the application. The existing and proposed zoning (with amended proffers) for the project site is M-1, Heavy Industrial. For the purposes of the TIS report, the proposed density is assumed to be up to 1,740,00 square feet of data center uses. However, other industrial uses are allowable on the site including distribution/fulfillment center, self-storage facilities, warehouses, manufacturing, and other heavy industrial uses. The data center option was used for this analysis, as it provides a more conservative analysis and generates higher traffic trips when compared to the lower maximum FAR permitted for other industrial uses.

The site is planned to be accessed via two (2) access points via Bethlehem Road at existing intersections. Two entrances are planned on the west access road off Bethlehem Road and a full access intersection on Bethlehem Road at the existing JES entrance driveway. The southern entrance is proposed to have a "no trucks" restriction. (The third entrance will be a private driveway on west access road, which was not analyzed in the TIS.)



Based on the TIS analysis results, here are the summarized results:

- The two access points are planned to remain unsignalized and are analyzed as two-way stop-controlled intersections.
- Intersection 2 is planned to be closed in the Future with Development conditions and its traffic and site generated trips are rerouted to Intersection 3 which will be converted from a 3-legged to a 4-legged intersection also in the Future with Development conditions.
- All four (4) intersections within the study area operate at acceptable levels of service with little to no queues in existing, future without development, and future with development conditions.

Based on the capacity and queueing analysis results, the proposed development will not have a substantial impact on the surrounding transportation and roadway network, assuming that all planned designs and recommended mitigation measures are implemented.

The following summary table provides the 2022 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 site.

<b>Roadway Name</b>	<b>Number of Lanes</b>	<b>2022 VDOT Annual Average Weekday Traffic Count</b>	<b>Travel Demand Model 2019 Daily LOS</b>
Bethlehem Road	2	3,700	F

**Proposal’s Strengths**

- Provision for Site Access: Subject to County Transportation and VDOT approval, the Applicant may provide access to the property via up to two (2) public entrances, as generally shown on the GDP. The final location and design of the entrances will be shown on the applicable final site plan proposing such entrance(s).
- Right-of-Way Dedication: The Applicant shall dedicate, at no cost to the County, the portion of right-of-way depicted on the GDP as “RIGHT-OF-WAY DEDICATION” (the “ROW Dedication”). The ROW Dedication shall be made at the time of and in connection with the first final site plan approval for the Property or when otherwise requested in writing by the County and/or VDOT.
- Transportation Improvement Adjustments: In the event that the property (or a portion thereof) is developed with uses not analyzed in the TIA and such use(s) would exceed the trip generation established in the TIA, the Applicant reserves the right to submit a technical memorandum (or other analysis as required by the County Department of Transportation (“PWCDOT”) and/or VDOT to determine potential adjustments to the transportation improvements set forth in the proffers, if needed. Subject to approval by VDOT and/or PWCDOT, the Applicant shall construct, at its cost, those transportation improvements as

follows: (i) identified in the technical memorandum/analysis approved by PWCDOT and VDOT to accommodate the additional traffic generated by the proposed use(s); and (ii) required in accordance with the DCSM, as determined during final site plan review.

- Northern Entrance Improvements: As generally shown on the GDP, the Applicant shall construct the following below improvements. Such improvements shall be constructed and operational, but not necessarily accepted into the VDOT secondary system for maintenance, prior to the issuance of the first occupancy permit on the property:
  - Widen the area shown on the GDP as “PROP. ROADWAY IMPROVEMENTS (SEE DETAIL)” to provide a 30-foot right-of-way with curb and gutter in accordance with CI-1 Roadway Standards, except as may otherwise be modified.
  - As shown on Sheet 02 of the GDP, construct and install a cul-de-sac with a 45-foot radius.
- Southern Entrance Improvements: The Applicant shall limit access into the southern entrance of the property from Bethlehem Road to passenger vehicles only with a “no trucks” designation as shown on the GDP. Notwithstanding the above, this restriction shall not apply to use of this entrance during construction and development of the property, if approved by VDOT and/or the County.
- Transportation Contribution: As proffered, the Applicant shall contribute funds to the County for transportation improvements on Bethlehem Road or other transportation improvements in the area of \$1,000.00 per acre at the time of site plan approval.
  - Staff will continue to coordinate with the Applicant on more specific mitigation measures, since there needs to be more justification on how this monetary contribution amount was derived.
- Bicycle Parking Provision: As proffered –
  - Non-Data Center Development. In the event the property is developed with non-data center uses, the Applicant shall provide a minimum of 1 inverted-U bicycle parking rack for each 25,000 square feet of non-data center building(s) constructed on the property. The bicycle parking shall be shown on the final site plan for the associated non-data center building(s) and installed prior to issuance of an occupancy permit for such non-data center building(s).
  - Data Center Development. In the event the property is developed with data center uses, the Applicant shall provide a minimum of 1 inverted-U bicycle parking rack for each data center building constructed on the property. The bicycle parking shall be shown on the final site plan for the associated data center building and installed prior to issuance of an occupancy permit for such data center building.

### **Proposal's Weaknesses**

- Existing Level of Service (LOS) F: Bethlehem Road currently operates at a LOS F. Bethlehem Road was included in the Roadway Plan in order to construct safety improvements, such as realignment/relocation of the road and to include pedestrian/bicycle facilities. This facility is anticipated to remain at an LOS F in the 2040 model.
  - Based on the capacity and queueing analysis results included in the TIS, this proposed development will not have a substantial impact, nor does the Comprehensive Plan identify mitigation measures that the Applicant could contribute towards.

### **Consistency Recommendation**

- Staff recommends that this application is consistent with the relevant components of the Transportation Plan.

## **Strategic Plan**

This section of the report is intended to address the project's alignment with the outcomes provided within the County's Strategic Plan. The Strategic Plan posits that individuals, families and businesses prefer communities with a robust economy; easy access to jobs, services, and activities; that support even the most vulnerable in the community; are safe and secure; and provide a quality education that assures lifelong learning and steady employment. Based on community input from the online survey and the community conversations, seven focus or goal areas were identified for the 2021-2024 Strategic Plan: Health, Wellbeing, and Human Services; Safe and Secure Community; Resilient Economy; Quality Education and 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 this proposal relative to the Strategic Plan are as follows:

- Resilient Economy (Objective RE-1): Create and support programs, policies and strategies that encourage profit-generating business expansion, new business development, and redevelopment that enhances or complements targeted industries.
- Resilient Economy (Objective RE-2): Continue efforts to preserve and expand the commercial tax revenue base.
- Resilient Economy (Objective RE-3): Create a positive brand/image of Prince William County that reflects the diversity of the community including its history, places, and people.

## Materially Relevant Issues

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

- Proffer # 6; Construction Parking and Management. The Applicant shall develop, in consultation with its general contractor, a construction parking and construction management policy for construction workers hired to construct and develop the Property (the "Construction Management Plan"). As part of the Construction Management Plan, the Applicant shall identify locations on or off the Property where construction workers are permitted to park during construction, as well as locations for portable toilets, construction trailers and equipment. The Applicant shall include provisions in its construction contracts and a requirement for similar provisions in all subcontracts requiring all construction workers to adhere to the Construction Management Plan. Prior to the commencement of construction, the Applicant shall also erect signage on the Property that lists the permitted parking areas and prohibits parking by construction workers outside the designated areas. The Construction Management Plan shall prohibit construction parking on any private streets or public rights of way adjacent to the Property. A copy of the Construction Parking Plan shall be provided to the Gainesville District Supervisor's Office.

*Such above construction management parameters are favorably viewed by staff, and should be generally acknowledged as part of the site development operational provisions.*

## Proffer Issues / Deficiencies

Proffer #11; Perimeter Landscape Buffers.

*Staff cannot support the below proffer as a written, and suggests that it be edited as shown in italicized text.*

The Applicant shall coordinate with and encourage any applicable utility provider to minimize necessary crossings for utilities across perimeter buffers *and to avoid wetlands and forested areas, wetlands, and forested areas.* Where existing vegetation is undisturbed within the landscape areas, the existing vegetation shall be credited against the plant unit requirements identified in the DCSM and on the GDP. *-In the event that the adjoining properties on the eastern boundary of the Property, now zoned A-1, are rezoned to allow for industrial uses or uses compatible with industrial uses, the buffers shown on the GDP may be modified or eliminated to conform with current ordinance buffer requirements governing adjoining industrial or compatible uses.*

Proffer #12; Supplemental Planting.

*Staff cannot support the below proffer as a written, and suggests that it be edited as shown in italicized text.*

The Applicant shall provide supplemental planting in the areas labeled as "15' SUPPLEMENTAL PLANTING AREA" and "25' SUPPLEMENTAL PLANTING AREA" on the GDP and in accordance with the standards for each such area depicted on the Landscape Plan on Sheet 04 of the GDP (the "Supplemental Planting Areas"); ~~provided, however, that the Applicant reserves the right to modify and/or relocate such areas at the time of PIP and/or final site plan approval, provided that the changes are otherwise in conformance with the GDP.~~ The Supplemental Planting Areas shall utilize exclusively drought tolerant, non-invasive, and one hundred percent (100%) Virginia native or acclimated and regionally appropriate species. Compliance with this proffer shall be reflected on each final site plan.

Proffer #31; Transportation Contribution.

*While staff can support the below proffer, it is requested that more specificity be provided on exactly where the funds will be utilized and in what area. As written, this is open-ended and without a direct relation to mitigating impacts from this proposal. As previously mentioned, staff will continue to coordinate with the Applicant on more specific mitigation measures, since there needs to be more justification on how this monetary contribution amount was derived.*

The Applicant shall contribute funds to the County for transportation improvements on Bethlehem Road or other transportation improvements in the area of \$1,000.00 per acre at the time of site plan approval.

**Modifications / Waivers**

As proposed in Proffers #40 and #41, the following waivers and modifications are being requested:

40. Pursuant to Section 32-400.03(2) of the Prince William County Zoning Ordinance, the building height shall not exceed seventy-eight feet (78') for each individual data center building. Further, the elevation of the concrete slab representing the lowest finished floor for any data center building shall not exceed two hundred ninety-seven (297') above mean sea level, as determined at the time of site plan approval.

*Staff supports this height modification, as submitted. Refer to the Community Design section for more information and explanation.*

41. Pursuant to Section 32-400.04(3) of the Prince William County Zoning Ordinance, the Board of County Supervisors approved a modification to increase the maximum floor area ratio (FAR) to 1.0.

*Staff supports this FAR modification, as submitted. Refer to the Community Design section for more information and explanation.*

**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:

- Manassas Regional Airport
- National Park Service – Manassas National Battlefield Park
- PWC Archaeologist
- PWC Building Official
- PWC Economic Development
- PWC Development Services – Land Development / Zoning & Proffer Administration
- PWC Fire Marshal Office
- PWC Historical Commission
- PWC Parks & Recreation
- PWC Planning Office – Case Manager / Community Development / Long-Range Planning
- PWC Police / Crime Prevention
- PWC Public Works – Environmental Services / Watershed Management
- PWC Service Authority
- PWC Transportation
- Virginia Department of Transportation (VDOT)

**~~“REVISED” PROFFER STATEMENT  
JULIUS BRANSCOME  
REZONING APPLICATION #86-37  
FEBRUARY 26, 1987~~**

Hereby proffer that the use and development of this property shall be in strict accordance with the following conditions:

- ~~1. the property shall be used only for an asphalt plant, a maintenance shop, a contractors storage area, and office space sufficient to operate the asphalt business.~~

~~But if the special use permit to install and operate an asphalt plant is denied, and M-1 zoning is approved, applicant shall be permitted all uses of said property permitted by right under M-1 zoning provisions.~~

- ~~2. Access to this property is limited to an existing single commercial entrance on Bethlehem Road. A deceleration lane in the public right of way will be provided at this entrance in conjunction with the development of this property.~~

- ~~3. At such time as the right of way becomes available, the applicant agrees to construct a left turn lane into the existing industrial access road from Bethlehem Road subject to VDH&T approval.~~

- ~~4. The applicant will obtain the necessary access easement from the adjacent property owner in order to widen the existing private industrial roadway from a 20 foot right of way to a 50 foot right of way. This entrance road will be paved from Bethlehem Rd. to the entrance of this site. This easement plat will be provided to Prince William County during site plan review.~~

- ~~5. The maximum height of all structures and equipment proposed to be constructed in located on the subject property shall be eighty five feet (85') or less. The eighty five foot (85') height is restricted to the special use permit and asphalt plant, and for no other purpose. The stockpiles shall be limited to a maximum of forty feet (40') in height.~~

- ~~6. Applicant will endeavor to retain existing hardwood trees during grading and clearing of the site. One half of the 15% green area will consist of existing vegetation which will be left undisturbed.~~

- ~~7. Applicant will reimburse Prince William County for the establishment of one (1) geodetic control monument on or near the designated property. Normally, this monument is placed in a right of way area to permit future access to the monument by surveyors and county employees.~~

- ~~8. Applicant will construct two foot concrete wall around the foundation of each above ground storage tank, said while designated to catch any leakage and retain it.~~

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~~9. Applicant agrees to contribute up to \$10,000 to the County for future road improvements on the route 234 Bypass at the time of building permit issuance.~~

~~Applicant further proffers that the only permissible access route by trucks hauling materials to and from the proposed asphalt plant will be the existing road from the industrial access road, north on Rt. 660 (Bethlehem Road) to Balls Ford Road, approximately 2,800 feet.~~

~~Applicant for the proffers to erect suitable signs directing all truck traffic to use the above described route.~~

~~No trucks under the control of applicant will be permitted access to the proposed plant that do not comply with the above described route.~~

~~10. If Applicant’s special use permit or M-1 zoning is denied, all proper contained herein are hereby declared null and void.~~

~~The conditions set forth in this proper statement supersede all conditions set forth in previous proper statements submitted as a part of this application.~~

**PROFFER STATEMENT**

RE: REZ2024-00001, Manassas Point PRA

Record Owners: Manassas DC Operating, LLC, Manassas DC Operating Two, LLC

Applicant: Manassas DC Operating, LLC

Property: GPINs 7596-79-3589, 7597-70-9703, 7596-89-0058 (the “Property”)  
Gainesville Magisterial District  
±39.93 acres  
M-1, Heavy Industrial

Date: July 10, 2024

Pursuant to Section 15.2-2303(A) of the Code of Virginia (1950, as amended) and Sect. 32-700.30 of the Zoning Ordinance of Prince William County (the “Zoning Ordinance”) in effect at the time of this proffer amendment, the property owners and applicants, for themselves and their successors and assigns (collectively, the “Applicant”), hereby proffer that the use and development of the Property will be in strict accordance with the following conditions (“Proffers”) if, and only



**Proffer Statement**

REZ2024-00001, Manassas Point PRA

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if REZ2024-00001, Manassas Point PRA (the “Application”), is granted. If approved, these Proffers supersede all previous proffers approved for the Property, including proffers associated with #PLN2003-00020, #PLN2008-00001, and #REZ1986-0037. In the event that this Application is denied, these Proffers will be immediately null and void and of no further force or effect, and proffers associated with #PLN2003-00020, #PLN2008-00001, and #REZ1986-0037 shall remain in full force and effect on the Property.

The headings of the proffers set forth below have been prepared for convenience or reference only and shall not control or affect the meaning or be taken as an interpretation of any provision of the proffers. Any improvements proffered herein shall be provided at the time of development of that portion of the site served by the improvement, unless otherwise specified. As used herein, the term “County” refers to the Board of County Supervisors of Prince William County, Virginia, or to the applicable Prince William County government department, staff or official, as the context implies.

References in these Proffers to plans and exhibits binding on the Applicant are limited to Sheets 01 through 04 of the General Development Plan entitled “PROFFER AMENDMENT MANASSAS POINT GAINESVILLE MAGISTERIAL DISTRICT PRINCE WILLIAM COUNTY, VIRGINIA, REZ2024-00001,” dated June 16, 2023, revised through April 2, 2024 (the “GDP”), with all other plans and exhibits provided for illustrative purposes only.

**USE & DEVELOPMENT**

1. General Development Plan. The Applicant shall develop the Property in substantial conformance with the GDP, subject to changes approved by the County in connection with site plan review.
  
2. Use Parameters. The Applicant’s use of the Property shall be in accordance with the M-1, Heavy Industrial, zoning district regulations. The foregoing shall not preclude consolidation of the Property with any adjacent property or an internal private travelway, the final design and location of which shall be shown on the site plan, in accordance with the Prince William County Design and Construction Standards Manual (“DCSM”). All uses permitted in the M-1 Zoning District shall be permitted on the Property in accordance with these Proffers. Notwithstanding the above, the following uses shall be prohibited:

A. Asphalt/Concrete Plant.

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- B. Flea market.
  - C. Heliport.
  - D. Marina.
  - E. Radio or TV broadcasting station.
  - F. Railroad passenger station.
  - G. Range, shooting, indoor or outdoor.
  - H. Recycling collection points.
  - I. Trade or convention center.
  - J. Stadium or arena, indoor or outdoor.
  - K. Water transportation facility.
3. Floor Area Ratio. Pursuant to Section 32-400.04(3) of the Zoning Ordinance, the maximum floor area ratio ("FAR") for any data center/data center associated use on the Property may be up to 1.0 FAR. The FAR shall be calculated as the cumulative total on the Property and not on a percentage of any subdivided parcel. At the time each site plan is filed on the Property, the Applicant will provide a running 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 as defined in the Zoning Ordinance ("GFA").
4. Building Height. Pursuant to Section 32-400.03(2) of the Zoning Ordinance, the maximum height of any data center building on the Property shall be seventy-eight feet (78'), and the maximum height of any building used for other purposes shall be seventy-five feet (75'). Further, the elevation of the concrete slab representing the lowest finished floor for any data center building shall not exceed two hundred ninety-seven (297') above mean sea level, as determined at the time of site plan approval. Notwithstanding the foregoing, the Applicant shall, in connection with final site plan review, explore opportunities, to the extent practicable, to reduce the actual building height for any data center building constructed on the Property below the maximum permitted building height. Building height will be measured based on the existing definition of height in the Zoning Ordinance in effect at the time of approval of this Application. For any data center building constructed on the Property, rooftop/penthouse mechanical equipment shall not exceed fifteen feet (15') above the seventy-eight foot (78') maximum data center building height.
5. Data Center Building Orientation. The Applicant shall orient any data center building(s) constructed on the Property such that the longer side of the building(s) runs east-west across the Property as opposed to north-south.

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6. Construction Parking and Management. The Applicant shall develop, in consultation with its general contractor, a construction parking and construction management policy for construction workers hired to construct and develop the Property (the “Construction Management Plan”). As part of the Construction Management Plan, the Applicant shall identify locations on or off the Property where construction workers are permitted to park during construction, as well as locations for portable toilets, construction trailers and equipment. The Applicant shall include provisions in its construction contracts and a requirement for similar provisions in all subcontracts requiring all construction workers to adhere to the Construction Management Plan. Prior to the commencement of construction, the Applicant shall also erect signage on the Property that lists the permitted parking areas and prohibits parking by construction workers outside the designated areas. The Construction Management Plan shall prohibit construction parking on any private streets or public rights of way adjacent to the Property. A copy of the Construction Parking Plan shall be provided to the Gainesville District Supervisor’s Office.

**COMMUNITY DESIGN**

7. Architecture.

- A. The Applicant shall design the eastern building facades of any buildings constructed on the Property to include, but shall not be limited to, at least one of the following exterior building materials: precast or tilt-wall concrete, architectural concrete masonry units (e.g., simulated stone, split face, ground face), brick, stucco, glass, EIFS (exterior insulated and finishing system), and/or metal panels of architectural grade and quality. Compliance with this proffer shall be evidenced with the submission of building elevations to the Development Services Land Development Division at least two weeks prior to the request for a building permit release letter.
- B. Building facades that are visible from residential neighborhoods east of the Property shall be non-reflective and earth tone, including, but not limited to, dark green, grey, or dark

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brown in color chosen from a color palette that is mutually deemed appropriate by the Applicant and the Planning Director or their designee, except as otherwise allowed below. The Planning Director may approve other colors for buildings to which this proffer applies provided the Applicant demonstrates following completion of further viewshed analyses demonstrating, to the satisfaction of the Planning Director, that the materials shall facilitate the ability for the building facade to blend into the tree line or shall be screened by other buildings.

C. Principal building facades of any data center building(s) (which includes the office portion but 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 four (4) of the following design elements:

- (1) Change in building height in accordance with Proffer 4;
- (2) Building step-backs or recesses;
- (3) Fenestration;
- (4) Change in building material, pattern, texture, color; or
- (5) Use of accent materials.

8. Rooftop Mechanical Equipment. In the event the Applicant develops the Property with one or more data center buildings, the Applicant agrees that any rooftop mechanical equipment located on buildings so as to have unobstructed, direct line of site from the Bethlehem Road and/or Burrell Lane right-of-way, or adjacent residential or agricultural designated or zoned areas shall be screened or enclosed to minimize visibility from such areas in accordance with Section 32- 509.02(4)(B) of the Zoning Ordinance. Rooftop mechanical equipment not meeting the above criteria will not be required to be separately screened.

9. Ground Level Mechanical Equipment. In the event the Applicant develops the Property with one or more data center buildings, the Applicant agrees that ground level mechanical equipment located so as to have unobstructed, direct line of site from the Bethlehem Road and/or Burrell Lane right-of-way, or adjacent residential or agricultural designated or zoned areas shall be screened in accordance with Section 32-509.02(4)(B) of the Zoning Ordinance by a visually solid/opaque fence, screen wall or panel, or other screening technique no less than twelve feet (12') in height and constructed with materials and colors compatible with those used in the exterior construction of the principal building. Ground-level equipment not

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meeting the above criteria or otherwise screened by a principal building, topography or vegetation shall not be required to be separately screened.

10. Building and Parking Lot Lighting. The Applicant shall construct all freestanding parking lot lights with fixtures that direct light downward and inward. In addition, all building-mounted lighting, if any, will be directed or shielded in such a manner to prevent glare from projecting onto adjacent properties or public rights-of-way, but allow sufficient lighting for security and safety purposes.
11. Perimeter Landscape Buffers. The Applicant shall coordinate with and encourage any applicable utility provider to minimize necessary crossings for utilities across perimeter buffers, wetlands, and forested areas. Where existing vegetation is undisturbed within the landscape areas, the existing vegetation shall be credited against the plant unit requirements identified in the DCSM and on the GDP. In the event that the adjoining properties on the eastern boundary of the Property, now zoned A-1, are rezoned to allow for industrial uses or uses compatible with industrial uses, the buffers shown on the GDP may be modified or eliminated to conform with current ordinance buffer requirements governing adjoining industrial or compatible uses.
12. Supplemental Planting. The Applicant shall provide supplemental planting in the areas labeled as “15’ SUPPLEMENTAL PLANTING AREA” and “25’ SUPPLEMENTAL PLANTING AREA” on the GDP and in accordance with the standards for each such area depicted on the Landscape Plan on Sheet 04 of the GDP (the “Supplemental Planting Areas”); provided, however, that the Applicant reserves the right to modify and/or relocate such areas at the time of PIP and/or final site plan approval, provided that the changes are otherwise in conformance with the GDP. The Supplemental Planting Areas shall utilize exclusively drought tolerant, non-invasive, and one hundred percent (100%) Virginia native or acclimated and regionally appropriate species. Compliance with this proffer shall be reflected on each final site plan.
13. Security Measures for Data Center Buildings. Irrespective of the requirements of Zoning Ordinance Section 32-509.02(4)(D), the Applicant may separately fence any data center buildings developed on the Property and may employ additional security measures such as, but not limited to, the use of surveillance cameras, inspection lanes, guard houses and similar facilities. The design of any security fence may include black aluminum/steel or other metal, provided that untreated chain link fencing or barbed wire fencing is prohibited along public

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and private street frontages. The Applicant reserves the right to use lesser materials for areas of any security fence that are not along a building's street frontage or otherwise visible from the Bethlehem Road right-of-way.

ENVIRONMENT

14. Water Quality Monitoring. The Applicant shall make a monetary contribution to the Prince William Board of County Supervisors in the amount of \$75.00 per acre for water quality monitoring, drainage improvements and/or stream restoration projects. Said contribution will be made prior to and as a condition of final site plan approval with the amount to be based on the acreage reflected on the site plan.
15. Stormwater Management. The Applicant shall construct or utilize one or more on or off-site Stormwater Management facilities for the property that will include Best Management Practices ("BMP"). These facilities shall be designed in accordance with the DCSM. The Applicant shall not locate any stormwater management easements within the required 50' Landscape Buffers shown on the GDP.
16. Limits of Clearing and Grading. The Applicant shall limit clearing and grading to within those areas generally depicted on the GDP, subject to minor revisions in accordance with final engineering considerations at the time of final site plan review and approval. Those areas outside the limits of clearing and grading shall remain in their natural undisturbed condition with the exception of clearing, grading and other land disturbing activity required for the installation and maintenance of crossings for: wet and dry utilities, electric lines running to/from the electric transmission lines, sanitary and storm outfalls, and supplemental planting as approved by the County. Clearing allowed pursuant to this Proffer will be kept to a minimum. The foregoing restrictions do not preclude the Applicant from utilizing the open space areas for stormwater management/BMP calculations and credits. The Property owner shall have the right to prune and remove objectionable vegetation, such as poison ivy, poison oak, etc., as well as damaged and/or diseased vegetation.
17. Expansion of Tree and Shrub Roots. To facilitate adequate expansion of tree and shrub roots to support healthy plants, all landscape areas, parking lot islands and buffers, which have been subject to pavement and/or compaction shall have, prior to planting: a) all foreign materials (asphalt, concrete, rock, gravel, debris, etc.) removed and the soil loosened to a depth of a minimum of 3', and b) a top dressing of 4" to 6" of clean topsoil provided. This

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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, or similar material. Areas to receive this remediation will be clearly shown on the final site/subdivision plan. Compliance with this proffer shall be demonstrated on each final site plan.

18. Afforestation. The Applicant shall provide afforestation on the Property in substantial conformance with the locations shown as "AFFORESTATION AREA" on the GDP (the "Afforestation Area"); provided, however, that the Applicant reserves the right to modify and/or relocate such Afforestation Area locations as part of PIP and/or final site plan approval, provided that the changes are otherwise in conformance with the GDP.
19. Water Quality Inlet. In the event auto or equipment repair uses or outside storage of heavy, fuel operated equipment are established on the Property, the Applicant shall provide a water quality inlet or other water quality device of a type and in a location reasonably acceptable to the Department of Public Works, Watershed Management Division, in order to pre-treat runoff from such areas. Compliance shall be demonstrated on each final site plan.
20. Sustainability. In the event the Property is developed with one or more data center buildings, the Applicant shall incorporate, in consultation with the County's Environmental and Energy Sustainability Officer, a minimum of five (5) sustainability measures and/or techniques as part of the design and construction of each data center building to promote sustainable design and energy efficiency (collectively, the "Sustainability Measures"). Prior to bond release for each data center building, the Applicant shall provide the Planning Director with documentation of the specific sustainability measures implemented in connection with the construction and/or operation of such building. The Applicant's Sustainability Measures may include, but shall not be limited to, the following:
  - A. Minimize impervious areas and provide enhanced landscaping on the Property;
  - B. Use of available recycled aggregate materials;

**Proffer Statement**

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- C. Use of onsite renewable energy such as solar power, including installation of solar panels;
- D. Use onsite detention facilities to irrigate landscaping and buffer areas;
- E. Use of solar power for aeration of stormwater management facilities;
- F. A minimum of two (2) electric vehicle (“EV”) charging stations per data center building;
- G. Use of LED fixtures for all interior lighting;
- H. Use of LED fixtures for all exterior lighting;
- I. Recycling of construction material waste as accepted by recycling markets;
- J. Use of heat reflective roofing materials on data center building roof;
- K. Use of sustainable building materials in the construction of the data center building;
- L. Use of reclaimed water for non-potable use;
- M. Trap and reuse heat sources to the maximum extent possible;
- N. Preparation and implementation of a winter management plan in consultation with the County’s Environmental and Energy Sustainability Officer;
- O. Use of indoor environmental quality measures such as, but not limited to, adequate ventilation and exhaust, natural light, or moisture control;
- P. Design the data center building to operate below an annualized 1.5 PUE (Power Utilization Effectiveness) standard;
- Q. Use of air or closed loop cooling rather than water-cooled alternatives;
- R. Use of measures and techniques in the office portion of a data center building generally equivalent to/with the sustainability standards of the Green Globes programs; or



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- S. Use of back up generation systems which utilize less carbon-intensive or carbon neutral energy generation in consultation with the County’s Environmental and Energy Sustainability Officer.

**NOISE ATTENUATION**

21. Noise Attenuation for Data Center Buildings.

- A. Noise Levels. Any noise which emanates from any data center 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 data center operation, activity, or source on the Property, including, but not limited to, heating and cooling system(s), between the hours of 10:00 p.m. and 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 government, shall be subject to the following maximum permissible sound levels: 55 dBA. Such levels shall be measured in accordance with Chapter 14 of the Prince William County Code of Ordinances in effect at the time of approval of this Application. 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. Emergency Operations. Emergency operations shall not be subject to the limitations outlined in Proffer 19.A above. For the purposes of this section, the term “emergency” means any situation arising from sudden and reasonably unforeseen events beyond the

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control of the facility, which situation requires the immediate use of the emergency generators to restore normal operation of the facility. Emergency operations shall adhere to the Virginia Department of Environmental Quality's provisions or other relevant federal regulations.

C. Acoustical Analysis. In the event an acoustical analysis demonstrates that one or more data centers constructed on the Property is operating outside the maximum permissible sound levels set forth above, the Applicant shall take necessary actions to bring the Property into compliance with this Proffer and, as necessary, Chapter 14 of the Prince William County Code of Ordinances in effect at the time of approval of this Application.

22. Noise Attenuation for Other M-1 Uses. In the event uses requiring the operation of construction equipment or machinery outdoors are established on the Property, and for so long as the properties located along a portion of the eastern boundary of the Property continue to be used for residential purposes, the Applicant shall not (i) operate construction equipment or machinery outdoors between 9:00 p.m. and 6:00 a.m. within 150 feet of the western boundary of such property or properties; and (ii) operate stone-cutting saws, sandblasters, pneumatic tools or similar equipment outdoors within 250 feet of the western boundary of such property or properties. For the purpose of clarity, this Proffer 20 does not apply to the use of construction equipment or machinery in connection with the development of the Property.

**FIRE AND RESCUE**

23. Fire and Rescue Contributions. The Applicant shall contribute funds to the Prince William Board of County Supervisors in the 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 will pay the contribution prior to and as a condition of the issuance of the initial building permit for each building constructed on the Property, with the exact amount paid based on the proposed GFA in each such building.

24. Fire Service Accessibility. For buildings with a building height higher than sixty feet (60'), the Applicant shall, as a condition of 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 will be contingent upon full compliance with Virginia Uniform Statewide Building Code requirements.

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25. Spill Contingency Plan. In connection with the submission of a site plan for a use on the Property which involves the storage of potentially hazardous products, a “Spill Contingency Plan” shall be submitted to the Fire Marshal’s Office for review and approval. Said plan shall set forth the procedures to be followed in the event of a product leak or spill on the Property. In no event will fuels, oils, solvents or other pollutants or flammable substances be discharged into the public sewer. Fire Marshal Office approval shall be required prior to final site plan approval.

**TRANSPORTATION**

26. Transportation Improvement Adjustments. In the event that the Property (or a portion thereof) is developed with uses not analyzed in the Traffic Impact Analysis entitled “Traffic Impact Study Manassas Point Prince William County, Virginia” prepared by Gorove Slade and dated February 20, 2024 (the “TIA”) and such use(s) would exceed the trip generation established in the TIA, the Applicant reserves the right to submit a technical memorandum (or other analysis as required by Prince William County Department of Transportation (“PWCDOT”) and/or the Virginia Department of Transportation (“VDOT”)) to determine potential adjustments to the transportation improvements set forth in these Proffers, if needed. Subject to approval by VDOT and/or PWCDOT, the Applicant shall construct, at its cost, those transportation improvements: (i) identified in the technical memorandum/analysis approved by PWCDOT and VDOT to accommodate the additional traffic generated by the proposed use(s); and (ii) required in accordance with the DCSM, as determined during final site plan review.

27. Access. Subject to PWCDOT and VDOT approval, the Applicant may provide access to the Property via up to two public entrances as generally shown on the GDP. The final location and design of the entrances will be shown on the applicable final site plan proposing such entrance(s).

28. Northern Entrance. As generally shown on the GDP as “PROP. ROADWAY IMPROVEMENTS (SEE DETAIL)”, the Applicant shall construct the following improvements. Such improvements shall be constructed and operational, but not necessarily accepted into the VDOT secondary system for maintenance, prior to the issuance of the first occupancy permit on the Property:

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- A. Widen the area shown on the GDP as “PROP. ROADWAY IMPROVEMENTS (SEE DETAIL)” to provide a thirty-foot (30’) right-of-way with curb and gutter in accordance with CI-1 Roadway Standards, except as may otherwise be modified.
- B. As shown on Sheet 02 of the GDP, construct and install a cul-de-sac with a forty-five-foot (45’) radius.
29. Southern Entrance. The Applicant shall limit access into the southern entrance of the Property from Bethlehem Road to passenger vehicles only with a no trucks designation as shown on the GDP. Notwithstanding the above, this restriction shall not apply to use of this entrance during construction and development of the Property if approved by VDOT and/or the County.
30. Right-of-Way Dedication. The Applicant shall dedicate, at no cost to the County, the portion of right-of-way depicted on the GDP as “RIGHT-OF-WAY DEDICATION” (the “ROW Dedication”). The ROW Dedication shall be made at the time of and in connection with the first final site plan approval for the Property or when otherwise requested in writing by the County and/or VDOT. In the event the Prince William Board of County Supervisors requests the dedication of right-of-way prior to the Applicant processing a site plan for the Property, the Applicant shall provide the dedication at no cost but shall not be responsible for the preparation of the documents necessary for said dedication.
31. Transportation Contribution. The Applicant shall contribute funds to the County for transportation improvements on Bethlehem Road or other transportation improvements in the area of \$1,000.00 per acre at the time of site plan approval.
32. Bicycle Parking.
- A. Non-Data Center Development. In the event the Property is developed with non-data center uses, the Applicant shall provide a minimum of one (1) inverted-U bicycle parking rack for each 25,000 square feet of non-data center building(s) constructed on the Property. The bicycle parking shall be shown on the final site plan for the associated non-data center building(s) and installed prior to issuance of an occupancy permit for such non-data center building(s).

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B. Data Center Development. In the event the Property is developed with data center uses, the Applicant shall provide a minimum of one (1) inverted-U bicycle parking rack for each data center building constructed on the Property. The bicycle parking shall be shown on the final site plan for the associated data center building and installed prior to issuance of an occupancy permit for such data center building.

33. 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 and/or the Prince William County Service Authority, as applicable, to acquire the right-of-way and easements by means of its condemnation powers at the Applicant's expense.

A. The Applicant's request must be in writing and must comply in all respects with the County's Eminent Domain Policy. The condemnation request must be made to the appropriate County agency (with a copy to PWCDOT) and/or the Prince William County Service Authority, as applicable, 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

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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 will 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 will 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 will be based on the following:

1. If the assessed value is less than \$25,000, then the value will be determined by assessment records or other objective evidence; or
2. 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, the Applicant shall be relieved of the obligation to provide the improvement for which the right of way and/or easement is required.

**WATER AND SANITARY SEWER**

34. Water and Sewer. Subject to the acquisition of all necessary offsite easements and/or rights-of-way, the Applicant shall connect all development on the Property to public water and sewer service and the Applicant shall be responsible for the costs and construction of those on and off-site improvements required in order to provide such service for the demand

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generated by the development on the Property as determined in consultation with the Prince William County Service Authority. The Applicant shall pursue and, if successful, acquire, at no public cost, any off-site easements, if needed, to extend public water and/or sanitary sewer lines to the Property and shall dedicate such easements to the County and/or the Service Authority at no cost.

**MISCELLANEOUS**

35. Electric Substation. Any electric substation to be installed on the Property shall require a Public Facility Review (PFR) through the Planning Office, in accordance with Virginia Code Ann. Section 15.2-2232. No amendment to the GDP or these Proffers shall be required if an electric substation is installed on the Property.
36. Off-Site Burrell Cemetery. The Burrell Cemetery is located on GPIN #7596-89-2577, off-site and adjacent to the Property. This cemetery (which is outside of the Property boundaries) has not been archaeologically delineated, and the extent of human burials is unknown. The Applicant shall hire a qualified professional, with the scope of work to be approved by the County Cemetery Preservation Coordinator, to archaeologically test for unmarked human burials (that may be associated with the Burrell Cemetery) only on the portion of the Property adjacent to GPIN 7596-89-2577/11340 Burrell Lane. The qualified professional shall obtain all appropriate Federal, State, and local permits to conduct this delineation study on the Property with the results of the delineation to be submitted to the Prince William County Planning Department for review and approval with the first final site plan submittal. For the purpose of clarity, the Applicant shall only conduct the delineation study within the boundaries of the Property and shall not conduct any delineation study outside of the Property boundaries.
37. Final Approval. For purposes of these Proffers, “final approval” shall be defined as that approval which is in effect on the day following the last day upon which the Prince William Board of County Supervisors’ decision granting the application approval may be contested in the appropriate court or, if contested, the day following entry of a final court order affirming the decision of the Board of County Supervisors which has not been appealed, or if appealed, the day following which the decision has been affirmed on appeal.
38. Monetary Escalation. In the event the monetary contributions set forth in these Proffers are paid to the Prince William Board of County Supervisors within eighteen (18) months of the

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approval of this Application, as applied for by the Applicant, said contributions shall be in the amounts as stated herein. Any monetary contributions set forth in these Proffers which are paid to the Prince William Board of County Supervisors after eighteen (18) months following the approval of this Application shall be adjusted in accordance with the Urban Consumer Price Index (“CPI-U”) published by the United States Department of Labor, such that at the time contributions are paid they shall be adjusted by the percentage change in the CPI-U from that date eighteen (18) months after the approval of this Application to the most recently available CPI-U to the date the contributions are paid, subject to a cap of 6 percent (6%) per year, non-compounded.

39. 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 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 a specific approval or permit.

**WAIVERS/MODIFICATIONS**

40. Pursuant to Section 32-400.03(2) of the Prince William County Zoning Ordinance, the building height shall not exceed seventy-eight feet (78’) for each individual data center building. Further, the elevation of the concrete slab representing the lowest finished floor for any data center building shall not exceed two hundred ninety-seven (297’) above mean sea level, as determined at the time of site plan approval.
41. Pursuant to Section 32-400.04(3) of the Prince William County Zoning Ordinance, the Board of County Supervisors approved a modification to increase the maximum FAR to 1.0.



<b>Summary report:</b>	
<b>Litera Compare for Word 11.2.0.54 Document comparison done on 7/10/2024 12:02:16 PM</b>	
<b>Style name:</b> Default Style	
<b>Intelligent Table Comparison:</b> Active	
<b>Original DMS:</b> iw://na-active.cooley.com/NAACTIVE/287556287/1	
<b>Modified DMS:</b> iw://na-active.cooley.com/NAACTIVE/305652284/2	
<b>Changes:</b>	
<u>Add</u>	224
<del>Delete</del>	32
<del>Move From</del>	0
<u>Move To</u>	0
<u>Table Insert</u>	0
<del>Table Delete</del>	0
<u>Table moves to</u>	0
<del>Table moves from</del>	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format changes	0
<b>Total Changes:</b>	<b>256</b>

## PROFFER STATEMENT

~~Application No.:~~ REZ-PLN #2003-00020 (Mitchell Property)

~~Applicant/Title Owner:~~ Jose A. Neto and Isaura A. Neto/  
Paul W. Mitchell, Jr.

~~Property:~~  
~~7820 Bethlehem Road~~

RE: = REZ2024-00001, Manassas Point PRA  
Record Owners: Manassas DC Operating, LLC, Manassas DC Operating  
Two,

~~GPIN 7597-80-0131~~LLC

Applicant: Manassas DC Operating, LLC

Property: GPINs 7596-79-3589, 7597-70-9703, 7596-89-0058 (the "Property")  
Gainesville Magisterial District  
+39.93 acres  
M-1, Heavy Industrial

Date: ~~January 15~~ July 10, 20032024

Pursuant to Section 15.2-2303(A), ~~of the~~ Code of Virginia, ~~(1950, as amended,~~ ~~Paul W. Mitchell, Jr., as title owner of the property known as 7820 Bethlehem Road, identified as GPIN 7597-80-0131 ("Application Property") which is the subject of Rezoning Application REZ-PLN #2003-00020 (the "Application") agrees to the following proffers, provided the Board of Supervisors approves the~~) and Sect. 32-700.30 of the Zoning Ordinance of Prince William County (the "Zoning Ordinance") in effect at the time of this proffer amendment, the property owners and applicants, for themselves and their successors and assigns (collectively, the "Applicant"), hereby proffer that the use and development of the Property will be in strict accordance with the following conditions ("Proffers") if, and only if REZ2024-00001, Manassas Point PRA (the "Application"), is granted. If ~~the Application is approved by the Board of Supervisors, these proffers shall supercede any and, these Proffers supersede~~ all previous proffers ~~for the Application Property, and any and all such previous proffers shall be~~ approved for the Property, including proffers associated with #PLN2003-00020, #PLN2008-00001, and #REZ1986-0037. In the event that this Application is denied, these Proffers will be immediately null and void and of no further force and effect. ~~Each reference to "Applicant" in this proffer statement shall include and be binding upon all owners, successors, assigns and/or developers of the Application~~ or effect, and proffers associated with #PLN2003-00020, #PLN2008-00001, and #REZ1986-0037 shall remain in full force and effect on the Property.

The headings of the proffers set forth below have been prepared for convenience or reference only and shall not control or affect the meaning or be taken as an interpretation of any provision of the proffers. Any improvements proffered herein shall be provided at the time of development of that portion of the site served by the improvement, unless otherwise specified. As used herein, the term "County" refers to the Board of County Supervisors of Prince William County, Virginia, or to the applicable Prince William County government department, staff or official, as the context implies.

References in these Proffers to plans and exhibits binding on the Applicant are limited to Sheets 01 through 04 of the General Development Plan entitled "PROFFER AMENDMENT MANASSAS POINT

GAINESVILLE MAGISTERIAL DISTRICT PRINCE WILLIAM COUNTY, VIRGINIA, REZ2024-00001, dated June 16, 2023, revised through April 2, 2024 (the “GDP”), with all other plans and exhibits provided for illustrative purposes only.

## USE & DEVELOPMENT

1. ~~Generalized~~ General Development Plan. The ~~Application Property shall be developed substantially in accordance with the Generalized Development Plan (GDP) dated July, 2002, with a latest revision date of November 15, 2002, prepared by Patton, Harris, Rust & Associates, PC and consisting of one sheet, subject to this Proffer Statement.~~ Applicant shall develop the Property in substantial conformance with the GDP, subject to changes approved by the County in connection with site plan review.
  
2. Use Parameters. The Applicant’s use of the Property shall be in accordance with the M-1, Heavy Industrial, zoning district regulations. The foregoing shall not preclude consolidation of the Property with any adjacent property or an internal private travelway, the final design and location of which shall be shown on the site plan, in accordance with the Prince William County Design and Construction Standards Manual (“DCSM”). All uses permitted in the M-1 Zoning District shall be permitted on the Property in accordance with these Proffers. Notwithstanding the above, the following uses shall be prohibited:
  - A. Asphalt/Concrete Plant.
  - B. Flea market.
  - C. Heliport.
  - D. Marina.
  - E. Radio or TV broadcasting station.
  - F. Railroad passenger station.
  - G. Range, shooting, indoor or outdoor.
  - H. Recycling collection points.
  - I. Trade or convention center.
  - J. Stadium or arena, indoor or outdoor.
  - K. Water transportation facility.
  
3. Floor Area Ratio. Pursuant to Section 32-400.04(3) of the Zoning Ordinance, the maximum floor area ratio (“FAR”) for any data center/data center associated use on the Property may be up to 1.0 FAR. The FAR shall be calculated as the cumulative total on the Property and not on a percentage of any subdivided parcel. At the time each site plan is filed on the Property, the Applicant will provide a running 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 as defined in the Zoning Ordinance (“GFA”).
  
4. Building Height. Pursuant to Section 32-400.03(2) of the Zoning Ordinance, the maximum height of any data center building on the Property shall be seventy-eight feet (78’), and the maximum height of any building used for other purposes shall be seventy-five feet (75’). Further, the elevation of the concrete slab representing the lowest finished floor for any data center building shall not exceed two hundred ninety-seven (297’) above mean sea level, as determined at the time of site plan approval. Notwithstanding the foregoing, the Applicant shall, in connection with final site plan review, explore opportunities, to the extent practicable, to reduce the actual building height for any data center building constructed on the Property below the maximum permitted building height. Building height will be measured based on the existing definition of height in the Zoning Ordinance in effect at the time of approval of this Application.

For any data center building constructed on the Property, rooftop/penthouse mechanical equipment shall not exceed fifteen feet (15') above the seventy-eight foot (78') maximum data center building height.

5. Data Center Building Orientation. The Applicant shall orient any data center building(s) constructed on the Property such that the longer side of the building(s) runs east-west across the Property as opposed to north-south.
6. Construction Parking and Management. The Applicant shall develop, in consultation with its general contractor, a construction parking and construction management policy for construction workers hired to construct and develop the Property (the "Construction Management Plan"). As part of the Construction Management Plan, the Applicant shall identify locations on or off the Property where construction workers are permitted to park during construction, as well as locations for portable toilets, construction trailers and equipment. The Applicant shall include provisions in its construction contracts and a requirement for similar provisions in all subcontracts requiring all construction workers to adhere to the Construction Management Plan. Prior to the commencement of construction, the Applicant shall also erect signage on the Property that lists the permitted parking areas and prohibits parking by construction workers outside the designated areas. The Construction Management Plan shall prohibit construction parking on any private streets or public rights of way adjacent to the Property. A copy of the Construction Parking Plan shall be provided to the Gainesville District Supervisor's Office.

## COMMUNITY DESIGN

7. Architecture.
  - A. The Applicant shall design the eastern building facades of any buildings constructed on the Property to include, but shall not be limited to, at least one of the following exterior building materials: precast or tilt-wall concrete, architectural concrete masonry units (e.g., simulated stone, split face, ground face), brick, stucco, glass, EIFS (exterior insulated and finishing system), and/or metal panels of architectural grade and quality. Compliance with this proffer shall be evidenced with the submission of building elevations to the Development Services Land Development Division at least two weeks prior to the request for a building permit release letter.
  - B. Building facades that are visible from residential neighborhoods east of the Property shall be non-reflective and earth tone, including, but not limited to, dark green, grey, or dark brown in color chosen from a color palette that is mutually deemed appropriate by the Applicant and the Planning Director or their designee, except as otherwise allowed below. The Planning Director may approve other colors for buildings to which this proffer applies provided the Applicant demonstrates following completion of further viewshed analyses demonstrating, to the satisfaction of the Planning Director, that the materials shall facilitate the ability for the building facade to blend into the tree line or shall be screened by other buildings.
  - C. Principal building facades of any data center building(s) (which includes the office portion but 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 four (4) of the following design elements:

- (1) Change in building height in accordance with Proffer 4;
  - (2) Building step-backs or recesses;
  - (3) Fenestration;
  - (4) Change in building material, pattern, texture, color; or
  - (5) Use of accent materials.
8. Rooftop Mechanical Equipment. In the event the Applicant develops the Property with one or more data center buildings, the Applicant agrees that any rooftop mechanical equipment located on buildings so as to have unobstructed, direct line of site from the Bethlehem Road and/or Burrell Lane right-of-way, or adjacent residential or agricultural designated or zoned areas shall be screened or enclosed to minimize visibility from such areas in accordance with Section 32- 509.02(4)(B) of the Zoning Ordinance. Rooftop mechanical equipment not meeting the above criteria will not be required to be separately screened.
9. Ground Level Mechanical Equipment. In the event the Applicant develops the Property with one or more data center buildings, the Applicant agrees that ground level mechanical equipment located so as to have unobstructed, direct line of site from the Bethlehem Road and/or Burrell Lane right-of-way, or adjacent residential or agricultural designated or zoned areas shall be screened in accordance with Section 32- 509.02(4)(B) of the Zoning Ordinance by a visually solid/opaque fence, screen wall or panel, or other screening technique no less than twelve feet (12') in height and constructed with materials and colors compatible with those used in the exterior construction of the principal building. Ground-level equipment not meeting the above criteria or otherwise screened by a principal building, topography or vegetation shall not be required to be separately screened.
10. Building and Parking Lot Lighting. The Applicant shall construct all freestanding parking lot lights with fixtures that direct light downward and inward. In addition, all building-mounted lighting, if any, will be directed or shielded in such a manner to prevent glare from projecting onto adjacent properties or public rights-of-way, but allow sufficient lighting for security and safety purposes.
11. ~~2. Landscaping and Buffers.~~ Landscaping and buffers shall be provided as shown on the GDP. Buffers along the perimeter of the property shall remain undisturbed except for supplemental planting, Perimeter Landscape Buffers. The Applicant shall coordinate with and encourage any applicable utility provider to minimize necessary crossings for utilities, ~~and security fencing~~ across perimeter buffers, wetlands, and forested areas. Where existing vegetation is undisturbed within the landscape areas, the existing vegetation shall be credited against the plant unit requirements identified in the DCSM and on the GDP. In the event that the adjoining properties on the eastern boundary of the Property, now zoned A-1, are rezoned to allow for industrial uses or uses compatible with industrial uses, the buffers ~~and 6-foot solid wood fence~~ shown on the GDP may be modified or eliminated to conform with current ordinance buffer requirements governing adjoining industrial or compatible uses.

~~3. **Phasing.** Phase I: The uses in the area delineated on the GDP as Phase I shall be limited to contractor or trademen's shops, masonry and stoneworking, offices, warehouses, equipment storage yards, outside storage, motor vehicle and equipment maintenance and service, or any combination thereof. Buildings and structures in addition to the 5,000 square foot building shown on the GDP may be developed or constructed on the Property in the approximate locations for future buildings delineated on the GDP in accordance with the M-1 District regulations and these proffers. Pending the ultimate development and construction of such additional buildings, the above-referenced uses, including outside storage, shall be allowed as an interim use in the approximate locations for future buildings delineated on the GDP. Phase II: The area delineated on the GDP as Phase II may be developed for any uses, buildings or structures permitted in the M-1 District.~~

~~4. **Architecture.** The eastern side of the proposed 5,000 square foot building shown on the GDP shall be predominantly brick, architectural block, wood, stucco, E.F.I.S., or glass. Any additional buildings and structures developed or constructed within the area of the Property delineated as Phase I shall also comply with this proffer if located within 50 feet of the eastern boundary of the Property.~~

12. Supplemental Planting. The Applicant shall provide supplemental planting in the areas labeled as “15’ SUPPLEMENTAL PLANTING AREA” and “25’ SUPPLEMENTAL PLANTING AREA” on the GDP and in accordance with the standards for each such area depicted on the Landscape Plan on Sheet 04 of the GDP (the “Supplemental Planting Areas”); provided, however, that the Applicant reserves the right to modify and/or relocate such areas at the time of PIP and/or final site plan approval, provided that the changes are otherwise in conformance with the GDP. The Supplemental Planting Areas shall utilize exclusively drought tolerant, non-invasive, and one hundred percent (100%) Virginia native or acclimated and regionally appropriate species. Compliance with this proffer shall be reflected on each final site plan.

~~5. **Site Lighting.** All free-standing exterior lighting shall be limited to 16 feet in height, and the lighting shall be shielded so as to direct light downward and inward on the Application Property.~~

13. Security Measures for Data Center Buildings. Irrespective of the requirements of Zoning Ordinance Section 32-509.02(4)(D), the Applicant may separately fence any data center buildings developed on the Property and may employ additional security measures such as, but not limited to, the use of surveillance cameras, inspection lanes, guard houses and similar facilities. The design of any security fence may include black aluminum/steel or other metal, provided that untreated chain link fencing or barbed wire fencing is prohibited along public and private street frontages. The Applicant reserves the right to use lesser materials for areas of any security fence that are not along a building’s street frontage or otherwise visible from the Bethlehem Road right-of-way.

~~6. **Pretreatment Device.** A pretreatment device shall be installed on the Property to treat storm water coming from areas where vehicle maintenance or fuel dispensing is performed. No oils, fuels, antifreeze, solvents or other pollutants or flammable substances shall be discharged into the public sewer system.~~

## ENVIRONMENT

~~7. **Spill Contingency Plan.** In the event on-site uses involve hazardous chemicals, a spill contingency plan shall be prepared in conformance with applicable safe handling and storage requirements to address the spillage or leakage of any hazardous material.~~

14. Water Quality Monitoring. The Applicant shall make a monetary contribution to the Prince William Board of County Supervisors in the amount of \$75.00 per acre for water quality monitoring, drainage improvements and/or stream restoration projects. Said contribution will be made prior to and as a condition of final site plan approval with the amount to be based on the acreage reflected on the site plan.

15. Stormwater Management. The Applicant shall construct or utilize one or more on or off-site Stormwater Management facilities for the property that will include Best Management Practices (“BMP”). These facilities shall be designed in accordance with the DCSM. The Applicant shall not locate any stormwater management easements within the required 50’ Landscape Buffers shown on the GDP.

2

16. Limits of Clearing and Grading. The Applicant shall limit clearing and grading to within those areas generally depicted on the GDP, subject to minor revisions in accordance with final engineering considerations at the time of final site plan review and approval. Those areas outside the limits of clearing and grading shall remain in their natural undisturbed condition with the exception of clearing, grading and other land disturbing activity required for the installation and maintenance of crossings for: wet and dry utilities, electric lines running to/from the electric transmission lines, sanitary and storm outfalls, and supplemental planting as approved by the County. Clearing allowed pursuant to this Proffer will be kept to a minimum. The foregoing restrictions do not preclude the Applicant from utilizing the open space areas for stormwater management/BMP calculations and credits. The Property owner shall have the right to prune and remove objectionable vegetation, such as poison ivy, poison oak, etc., as well as damaged and/or diseased vegetation.

17. Expansion of Tree and Shrub Roots. To facilitate adequate expansion of tree and shrub roots to support healthy plants, all landscape areas, parking lot islands and buffers, which have been subject to pavement and/or compaction shall have, prior to planting: a) all foreign materials (asphalt, concrete, rock, gravel, debris, etc.) removed and the soil loosened to a depth of a minimum of 3’, and b) a top dressing of 4” to 6” of clean topsoil provided. This topsoil shall be a loam, sandy loam, clay loam, silt loam, or sandy clay loam. The topsoil shall not be a mixture of or contain contrasting textured subsoils. The topsoil shall contain less than 5% by volume of cinders, stones, slag, coarse fragments, sticks, roots, trash, or other materials larger than 1" in diameter and shall not contain gravel. The topsoil shall contain a minimum of 5% natural fine organic matter, such as leaf mold, peat moss, or similar material. Areas to receive this remediation will be clearly shown on the final site/subdivision plan. Compliance with this proffer shall be demonstrated on each final site plan.

18. Afforestation. The Applicant shall provide afforestation on the Property in substantial conformance with the locations shown as "AFFORESTATION AREA" on the GDP (the "Afforestation Area"); provided, however, that the Applicant reserves the right to modify and/or relocate such Afforestation Area locations as part of PIP and/or final site plan approval, provided that the changes are otherwise in conformance with the GDP.
19. Water Quality Inlet. In the event auto or equipment repair uses or outside storage of heavy, fuel operated equipment are established on the Property, the Applicant shall provide a water quality inlet or other water quality device of a type and in a location reasonably acceptable to the Department of Public Works, Watershed Management Division, in order to pre-treat runoff from such areas. Compliance shall be demonstrated on each final site plan.



20. Sustainability. In the event the Property is developed with one or more data center buildings, the Applicant shall incorporate, in consultation with the County's Environmental and Energy Sustainability Officer, a minimum of five (5) sustainability measures and/or techniques as part of the design and construction of each data center building to promote sustainable design and energy efficiency (collectively, the "Sustainability Measures"). Prior to bond release for each data center building, the Applicant shall provide the Planning Director with documentation of the specific sustainability measures implemented in connection with the construction and/or operation of such building. The Applicant's Sustainability Measures may include, but shall not be limited to, the following:

- A. Minimize impervious areas and provide enhanced landscaping on the Property;
- B. Use of available recycled aggregate materials;
- C. Use of onsite renewable energy such as solar power, including installation of solar panels;
- D. Use onsite detention facilities to irrigate landscaping and buffer areas;
- E. Use of solar power for aeration of stormwater management facilities;
- F. A minimum of two (2) electric vehicle ("EV") charging stations per data center building;
- G. Use of LED fixtures for all interior lighting;
- H. Use of LED fixtures for all exterior lighting;
- I. Recycling of construction material waste as accepted by recycling markets;
- J. Use of heat reflective roofing materials on data center building roof;
- K. Use of sustainable building materials in the construction of the data center building;
- L. Use of reclaimed water for non-potable use;
- M. Trap and reuse heat sources to the maximum extent possible;
- N. Preparation and implementation of a winter management plan in consultation with the County's Environmental and Energy Sustainability Officer;
- O. Use of indoor environmental quality measures such as, but not limited to, adequate ventilation and exhaust, natural light, or moisture control;
- P. Design the data center building to operate below an annualized 1.5 PUE (Power Utilization Effectiveness) standard;
- Q. Use of air or closed loop cooling rather than water-cooled alternatives;
- R. Use of measures and techniques in the office portion of a data center building generally equivalent to/with the sustainability standards of the Green Globes programs; or

- S. Use of back up generation systems which utilize less carbon-intensive or carbon neutral energy generation in consultation with the County's Environmental and Energy Sustainability Officer.

## NOISE ATTENUATION

### 21. Noise Attenuation for Data Center Buildings.

- A. Noise Levels. Any noise which emanates from any data center 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 data center operation, activity, or source on the Property, including, but not limited to, heating and cooling system(s), between the hours of 10:00 p.m. and 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 government, shall be subject to the following maximum permissible sound levels: 55 dBA. Such levels shall be measured in accordance with Chapter 14 of the Prince William County Code of Ordinances in effect at the time of approval of this Application. 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. Emergency Operations. Emergency operations shall not be subject to the limitations outlined in Proffer 19.A above. For the purposes of this section, the term "emergency" means 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. Emergency operations shall adhere to the Virginia Department of Environmental Quality's provisions or other relevant federal regulations.
- C. Acoustical Analysis. In the event an acoustical analysis demonstrates that one or more data centers constructed on the Property is operating outside the maximum permissible sound levels set forth above, the Applicant shall take necessary actions to bring the Property into compliance with this Proffer and, as necessary, Chapter 14 of the Prince William County Code of Ordinances in effect at the time of approval of this Application.

22. ~~8. Noise.~~ ~~For~~ Attenuation for Other M-1 Uses. In the event uses requiring the operation of construction equipment or machinery outdoors are established on the Property, and for so long as the properties located along a portion of the eastern boundary of the Property ~~and identified as CPIN 7596-89-3283, CPIN 7597-80-3313 and CPIN 7597-80-3327~~ continue to be used for residential purposes, the ~~applicant~~ Applicant shall not (a) operate construction equipment or machinery outdoors between 9:00 p.m. and 6:00 a.m. within 150 feet of the western boundary of such property or properties; and (b) operate stone-cutting saws, sandblasters, pneumatic tools or similar equipment outdoors within 250 feet of the western boundary of such property or properties. For the purpose of clarity, this Proffer 20

does not apply to the use of construction equipment or machinery in connection with the development of the Property.

~~9. **Water Quality Monitoring.** The applicant shall make a monetary contribution of \$75.00 per gross acre for water quality monitoring at the time of final site plan approval.~~

### **FIRE AND RESCUE**

~~23. 10. **Fire and Rescue.** The applicant shall make a monetary contribution for fire and rescue services Contributions. The Applicant shall contribute funds to the Prince William Board of County Supervisors in the amount of \$.380.61 per square foot of building area at the time of final site plan approval. The applicant shall install a fire hydrant on site to serve the Property.~~ nonresidential GFA constructed on the Property to be used for fire and rescue facilities in the vicinity of the Property. The Applicant will pay the contribution prior to and as a condition of the issuance of the initial building permit for each building constructed on the Property, with the exact amount paid based on the proposed GFA in each such building.

24. Fire Service Accessibility. For buildings with a building height higher than sixty feet (60'), the Applicant shall, as a condition of 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 will be contingent upon full compliance with Virginia Uniform Statewide Building Code requirements.

25. Spill Contingency Plan. In connection with the submission of a site plan for a use on the Property which involves the storage of potentially hazardous products, a "Spill Contingency Plan" shall be submitted to the Fire Marshal's Office for review and approval. Said plan shall set forth the procedures to be followed in the event of a product leak or spill on the Property. In no event will fuels, oils, solvents or other pollutants or flammable substances be discharged into the public sewer. Fire Marshal Office approval shall be required prior to final site plan approval.

### **TRANSPORTATION**

26. Transportation Improvement Adjustments. In the event that the Property (or a portion thereof) is developed with uses not analyzed in the Traffic Impact Analysis entitled "Traffic Impact Study Manassas Point Prince William County, Virginia" prepared by Gorove Slade and dated February 20, 2024 (the "TIA") and such use(s) would exceed the trip generation established in the TIA, the Applicant reserves the right to submit a technical memorandum (or other analysis as required by Prince William County Department of Transportation ("PWCDOT") and/or the Virginia Department of Transportation ("VDOT")) to determine potential adjustments to the transportation improvements set forth in these Proffers, if needed. Subject to approval by VDOT and/or PWCDOT, the Applicant shall construct, at its cost, those transportation improvements: (i) identified in the technical memorandum/analysis approved by PWCDOT and VDOT to accommodate the additional traffic generated by the proposed use(s); and (ii) required in accordance with the DCSM, as determined during final site plan review.

27. Access. Subject to PWCDOT and VDOT approval, the Applicant may provide access to the Property via up to two public entrances as generally shown on the GDP. The final location and design of the entrances will be shown on the applicable final site plan proposing such entrance(s).

28. Northern Entrance. As generally shown on the GDP as “PROP. ROADWAY IMPROVEMENTS (SEE DETAIL)”, the Applicant shall construct the following improvements. Such improvements shall be constructed and operational, but not necessarily accepted into the VDOT secondary system for maintenance, prior to the issuance of the first occupancy permit on the Property:
- A. Widen the area shown on the GDP as “PROP. ROADWAY IMPROVEMENTS (SEE DETAIL)” to provide a thirty-foot (30’) right-of-way with curb and gutter in accordance with CI-1 Roadway Standards, except as may otherwise be modified.
  - B. As shown on Sheet 02 of the GDP, construct and install a cul-de-sac with a forty-five-foot (45’) radius.
29. Southern Entrance. The Applicant shall limit access into the southern entrance of the Property from Bethlehem Road to passenger vehicles only with a no trucks designation as shown on the GDP. Notwithstanding the above, this restriction shall not apply to use of this entrance during construction and development of the Property if approved by VDOT and/or the County.
30. Right-of-Way Dedication. The Applicant shall dedicate, at no cost to the County, the portion of right-of-way depicted on the GDP as “RIGHT-OF-WAY DEDICATION” (the “ROW Dedication”). The ROW Dedication shall be made at the time of and in connection with the first final site plan approval for the Property or when otherwise requested in writing by the County and/or VDOT. In the event the Prince William Board of County Supervisors requests the dedication of right-of-way prior to the Applicant processing a site plan for the Property, the Applicant shall provide the dedication at no cost but shall not be responsible for the preparation of the documents necessary for said dedication.
31. Transportation Contribution. The Applicant shall contribute funds to the County for transportation improvements on Bethlehem Road or other transportation improvements in the area of \$1,000.00 per acre at the time of site plan approval.
32. Bicycle Parking.
- A. Non-Data Center Development. In the event the Property is developed with non-data center uses, the Applicant shall provide a minimum of one (1) inverted-U bicycle parking rack for each 25,000 square feet of non-data center building(s) constructed on the Property. The bicycle parking shall be shown on the final site plan for the associated non-data center building(s) and installed prior to issuance of an occupancy permit for such non-data center building(s).
  - B. Data Center Development. In the event the Property is developed with data center uses, the Applicant shall provide a minimum of one (1) inverted-U bicycle parking rack for each data center building constructed on the Property. The bicycle parking shall be shown on the final site plan for the associated data center building and installed prior to issuance of an occupancy permit for such data center building.
33. 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 and/or the Prince William County Service Authority, as applicable, to acquire the right-of-way and easements by means of its condemnation powers at the Applicant’s expense.
- A. The Applicant’s request must be in writing and must comply in all respects with the County’s Eminent Domain Policy. The condemnation request must be made to the appropriate County

agency (with a copy to PWCDOT) and/or the Prince William County Service Authority, as applicable, 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 will 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 will 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 will be based on the following:

1. If the assessed value is less than \$25,000, then the value will be determined by assessment records or other objective evidence; or
2. 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, the Applicant shall be relieved of the obligation to provide the improvement for which the right of way and/or easement is required.

## WATER AND SANITARY SEWER

~~34. **11. Water and Sewer.** The applicant shall plan, design and construct water and sanitary sewer utility improvements necessary to develop the Application Property in accordance with applicable Service Authority, County and State requirements in effect at the time of site plan approval. Construction of water and sanitary sewer improvements to serve the Application Property may be performed in phases as deemed appropriate by~~ Subject to the acquisition of all necessary offsite easements and/or rights-of-way, the Applicant shall connect all development on the Property to public water and sewer service and the Applicant shall be responsible for the costs and construction of those on and off-site improvements required in order to provide such service for the demand generated by the development on the Property as determined in consultation with the Prince William County Service Authority. The Applicant shall pursue and, if successful, acquire, at no public cost, any off-site easements, if needed, to extend public water and/or sanitary sewer lines to the Property and shall dedicate such easements to the County and/or the Service Authority at no cost.

### MISCELLANEOUS

35. Electric Substation. Any electric substation to be installed on the Property shall require a Public Facility Review (PFR) through the Planning Office, in accordance with Virginia Code Ann. Section 15.2-2232. No amendment to the GDP or these Proffers shall be required if an electric substation is installed on the Property.

36. Off-Site Burrell Cemetery. The Burrell Cemetery is located on GPIN #7596-89-2577, off-site and adjacent to the Property. This cemetery (which is outside of the Property boundaries) has not been archaeologically delineated, and the extent of human burials is unknown. The Applicant shall hire a qualified professional, with the scope of work to be approved by the County Cemetery Preservation Coordinator, to archaeologically test for unmarked human burials (that may be associated with the Burrell Cemetery) only on the portion of the Property adjacent to GPIN 7596-89-2577/11340 Burrell Lane. The qualified professional shall obtain all appropriate Federal, State, and local permits to conduct this delineation study on the Property with the results of the delineation to be submitted to the Prince William County Planning Department for review and approval with the first final site plan submittal. For the purpose of clarity, the Applicant shall only conduct the delineation study within the boundaries of the Property and shall not conduct any delineation study outside of the Property boundaries.

37. Final Approval. For purposes of these Proffers, "final approval" shall be defined as that approval which is in effect on the day following the last day upon which the Prince William Board of County Supervisors' decision granting the application approval may be contested in the appropriate court or, if contested, the day following entry of a final court order affirming the decision of the Board of County Supervisors which has not been appealed, or if appealed, the day following which the decision has been affirmed on appeal.

~~12. **Transportation.** The applicant shall make a contribution to the County for transportation improvements of \$1,000.00 per acre at the time of site plan approval.~~

~~13. **Dedication of Right of Way.** The applicant shall dedicate five feet for public roadway purposes along the Property's northern boundary at the time of site~~

~~plan approval.~~

~~14. **Maximum Floor Area Ratio.** The maximum floor area ratio for the Property shall be 0.30.~~

38. 15. Miscellaneous Monetary Escalation. In the event the monetary contributions set forth in ~~this proffer statement~~ these Proffers are paid to the Prince William ~~County~~ Board of County Supervisors (~~"Board"~~) within eighteen (18) months of the approval of ~~the~~ this Application, as applied for by the Applicant, said contributions shall be in the amounts as stated herein. Any monetary contributions set forth in ~~this proffer statement~~ these Proffers which are paid to the Prince William Board of County Supervisors after eighteen (18) months following the approval of this Application shall be adjusted in accordance with the Urban Consumer Price Index ("CPI-U") published by the United States Department of Labor, such that at the time contributions are paid, ~~they~~ they shall be adjusted by the percentage change in the CPI-U from that date eighteen (18) months after the approval of this Application to the most recently available CPI-U to the date the contributions are paid, subject to a cap of 6 percent (6%) per year, ~~non-compounded~~ non-compounded.



39. 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 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 a specific approval or permit.

### WAIVERS/MODIFICATIONS

40. Pursuant to Section 32-400.03(2) of the Prince William County Zoning Ordinance, the building height shall not exceed seventy-eight feet (78') for each individual data center building. Further, the elevation of the concrete slab representing the lowest finished floor for any data center building shall not exceed two hundred ninety-seven (297') above mean sea level, as determined at the time of site plan approval.

41. Pursuant to Section 32-400.04(3) of the Prince William County Zoning Ordinance, the Board of County Supervisors approved a modification to increase the maximum FAR to 1.0.

<b>Summary report:</b>	
<b>Litera Compare for Word 11.2.0.54 Document comparison done on 7/10/2024 12:07:29 PM</b>	
<b>Style name:</b> Default Style	
<b>Intelligent Table Comparison:</b> Active	
<b>Original DMS:</b> iw://na-active.cooley.com/NAACTIVE/287556295/1	
<b>Modified DMS:</b> iw://na-active.cooley.com/NAACTIVE/305652284/2	
<b>Changes:</b>	
<u>Add</u>	249
<del>Delete</del>	78
<del>Move From</del>	0
<u>Move To</u>	0
<u>Table Insert</u>	0
<del>Table Delete</del>	0
<u>Table moves to</u>	0
<del>Table moves from</del>	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format changes	0
<b>Total Changes:</b>	<b>327</b>

## PROFFER STATEMENT

RE: REZ2024-00001, Manassas Point PRA

Record Owners: Manassas DC Operating, LLC, Manassas DC Operating Two, LLC

**REZONING:** ~~Prince William County REZ#PLN2008-00001~~  
~~A-1 to M-1~~

**PROPERTY:** ~~G.P.I.N.: 7596-89-0058~~

**RECORD OWNERS:** ~~Bethlehem One~~ Applicant: Manassas DC Operating, LLC  
Property: GPINs 7596-79-3589, 7597-70-9703, 7596-89-0058 (the "Property")

**MAGISTERIAL DISTRICT:** ~~Gainesville~~ Magisterial District  
+39.93 acres  
M-1, Heavy Industrial

**PROJECT NAME:** ~~Providence Lawn & Landscape, Inc.~~

**DATE** ~~Date: June 28~~ July 10, 2007 ~~2024~~

**REVISED:** ~~September 25, 2007~~  
~~December 20, 2007~~  
~~February 12, 2008~~

Pursuant to Section 15.2-2303(A) of the Code of Virginia (1950, as amended) and Sect. 32-700.30 of the Zoning Ordinance of Prince William County (the "Zoning Ordinance") in effect at the time of this proffer amendment, the property owners and applicants, for themselves and their successors and assigns (collectively, the "Applicant"), hereby proffer that the use and development of the Property will be in strict accordance with the following conditions ("Proffers") if, and only if REZ2024-00001, Manassas Point PRA (the "Application"), is granted. If approved, these Proffers supersede all previous proffers approved for the Property, including proffers associated with #PLN2003-00020, #PLN2008-00001, and #REZ1986-0037. In the event that this Application is denied, these Proffers will be immediately null and void and of no further force or effect, and proffers associated with #PLN2003-00020, #PLN2008-00001, and #REZ1986-0037 shall remain in full force and effect on the Property.

~~The undersigned hereby proffers that the use and development of the subject property ("Property"), as described above, shall be in conformance with the following conditions. In the event the above-referenced rezoning is not granted as applied for by the applicant ("Applicant"), these proffers shall be deemed withdrawn and shall be null and void.~~ The headings of the proffers set forth below have been prepared for convenience ~~for~~ or reference only and shall not control or affect the meaning or be taken as an interpretation of any provision of the proffers. ~~The~~ Any improvements proffered herein shall be provided at the time of development of that portion of the ~~Property~~ including site served by the improvement ~~or other proffered requirement~~, unless otherwise specified. As used herein. ~~The, the~~ term "Applicant" ~~as referenced herein shall include within its meaning all future owners and successors in interest.~~ ~~When used~~ County" refers to the Board of County Supervisors of Prince William County, Virginia, or to the applicable Prince William County government department, staff or official, as the context implies.

References in these proffers, the "Proffers to plans and exhibits binding on the Applicant are limited to Sheets 01 through 04 of the General Development Plan" ~~shall refer to the plan entitled~~

~~“Generalized Development Plan,” prepared by Ross, France & Ratliff, Ltd.,~~ entitled “PROFFER AMENDMENT MANASSAS POINT GAINESVILLE MAGISTERIAL DISTRICT PRINCE WILLIAM COUNTY, VIRGINIA, REZ2024-00001,” dated June 28, 2023, last revised January 29, 2008 through April 2, 2024 (the “GDP”), with all other plans and exhibits provided for illustrative purposes only.

## ~~USES & SITE~~ USE & DEVELOPMENT

- ~~1. The subject Property, consisting of approximately 5.6672 acres, shall be developed in accordance with the M-1 Zoning District and in substantial conformance with the GDP, subject to minor changes approved by the County in connection with final engineering.~~
1. General Development Plan. The Applicant shall develop the Property in substantial conformance with the GDP, subject to changes approved by the County in connection with site plan review.
2. Use Parameters. The Applicant’s use of the Property shall be in accordance with the M-1, Heavy Industrial, zoning district regulations. The foregoing shall not preclude consolidation of the Property with any adjacent property or an internal private travelway, the final design and location of which shall be shown on the site plan, in accordance with the Prince William County Design and Construction Standards Manual (“DCSM”). All uses permitted in the M-1 Zoning District shall be permitted on the Property in accordance with these Proffers. Notwithstanding the above, the following uses shall be prohibited:
  - ~~2. The permitted uses on the Property shall include the following:~~
    - ~~A. Uses Permitted By Right~~Asphalt/Concrete Plant.
      - ~~i. Contractor or tradesman’s shop (limited), no trash or refuse removal service~~
      - ~~ii. Data and computer services~~

- B. Flea market.
- C. Heliport.
- D. Marina.
- E. Radio or TV broadcasting station.
- F. Railroad passenger station.
- G. Range, shooting, indoor or outdoor.
- H. Recycling collection points.
- I. Trade or convention center.
- J. Stadium or arena, indoor or outdoor.
- K. Water transportation facility.

3. Floor Area Ratio. Pursuant to Section 32-400.04(3) of the Zoning Ordinance, the maximum floor area ratio ("FAR") for any data center/data center associated use on the Property may be up to 1.0 FAR. The FAR shall be calculated as the cumulative total on the Property and not on a percentage of any subdivided parcel. At the time each site plan is filed on the Property, the Applicant will provide a running 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 as defined in the Zoning Ordinance ("GFA").

4. Building Height. Pursuant to Section 32-400.03(2) of the Zoning Ordinance, the maximum height of any data center building on the Property shall be seventy-eight feet (78'), and the maximum height of any building used for other purposes shall be seventy-five feet (75'). Further, the elevation of the concrete slab representing the lowest finished floor for any data center building shall not exceed two hundred ninety-seven (297') above mean sea level, as determined at the time of site plan approval. Notwithstanding the foregoing, the Applicant shall, in connection with final site plan review, explore opportunities, to the extent practicable, to reduce the actual building height for any data center building constructed on the Property below the maximum permitted building height. Building height will be measured based on the existing definition of height in the Zoning Ordinance in effect at the time of approval of this Application. For any data center building constructed on the Property, rooftop/penthouse mechanical equipment shall not exceed fifteen feet (15') above the seventy-eight foot (78') maximum data center building height.

~~iii. Equipment storage yard, no trash or refuse removal service~~

~~iv. Greenhouse or nursery, wholesale~~

~~v. Manufacturing and fabrication of signs~~

~~vi. Manufacturing, fabricated metal~~

~~vii. Masonry and stoneworking~~

~~viii. Office~~

~~ix. Research and development (non-HAZMAT)~~

~~x. Warehouse (non-HAZMAT)~~

~~xi. Wholesaling (non-HAZMAT)~~

~~B. Secondary uses shall be permitted on the Property as permitted in the M-1 district.~~

~~C. Special uses, as permitted in the M-1 district, shall be permitted on the Property in connection with a special use permit.~~

5. Data Center Building Orientation. The Applicant shall orient any data center building(s) constructed on the Property such that the longer side of the building(s) runs east-west across the Property as opposed to north-south.
6. Construction Parking and Management. The Applicant shall develop, in consultation with its general contractor, a construction parking and construction management policy for construction workers hired to construct and develop the Property (the "Construction Management Plan"). As part of the Construction Management Plan, the Applicant shall identify locations on or off the Property where construction workers are permitted to park during construction, as well as locations for portable toilets, construction trailers and equipment. The Applicant shall include provisions in its construction contracts and a requirement for similar provisions in all subcontracts requiring all construction workers to adhere to the Construction Management Plan. Prior to the commencement of construction, the Applicant shall also erect signage on the Property that lists the permitted parking areas and prohibits parking by construction workers outside the designated areas. The Construction Management Plan shall prohibit construction parking on any private streets or public rights of way adjacent to the Property. A copy of the Construction Parking Plan shall be provided to the Gainesville District Supervisor's Office.

## **COMMUNITY DESIGN**

### 7. Architecture.

- ~~3. The proposed addition to the existing building shall be in substantial conformance with the building elevations entitled "Providence Lawn and Landscape, Inc.," prepared by Arencibia Architects, dated May 17, 2007. The materials and colors of the proposed addition shall match that of the existing building. Minor modifications shall be permitted to the features such as, but not limited to, the number, location and dimensions of windows, doors and other architectural features and details provided the overall design concept is maintained. Significant changes to the architecture and/or materials must be approved by the Planning Director prior to the issuance of the building permit. Such approval shall be based on a determination that the changes result in buildings that are equal or better quality than shown in the above referenced elevation. Compliance with this proffer shall be evidenced with the submission to the Planning Office of building elevations at least two weeks prior to the issuance of the building permit release letter by the Planning Office.~~

## **TRANSPORTATION**

- ~~4. Access to the Property shall be provided via the existing entrance from Bethlehem Road at the location shown on the GDP.~~
- A. The Applicant shall design the eastern building facades of any buildings constructed on the Property to include, but shall not be limited to, at least one of the following exterior building materials: precast or tilt-wall concrete, architectural concrete masonry units (e.g., simulated stone, split face, ground face), brick, stucco, glass, EIFS (exterior insulated and finishing

system), and/or metal panels of architectural grade and quality. Compliance with this proffer shall be evidenced with the submission of building elevations to the Development Services Land Development Division at least two weeks prior to the request for a building permit release letter.

~~5. If a waiver from the requirement to pave the parking and vehicle storage areas as shown on the GDP is approved by Prince William County, the Applicant may provide gravel or pervious parking in those areas as may be approved by Prince William County.~~

B. Building facades that are visible from residential neighborhoods east of the Property shall be non-reflective and earth tone, including, but not limited to, dark green, grey, or dark brown in color chosen from a color palette that is mutually deemed appropriate by the Applicant and the Planning Director or their designee, except as otherwise allowed below. The Planning Director may approve other colors for buildings to which this proffer applies provided the Applicant demonstrates following completion of further viewshed analyses demonstrating, to the satisfaction of the Planning Director, that the materials shall facilitate the ability for the building facade to blend into the tree line or shall be screened by other buildings.

C. Principal building facades of any data center building(s) (which includes the office portion but 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 four (4) of the following design elements:

~~6. Parking and signage for handicapped customers shall be provided by the Applicant in accordance with the Design and Construction Standards Manual.~~

- (1) Change in building height in accordance with Proffer 4;
- (2) Building step-backs or recesses;
- (3) Fenestration;
- (4) Change in building material, pattern, texture, color; or
- (5) Use of accent materials.

### **FIRE AND RESCUE**

8. Rooftop Mechanical Equipment. In the event the Applicant develops the Property with one or more data center buildings, the Applicant agrees that any rooftop mechanical equipment located on buildings so as to have unobstructed, direct line of site from the Bethlehem Road and/or Burrell Lane right-of-way, or adjacent residential or agricultural designated or zoned areas shall be screened or enclosed to minimize visibility from such areas in accordance with Section 32-509.02(4)(B) of the Zoning Ordinance. Rooftop mechanical equipment not meeting the above criteria will not be required to be separately screened.
9. Ground Level Mechanical Equipment. In the event the Applicant develops the Property with one or more data center buildings, the Applicant agrees that ground level mechanical equipment located so as to have unobstructed, direct line of site from the Bethlehem Road and/or Burrell Lane right-of-way, or adjacent residential or agricultural designated or zoned areas shall be screened in accordance with Section 32-509.02(4)(B) of the Zoning Ordinance by a visually solid/opaque fence, screen wall or panel, or other screening technique no less than twelve feet (12') in height and constructed with materials and colors compatible with those used in the exterior construction of the principal building. Ground-level equipment not meeting the above criteria or otherwise screened by a principal building, topography or vegetation shall not be required to be separately screened.
10. Building and Parking Lot Lighting. The Applicant shall construct all freestanding parking lot lights with fixtures that direct light downward and inward. In addition, all building-mounted lighting, if any, will be directed or shielded in such a manner to prevent glare from projecting onto adjacent properties or public rights-of-way, but allow sufficient lighting for security and safety purposes.
11. Perimeter Landscape Buffers. The Applicant shall coordinate with and encourage any applicable utility provider to minimize necessary crossings for utilities across perimeter buffers, wetlands, and forested areas. Where existing vegetation is undisturbed within the landscape areas, the existing vegetation shall be credited against the plant unit requirements identified in the DCSM and on the GDP. In the event that the adjoining properties on the eastern boundary of the Property, now zoned A-1, are rezoned to allow for industrial uses or uses compatible with industrial uses, the buffers shown on the GDP may be modified or eliminated to conform with current ordinance buffer requirements governing adjoining industrial or compatible uses.
12. Supplemental Planting. The Applicant shall provide supplemental planting in the areas labeled as "15' SUPPLEMENTAL PLANTING AREA" and "25' SUPPLEMENTAL PLANTING AREA" on the GDP and in accordance with the standards for each such area depicted on the Landscape Plan on Sheet 04 of the GDP (the "Supplemental Planting Areas"); provided, however, that the Applicant reserves the right to modify and/or relocate such areas at the time of PIP and/or final site



plan approval, provided that the changes are otherwise in conformance with the GDP. The Supplemental Planting Areas shall utilize exclusively drought tolerant, non-invasive, and one hundred percent (100%) Virginia native or acclimated and regionally appropriate species. Compliance with this proffer shall be reflected on each final site plan.

13. Security Measures for Data Center Buildings. Irrespective of the requirements of Zoning Ordinance Section 32-509.02(4)(D), the Applicant may separately fence any data center buildings developed on the Property and may employ additional security measures such as, but not limited to, the use of surveillance cameras, inspection lanes, guard houses and similar facilities. The design of any security fence may include black aluminum/steel or other metal, provided that untreated chain link fencing or barbed wire fencing is prohibited along public and private street frontages. The Applicant reserves the right to use lesser materials for areas of any security fence that are not along a building's street frontage or otherwise visible from the Bethlehem Road right-of-way.

## ENVIRONMENT

14. ~~7.~~ Water Quality Monitoring. The Applicant shall ~~contribute~~ make a monetary contribution to the Prince William Board of County Supervisors in the ~~sum~~ amount of ~~\$0.61 per square foot of additional gross building floor area (approximately 4,125 square feet) for fire and rescue purposes. The final square footage shall be calculated with the additional gross building floor area as shown on the site plan~~ 75.00 per acre for water quality monitoring, drainage improvements and/or stream restoration projects. Said contribution ~~shall~~ will be ~~paid~~ made prior to and as a condition of ~~the approval of each~~ final site plan ~~for the development~~ approval with the amount to be based on the acreage reflected on the site plan.
15. Stormwater Management. The Applicant shall construct or utilize one or more on or off-site Stormwater Management facilities for the property that will include Best Management Practices ("BMP"). These facilities shall be designed in accordance with the DCSM. The Applicant shall not locate any stormwater management easements within the required 50' Landscape Buffers shown on the GDP.
16. Limits of Clearing and Grading. The Applicant shall limit clearing and grading to within those areas generally depicted on the GDP, subject to minor revisions in accordance with final engineering considerations at the time of final site plan review and approval. Those areas outside the limits of clearing and grading shall remain in their natural undisturbed condition with the exception of clearing, grading and other land disturbing activity required for the installation and maintenance of crossings for: wet and dry utilities, electric lines running to/from the electric transmission lines, sanitary and storm outfalls, and supplemental planting as approved by the County. Clearing allowed pursuant to this Proffer will be kept to a minimum. The foregoing restrictions do not preclude the Applicant from utilizing the open space areas for stormwater management/BMP calculations and credits. The Property owner shall have the right to prune and remove objectionable vegetation, such as poison ivy, poison oak, etc., as well as damaged and/or diseased vegetation.
17. Expansion of Tree and Shrub Roots. To facilitate adequate expansion of tree and shrub roots to support healthy plants, all landscape areas, parking lot islands and buffers, which have been subject to pavement and/or compaction shall have, prior to planting: a) all foreign materials (asphalt,

concrete, rock, gravel, debris, etc.) removed and the soil loosened to a depth of a minimum of 3', and b) a top dressing of 4" to 6" of clean topsoil provided. This topsoil shall be a loam, sandy loam, clay loam, silt loam, or sandy clay loam. The topsoil shall not be a mixture of or contain contrasting textured subsoils. The topsoil shall contain less than 5% by volume of cinders, stones, slag, coarse fragments, sticks, roots, trash, or other materials larger than 1" in diameter and shall not contain gravel. The topsoil shall contain a minimum of 5% natural fine organic matter, such as leaf mold, peat moss, or similar material. Areas to receive this remediation will be clearly shown on the final site/subdivision plan. Compliance with this proffer shall be demonstrated on each final site plan.

18. Afforestation. The Applicant shall provide afforestation on the Property in substantial conformance with the locations shown as "AFFORESTATION AREA" on the GDP (the "Afforestation Area"); provided, however, that the Applicant reserves the right to modify and/or relocate such Afforestation Area locations as part of PIP and/or final site plan approval, provided that the changes are otherwise in conformance with the GDP.
19. Water Quality Inlet. In the event auto or equipment repair uses or outside storage of heavy, fuel operated equipment are established on the Property, the Applicant shall provide a water quality inlet or other water quality device of a type and in a location reasonably acceptable to the Department of Public Works, Watershed Management Division, in order to pre-treat runoff from such areas. Compliance shall be demonstrated on each final site plan.
20. Sustainability. In the event the Property is developed with one or more data center buildings, the Applicant shall incorporate, in consultation with the County's Environmental and Energy Sustainability Officer, a minimum of five (5) sustainability measures and/or techniques as part of the design and construction of each data center building to promote sustainable design and energy efficiency (collectively, the "Sustainability Measures"). Prior to bond release for each data center building, the Applicant shall provide the Planning Director with documentation of the specific sustainability measures implemented in connection with the construction and/or operation of such building. The Applicant's Sustainability Measures may include, but shall not be limited to, the following:

  - A. Minimize impervious areas and provide enhanced landscaping on the Property;
  - B. Use of available recycled aggregate materials;
  - C. Use of onsite renewable energy such as solar power, including installation of solar panels;
  - D. Use onsite detention facilities to irrigate landscaping and buffer areas;
  - E. Use of solar power for aeration of stormwater management facilities;
  - F. A minimum of two (2) electric vehicle ("EV") charging stations per data center building;
  - G. Use of LED fixtures for all interior lighting;
  - H. Use of LED fixtures for all exterior lighting;

- I. Recycling of construction material waste as accepted by recycling markets;
- J. Use of heat reflective roofing materials on data center building roof;
- K. Use of sustainable building materials in the construction of the data center building;
- L. Use of reclaimed water for non-potable use;
- M. Trap and reuse heat sources to the maximum extent possible;
- N. Preparation and implementation of a winter management plan in consultation with the County's Environmental and Energy Sustainability Officer;
- O. Use of indoor environmental quality measures such as, but not limited to, adequate ventilation and exhaust, natural light, or moisture control;
- P. Design the data center building to operate below an annualized 1.5 PUE (Power Utilization Effectiveness) standard;
- Q. Use of air or closed loop cooling rather than water-cooled alternatives;
- R. Use of measures and techniques in the office portion of a data center building generally equivalent to/with the sustainability standards of the Green Globes programs; or
- S. Use of back up generation systems which utilize less carbon-intensive or carbon neutral energy generation in consultation with the County's Environmental and Energy Sustainability Officer.

### NOISE ATTENUATION

#### 21. Noise Attenuation for Data Center Buildings.

- A. Noise Levels. Any noise which emanates from any data center 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 data center operation, activity, or source on the Property, including, but not limited to, heating and cooling system(s), between the hours of 10:00 p.m. and 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 government, shall be subject to the following maximum permissible sound levels: 55 dBA. Such levels shall be measured in accordance with Chapter 14 of the Prince William County Code of Ordinances in effect at the time of approval of this Application. 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. Emergency Operations. Emergency operations shall not be subject to the limitations outlined in Proffer 19.A above. For the purposes of this section, the term “emergency” means 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. Emergency operations shall adhere to the Virginia Department of Environmental Quality’s provisions or other relevant federal regulations.

C. Acoustical Analysis. In the event an acoustical analysis demonstrates that one or more data centers constructed on the Property is operating outside the maximum permissible sound levels set forth above, the Applicant shall take necessary actions to bring the Property into compliance with this Proffer and, as necessary, Chapter 14 of the Prince William County Code of Ordinances in effect at the time of approval of this Application.

22. Noise Attenuation for Other M-1 Uses. In the event uses requiring the operation of construction equipment or machinery outdoors are established on the Property, and for so long as the properties located along a portion of the eastern boundary of the Property continue to be used for residential purposes, the Applicant shall not (i) operate construction equipment or machinery outdoors between 9:00 p.m. and 6:00 a.m. within 150 feet of the western boundary of such property or properties; and (ii) operate stone-cutting saws, sandblasters, pneumatic tools or similar equipment outdoors within 250 feet of the western boundary of such property or properties. For the purpose of clarity, this Proffer 20 does not apply to the use of construction equipment or machinery in connection with the development of the Property.

## **WATERFIRE AND SEWERRESCUE**

~~8. The site shall be served at the Applicant’s cost with public water and sewer. An on-site well, which may be used only for irrigation purposes, may also be located on the site and shall not be used for potable water.~~

## **ENVIRONMENT**

~~9. Stormwater Management shall be provided by the Applicant as shown on the GDP. Subject to changes as may be approved by Prince William County.~~

23. 10. Fire and Rescue Contributions. The Applicant shall contribute funds to the Prince William Board of County Supervisors in the sum amount of \$75.00 per acre for County wide water quality monitoring purposes and/or stream restoration projects. Said 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 will pay the contribution shall be paid prior to and as a condition of the approval of the site plan issuance of the initial building permit for each building constructed on the Property, with the exact amount paid based on the proposed GFA in each such building.

24. Fire Service Accessibility. For buildings with a building height higher than sixty feet (60'), the Applicant shall, as a condition of 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 will be contingent upon full compliance with Virginia Uniform Statewide Building Code requirements.

25. ~~41.~~ Spill Contingency Plan. In connection with the submission of a site plan for a use on the Property which involves the storage of potentially hazardous products, a "Spill Contingency Plan" shall be submitted to the Fire Marshal's Office for review and approval. Said plan shall set forth the procedures to be followed in the event of a product leak or spill on the Property. In no event will fuels, oils, solvents or other pollutants or flammable substances be discharged into the public sewer. Fire Marshal Office approval shall be required prior to final site plan approval.

### TRANSPORTATION

26. Transportation Improvement Adjustments. In the event that the Property (or a portion thereof) is developed with uses not analyzed in the Traffic Impact Analysis entitled "Traffic Impact Study Manassas Point Prince William County, Virginia" prepared by Gorove Slade and dated February 20, 2024 (the "TIA") and such use(s) would exceed the trip generation established in the TIA, the Applicant reserves the right to submit a technical memorandum (or other analysis as required by Prince William County Department of Transportation ("PWCDOT") and/or the Virginia Department of Transportation ("VDOT")) to determine potential adjustments to the transportation improvements set forth in these Proffers, if needed. Subject to approval by VDOT and/or PWCDOT, the Applicant shall construct, at its cost, those transportation improvements: (i) identified in the technical memorandum/analysis approved by PWCDOT and VDOT to accommodate the additional traffic generated by the proposed use(s); and (ii) required in accordance with the DCSM, as determined during final site plan review.

27. Access. Subject to PWCDOT and VDOT approval, the Applicant may provide access to the Property via up to two public entrances as generally shown on the GDP. The final location and design of the entrances will be shown on the applicable final site plan proposing such entrance(s).

28. Northern Entrance. As generally shown on the GDP as "PROP. ROADWAY IMPROVEMENTS (SEE DETAIL)", the Applicant shall construct the following improvements. Such improvements shall be constructed and operational, but not necessarily accepted into the VDOT secondary system for maintenance, prior to the issuance of the first occupancy permit on the Property:

A. Widen the area shown on the GDP as "PROP. ROADWAY IMPROVEMENTS (SEE DETAIL)" to provide a thirty-foot (30') right-of-way with curb and gutter in accordance with CI-1 Roadway Standards, except as may otherwise be modified.

B. As shown on Sheet 02 of the GDP, construct and install a cul-de-sac with a forty-five-foot (45') radius.

29. ~~42.~~ Southern Entrance. The Applicant shall ~~install a water quality inlet as approved by the Department of Public Works, Watershed Management Division, for general water quality protection. Said facility shall be located so as to capture the storm water run-off from the areas of~~

~~the site where any fueling positions and maintenance are located. The facility shall be properly monitored and maintained on a regular basis.~~limit access into the southern entrance of the Property from Bethlehem Road to passenger vehicles only with a no trucks designation as shown on the GDP. Notwithstanding the above, this restriction shall not apply to use of this entrance during construction and development of the Property if approved by VDOT and/or the County.

30. 13. Right-of-Way Dedication. The Applicant shall ~~prepare an emergency spill notification contingency plan and shall have it approved by the Fire Marshal and posted on the premises prior to and as a condition of the~~dedicate, at no cost to the County, the portion of right-of-way depicted on the GDP as “RIGHT-OF-WAY DEDICATION” (the “ROW Dedication”). The ROW Dedication shall be made at the time of and in connection with the first final site plan approval. ~~The~~ for the Property or when otherwise requested in writing by the County and/or VDOT. In the event the Prince William Board of County Supervisors requests the dedication of right-of-way prior to the Applicant processing a site plan for the Property, the Applicant shall provide the dedication at no cost but shall not be responsible for ~~notifying the Fire Marshal’s office immediately in the event of a spill of any petroleum or chemical waste on the property. The Applicant shall assume full responsibility for the costs incurred in the cleanup of such spills.~~the preparation of the documents necessary for said dedication.

31. Transportation Contribution. The Applicant shall contribute funds to the County for transportation improvements on Bethlehem Road or other transportation improvements in the area of \$1,000.00 per acre at the time of site plan approval.

32. Bicycle Parking.

A. Non-Data Center Development. In the event the Property is developed with non-data center uses, the Applicant shall provide a minimum of one (1) inverted-U bicycle parking rack for each 25,000 square feet of non-data center building(s) constructed on the Property. The bicycle parking shall be shown on the final site plan for the associated non-data center building(s) and installed prior to issuance of an occupancy permit for such non-data center building(s).

B. Data Center Development. In the event the Property is developed with data center uses, the Applicant shall provide a minimum of one (1) inverted-U bicycle parking rack for each data center building constructed on the Property. The bicycle parking shall be shown on the final site plan for the associated data center building and installed prior to issuance of an occupancy permit for such data center building.

33. 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 and/or the Prince William County Service Authority, as applicable, to acquire the right-of-way and easements by means of its condemnation powers at the Applicant's expense.

A. The Applicant's request must be in writing and must comply in all respects with the County's Eminent Domain Policy. The condemnation request must be made to the appropriate County agency (with a copy to PWCDOT) and/or the Prince William County Service Authority, as applicable, 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;

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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 will 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 will 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 will be based on the following:
1. If the assessed value is less than \$25,000, then the value will be determined by assessment records or other objective evidence; or



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2. 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, the Applicant shall be relieved of the obligation to provide the improvement for which the right of way and/or easement is required.

**WATER AND SANITARY SEWER**

34. Water and Sewer. Subject to the acquisition of all necessary offsite easements and/or rights-of-way, the Applicant shall connect all development on the Property to public water and sewer service and the Applicant shall be responsible for the costs and construction of those on and off-site improvements required in order to provide such service for the demand generated by the development on the Property as determined in consultation with the Prince William County Service Authority. The Applicant shall pursue and, if successful, acquire, at no public cost, any off-site easements, if needed, to extend public water and/or sanitary sewer lines to the Property and shall dedicate such easements to the County and/or the Service Authority at no cost.

**MISCELLANEOUS**

35. Electric Substation. Any electric substation to be installed on the Property shall require a Public Facility Review (PFR) through the Planning Office, in accordance with Virginia Code Ann. Section 15.2-2232. No amendment to the GDP or these Proffers shall be required if an electric substation is installed on the Property.
36. Off-Site Burrell Cemetery. The Burrell Cemetery is located on GPIN #7596-89-2577, off-site and adjacent to the Property. This cemetery (which is outside of the Property boundaries) has not been archaeologically delineated, and the extent of human burials is unknown. The Applicant shall hire a qualified professional, with the scope of work to be approved by the County Cemetery Preservation Coordinator, to archaeologically test for unmarked human burials (that may be associated with the Burrell Cemetery) only on the portion of the Property adjacent to GPIN 7596-89-2577/11340 Burrell Lane. The qualified professional

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shall obtain all appropriate Federal, State, and local permits to conduct this delineation study on the Property with the results of the delineation to be submitted to the Prince William County Planning Department for review and approval with the first final site plan submittal. For the purpose of clarity, the Applicant shall only conduct the delineation study within the boundaries of the Property and shall not conduct any delineation study outside of the Property boundaries.

37. Final Approval. For purposes of these Proffers, “final approval” shall be defined as that approval which is in effect on the day following the last day upon which the Prince William Board of County Supervisors’ decision granting the application approval may be contested in the appropriate court or, if contested, the day following entry of a final court order affirming the decision of the Board of County Supervisors which has not been appealed, or if appealed, the day following which the decision has been affirmed on appeal.

38. ~~14. Monetary Escalation.~~ In the event the monetary contributions set forth in ~~the Proffer Statement~~these Proffers are paid to the Prince William ~~County~~ Board of County Supervisors (“Board”) within eighteen (18) months of the approval of this ~~rezoning Application~~, as applied for by the Applicant, said contributions shall be in the amounts as stated herein. Any monetary contributions set forth in ~~this Proffer Statement~~these Proffers which are paid to the Prince William Board of County Supervisors after eighteen (18) months following the approval of this ~~rezoning Application~~ shall be adjusted in accordance with the Urban Consumer Price Index (“~~CPI-U~~”) published by the United States Department of Labor, such that at the time contributions are paid they shall be adjusted by the percentage change in the CPI-U from that date eighteen (18) months after the approval of this ~~rezoning Application~~ to the most recently available ~~CPI-U~~CPI-U to the date the contributions are paid, subject to a cap of 6 percent (6%) per year, ~~none compounded~~non-compounded.

39. ~~15. Extension of Time.~~ The Applicant ~~agrees to remove any graffiti from the property. Graffiti shall be deemed any inscription or marking on walls, buildings or structures not permitted by the sign regulations in Section 32-250.20 et. seq. of the zoning ordinance.~~ 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 shall not relieve the Applicant of the obligation to demonstrate

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proffer compliance if such proffer is required to be satisfied prior to County issuance of a specific approval or permit.

- ~~16. Prior to any grading within the buffer in the northeast corner of the Property as shown on the GDP, the Applicant shall consult with the County Archeologist, in accordance with Section 32-250.110 of the Zoning Ordinance.~~

**WAIVERS/MODIFICATIONS**

40. Pursuant to Section 32-400.03(2) of the Prince William County Zoning Ordinance, the building height shall not exceed seventy-eight feet (78') for each individual data center building. Further, the elevation of the concrete slab representing the lowest finished floor for any data center building shall not exceed two hundred ninety-seven (297') above mean sea level, as determined at the time of site plan approval.

~~[SIGNATURE APPEARS ON FOLLOWING  
PAGE]~~

41. Pursuant to Section 32-400.04(3) of the Prince William County Zoning Ordinance, the Board of County Supervisors approved a modification to increase the maximum FAR to 1.0.

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<b>Summary report:</b>	
<b>Litera Compare for Word 11.2.0.54 Document comparison done on 7/10/2024 12:21:21 PM</b>	
<b>Style name:</b> Default Style	
<b>Intelligent Table Comparison:</b> Active	
<b>Original DMS:</b> iw://na-active.cooley.com/NAACTIVE/287556303/1	
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<u>Add</u>	267
<del>Delete</del>	113
<del>Move From</del>	0
<u>Move To</u>	0
<u>Table Insert</u>	0
<del>Table Delete</del>	0
<u>Table moves to</u>	0
<del>Table moves from</del>	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format changes	0
<b>Total Changes:</b>	<b>380</b>

# PROFFER AMENDMENT

## MANASSAS POINT

### GAINESVILLE MAGISTERIAL DISTRICT

### PRINCE WILLIAM COUNTY, VIRGINIA

## REZ2024-00001

**NOTES:**

1. THE SUBJECT PROPERTY SHOWN HEREON IS COMPRISED OF THREE PARCELS TOTALING APPROXIMATELY 39.925 ACRES CORRESPONDING WITH PRINCE WILLIAM COUNTY PARCEL IDENTIFICATIONS (GPN), AND EXISTING/ZONING AS FOLLOWS:

GPN#	OWNER	PARCEL ADDRESS	EXISTING ZONE	TOTAL AREAS (AC.)
7596-79-3589	MANASSAS DC OPERATING LLC	1909 K ST NW STE 820 WASHINGTON, DC 20006	M-1	21.967
7597-70-9703	MANASSAS DC OPERATING LLC	1909 K ST NW STE 820 WASHINGTON, DC 20006	M-1	12.237
7596-89-0058	MANASSAS DC OPERATING TWO LLC	1909 K ST NW STE 820 WASHINGTON, DC 20006	M-1	5.721
<b>TOTAL:</b>				<b>39.925</b>

2. AREAS PROVIDED IN TABLE 1 ABOVE ARE IN GROSS ACRES AND INCLUDE, SETBACKS, AND BUFFERS.
3. THE SUBJECT PROPERTIES ARE CURRENTLY ZONED M-1 (HEAVY INDUSTRIAL) UNDER THE PRINCE WILLIAM COUNTY ZONING ORDINANCE.
4. BOUNDARY INFORMATION WAS OBTAINED FROM AVAILABLE DEEDS AND PLATS OF RECORD.
5. BACKGROUND INFORMATION AND DATA WAS OBTAINED FROM URBAN LTD SURVEY DEPARTMENT.
6. THE SUBJECT PROPERTIES ARE INCLUDED IN THE DATA CENTER OVERLAY DISTRICT.
7. THE SUBJECT PROPERTY IS TO BE SERVED BY PUBLIC WATER AND SANITARY SEWER. ALL PROPOSED SANITARY SEWER AND WATER SERVICES WILL BE DESIGNED IN ACCORDANCE WITH APPLICABLE PRINCE WILLIAM COUNTY REQUIREMENTS.
8. FINAL LOCATIONS FOR WATER AND SANITARY SEWER WILL BE DETERMINED AT THE TIME OF FINAL SITE PLAN.
9. THE LOCATIONS OF SWM/BMP FEATURES WILL BE DETERMINED AT THE TIME OF FINAL SITE PLAN AND SHALL BE IN ACCORDANCE WITH CURRENT STATE AND LOCAL REQUIREMENTS.

**ZONING REQUIREMENTS FOR M-1 (HEAVY INDUSTRIAL)**

**REQUIRED PARKING:** 1 SPACE PER EMPLOYEE; MIN. 50 PARKING SPACES PER BUILDING

**REQUIRED SETBACKS AT 78' BUILDING HEIGHT:**

STREET RIGHTS-OF-WAY: 20' BUILDING SETBACK  
 ADJACENT TO COMMERCIAL OR OFFICE DISTRICT: 23' BUILDING SETBACK AT SIDE OR REAR YARD\*  
 ADJACENT TO AGRICULTURAL OR RESIDENTIAL DISTRICT: 56' BUILDING SETBACK AT SIDE OF REAR YARD\*  
 \*ADDITIONAL SETBACK WIDTH OF 1' FOR EVERY 1' OF BUILDING HEIGHT ABOVE 45' REQUIRED ADJACENT TO NON-RESIDENTIAL DISTRICT; ADDITIONAL SETBACK WIDTH OF 2' FOR EVERY 1' OF BUILDING HEIGHT ABOVE 45' REQUIRED ADJACENT TO AGRICULTURAL OR RESIDENTIAL DISTRICTS.

	M-1 DISTRICT	D.C. OVERLAY	PROPOSED
AREA	--	--	39.93
LOT AREA (AC.)	NO MINIMUM	--	UPTO 33.93
LOT COVERAGE (%)	85% MAXIMUM	--	85%
OPEN SPACE (%)**	15% MINIMUM	--	15% MINIMUM
F.A.R.**	0.50 MAX	1.0 MAX	AS PERMITTED UNDER THE PWC Z.O.
BUILDING HEIGHT***	75' MAX	--	78'
OUTDOOR STORAGE	40% MAX	--	40% MAX

\*SEE SHEET 03 FOR OPEN SPACE TABULATIONS  
 \*\*F.A.R. INCREASE TO 1.0 MAX PURSUANT TO Z.O SECTION 32-400.04(3)  
 \*\*\* MAXIMUM BUILDING HEIGHT MODIFICATION PURSUANT TO Z.O SECTION 32-400.03(2)



**VICINITY MAP**  
SCALE : 1"= 2000'

**SHEET INDEX**

01. COVER SHEET
02. GENERAL DEVELOPMENT PLAN
- 02A. NOTES & DETAILS
03. OPEN SPACE PLAN
04. LANDSCAPE PLAN

**TRANSPORTATION**

**GOROVE SLADE ASSOCIATES**  
 4114 LEGATO ROAD, SUITE 650  
 FAIRFAX, VA 22033  
 CONTACT: CHAD BAIRD  
 PHONE: (571) 261-9719

**LAND USE ATTORNEY**

**COOLEY, LLP**  
 ONE FREEDOM SQUARE  
 11951 FREEDOM DRIVE  
 RESTON VA, 20191  
 PHONE: (703) 456-8652  
 CONTACT: MARK LOONEY

**OWNERS**

<b>MANASSAS DC OPERATING LLC</b> 1909 K ST NW STE 820 WASHINGTON D.C. 20006 CONTACT: J STEPHEN MULLER D: 202 741 8414	<b>MANASSAS DC OPERATING TWO LLC</b> 1909 K ST NW STE 820 WASHINGTON D.C. 20006 CONTACT: J STEPHEN MULLER D: 202 741 8414
---	---

**DEVELOPER/APPLICANT**

**MANASSAS DC OPERATING LLC**  
 J STEPHEN MULLER  
 MANAGING DIRECTOR  
 1909 K ST NW STE 820  
 WASHINGTON D.C. 20006  
 SMULLER@PRPREI.COM  
 D: 202 741 8414

**ENGINEER**

**URBAN LTD.**  
 4200 D TECHNOLOGY COURT  
 CHANTILLY, VA. 20151  
 CONTACT: CLAYTON TOCK  
 PHONE: (703) 642-2306

**ENVIRONMENTAL CONSULTANT**

**BOWMAN**  
 12355 SUNRISE VALLEY DR.  
 SUITE 520  
 RESTON, VA 20191  
 CONTACT: SEAN GAGNON  
 PHONE: (703) 464-1000

PLAN DATE	No.	DATE	DESCRIPTION
06-16-2023			
11-17-2023			
04-02-2024			
06-11-2024			

Urban Ltd.  
 4200 D TECHNOLOGY CT.  
 CHANTILLY, VA. 20151  
 PHONE: 703.642.2306  
 FAX: 703.642.2308  
 www.urban-ld.com

Professional Engineers-Landscape Architects-Lead Surveyors

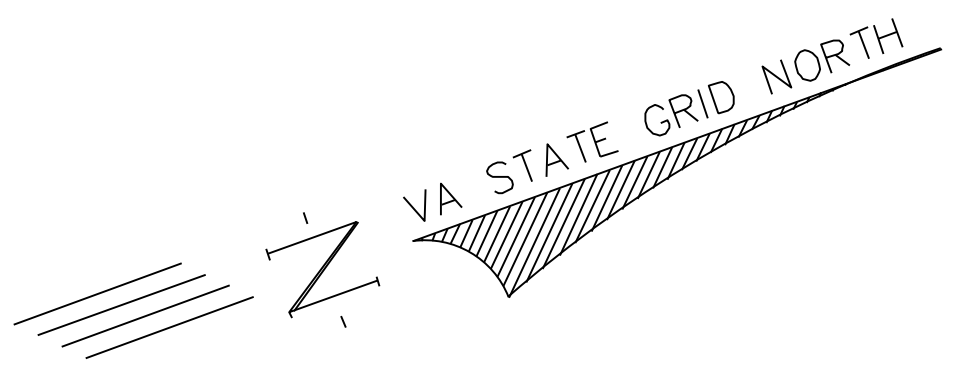
COVER SHEET

MANASSAS POINT PRA  
 REZ2024-00001

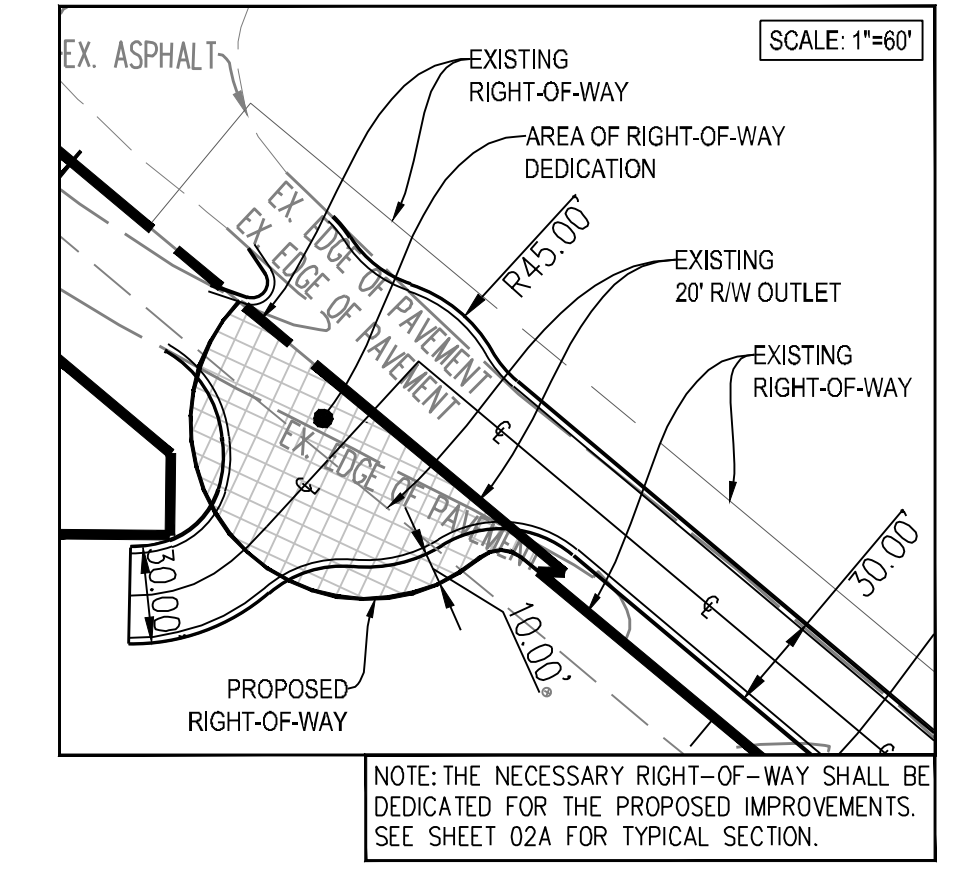
GAINESVILLE MAGISTERIAL DISTRICT  
 PRINCE WILLIAM COUNTY, VIRGINIA

DATE: APR. 2024  
 SCALE: AS SHOWN  
 CL=N/A

SHEET 01 OF 04
FILE No. RZ-13110

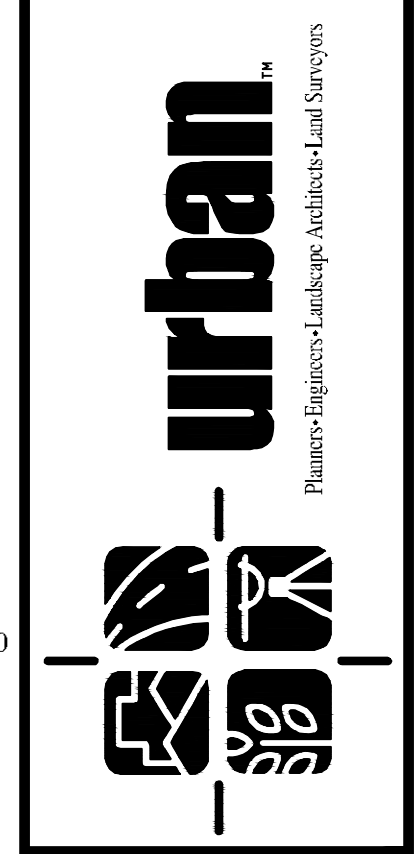


**RIGHT-OF-WAY DEDICATION**



PLAN DATE	DESCRIPTION
06-15-2023	
11-17-2023	
04-02-2024	
06-11-2024	

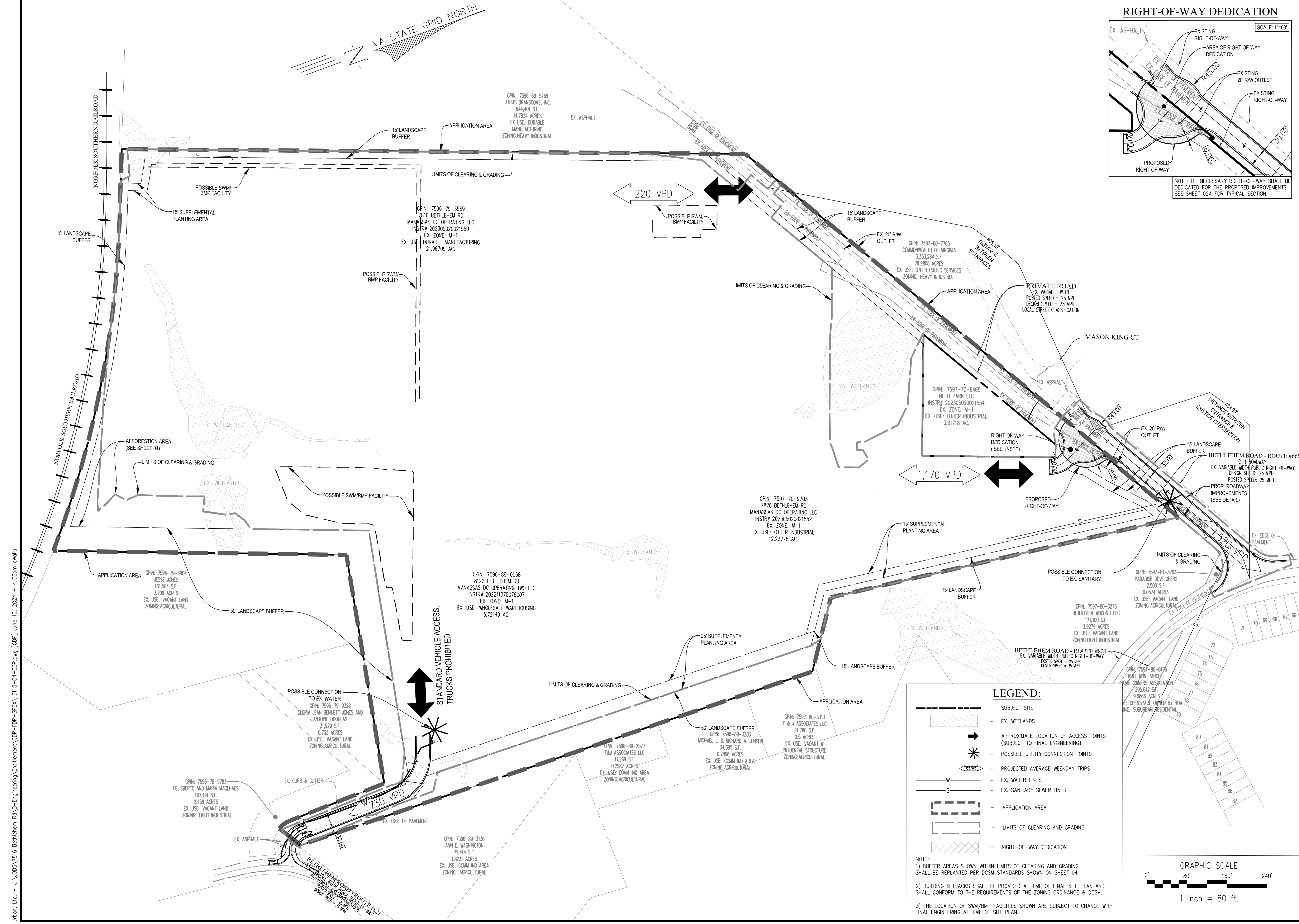
Urban, Ltd.  
4900 D TECHNOLOGY CT.  
CHANTILLY, VA, 20151  
PHONE: 703.578.8888  
FAX: 703.578.8888  
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COMMONWEALTH OF VIRGINIA  
Professional Engineer  
CLAYTON C. TOCK  
Lic. No. 068790  
06/11/24

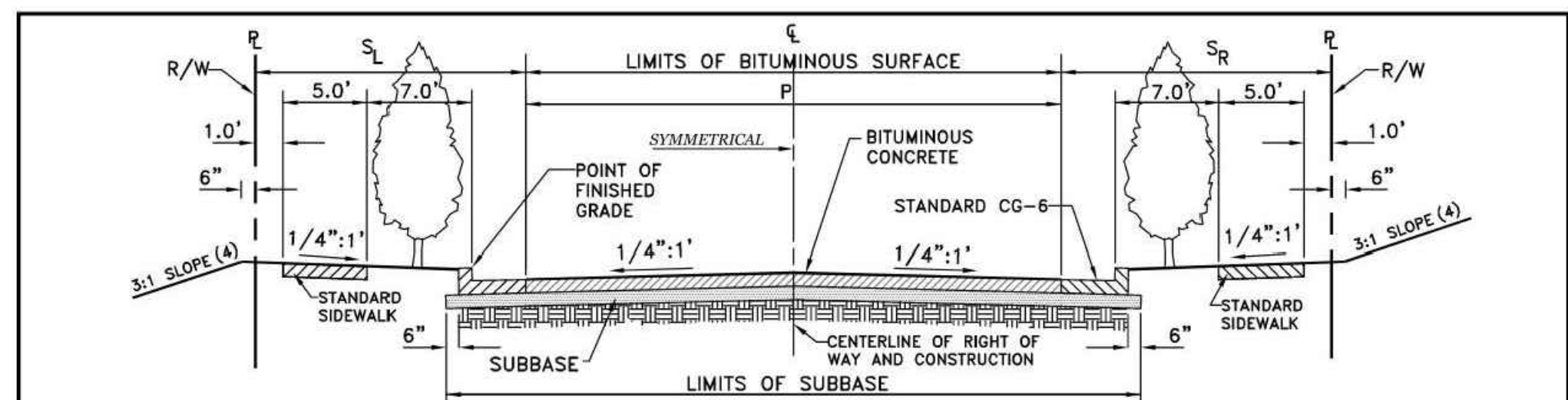
GENERAL DEVELOPMENT PLAN  
**MANASSAS POINT PRA**  
**REZ2024-0001**  
GAINESVILLE MAGISTERIAL DISTRICT  
PRINCE WILLIAM COUNTY, VIRGINIA  
DATE: APR, 2024  
SCALE: 1" = 80'  
CL = N/A

SHEET  
02  
OF  
04  
FILE No.  
RZ-13110



Urban, Ltd. - J. MOBS, 7816 Bethlehem Rd - Engineering, Entitlement, CDP - FDP - SPEX 13110-04 - CDP.dwg [CDP] June 10, 2024 - 4:00pm owalio

CI-1 ROADWAY IMPROVEMENTS



CATEGORY	TRAFFIC VOLUME (VPD)	R.O.W. WIDTH (ft.)	DESIGN SPEED (mph)	MAX GRADE	MIN. C.L. RADIUS (ft.)	MIN. SIGHT DISTANCE (ft.)	S <sub>L</sub> STOP	P	S <sub>R</sub> INTX.	TYPE I SUBBASE	BASE (BM-25.0A)	SURFACE (SM-9.5A)
IV	0 TO 1,500	62	30	9%	335	200	335	15	32	15	8 in	6 in 1.5 in
V	1,501 TO 4,000	66	30	9%	335	200	335	15	36	15	8 in	6 in 2 in
VI (7)	4,001 TO 7,000	74(10)	40	8%	762	305	SEE NOTE 12	15	44 (10)	15	8 in	8 in 2 in

GENERAL NOTES:

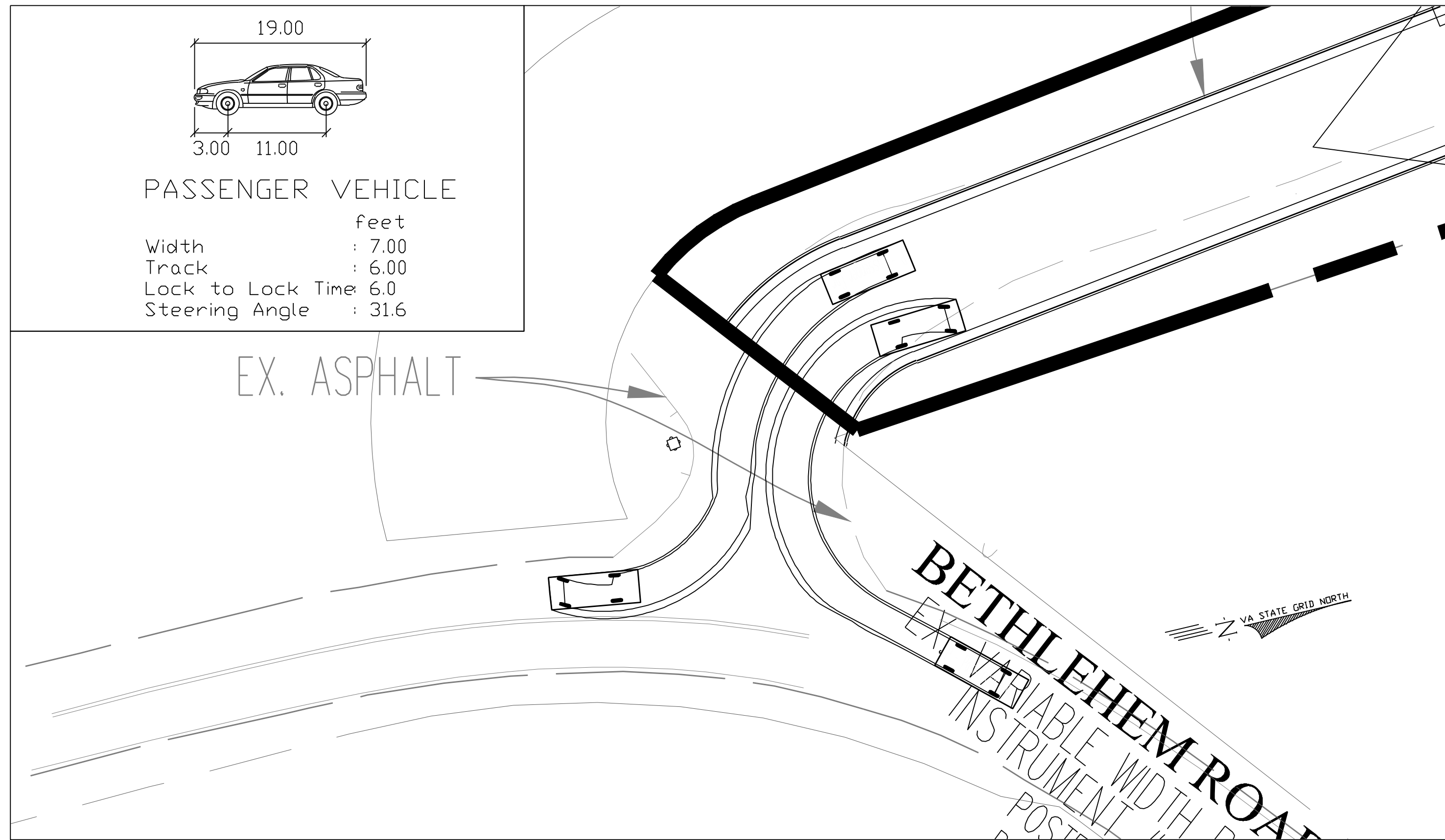
- This typical cross section shall be used only for all streets within commercial and industrial areas.
- No parking allowed along curb.
- Stone material shall extend under the curb and gutter a minimum of six inches (6 in.) beyond the back of curb. The stone thickness under the curb and gutter shall be that in excess of the depth of the gutter face or a minimum of four inches (4 in.) whichever is greater.
- 2:1 slopes will be allowed when soil type supported by soil report is acceptable and where stabilization is provided in accordance with the Erosion Control ordinance.
- Standard landings required at intersections.
- Minimum cul-de-sac radius is 50 ft. to face of curb.
- Major intersections may require channelization on Category VI streets.
- Pavement section is standard requirement. Refer to Detail 650.01 for alternative pavement sections.
- Superelevation shall be provided for Category VI street in accordance with the current VDOT Road and Bridge Standards for Urban Low-Speed Roadways.
- ROW and P values may be reduced to seventy feet (70 ft.) and forty feet (40 ft.), respectively, if the proposed street is a permanent cul-de-sac or loop.
- If optional street tree plantings are not provided per Section 802.46, the right-of-way may be reduced by 5 feet.
- SDL, Sight Distance Left (for a vehicle looking left and making a right or left turn) = 475'. SDR, Sight Distance Right (for a vehicle looking right and making a left turn) = 500'. Otherwise, use latest VDOT or ASHTO standards, whichever is more stringent.

Detail No.	CI-1	COUNTY OF PRINCE WILLIAM VIRGINIA	STANDARD TYPICAL SECTION FOR COMMERCIAL AND INDUSTRIAL STREETS WITH CURB AND GUTTER	Date 7/15/14
650.08				

MODIFICATIONS REQUESTED:

- REDUCE THE WIDTH OF THE ROADWAY AS MEASURED FROM FACE-OF-CURB TO FACE-OF-CURB TO 30 FEET.

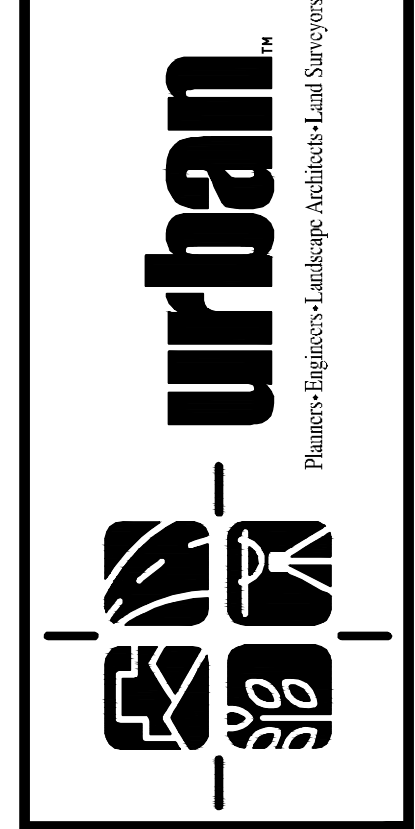
AUTOTURN ANALYSIS (SCALE: 1"=20')



No.	DATE	DESCRIPTION

PLAN DATE
06-16-2023
11-17-2023
04-02-2024
06-11-2024

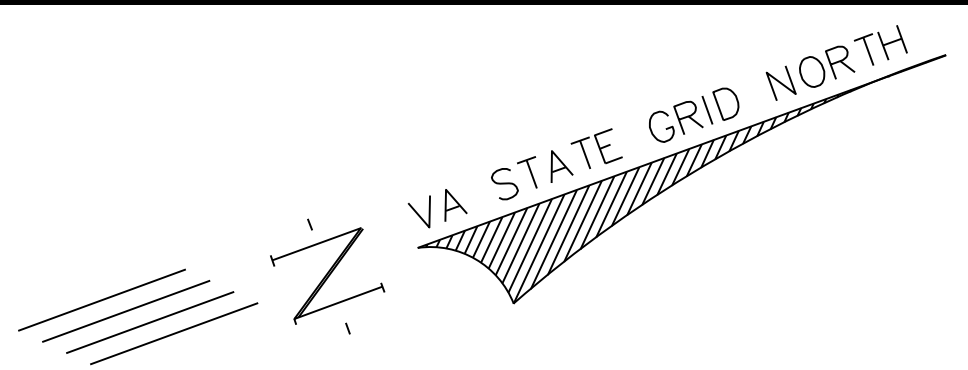
Urban, Ltd.  
4200 TECHNOLOGY CT.  
CHARLITTE, VA, 20151  
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NOTES & DETAILS  
MANASSAS POINT PRA  
REZ2024-00001  
GAINESVILLE MAGISTERIAL DISTRICT  
PRINCE WILLIAM COUNTY, VIRGINIA  
SCALE: AS NOTED  
CI-1=N/A  
DATE: APR, 2024

SHEET  
02A  
OF  
04  
FILE No.  
RZ-13110

Urban, Ltd. - j:\085\7816 Bethlehem Rd - Engineering\entitlement\CDP-FDP-SPEX\13110-05-OPEN SPACE.dwg [OPEN SPACE] June 10, 2024 - 5:03pm awalia

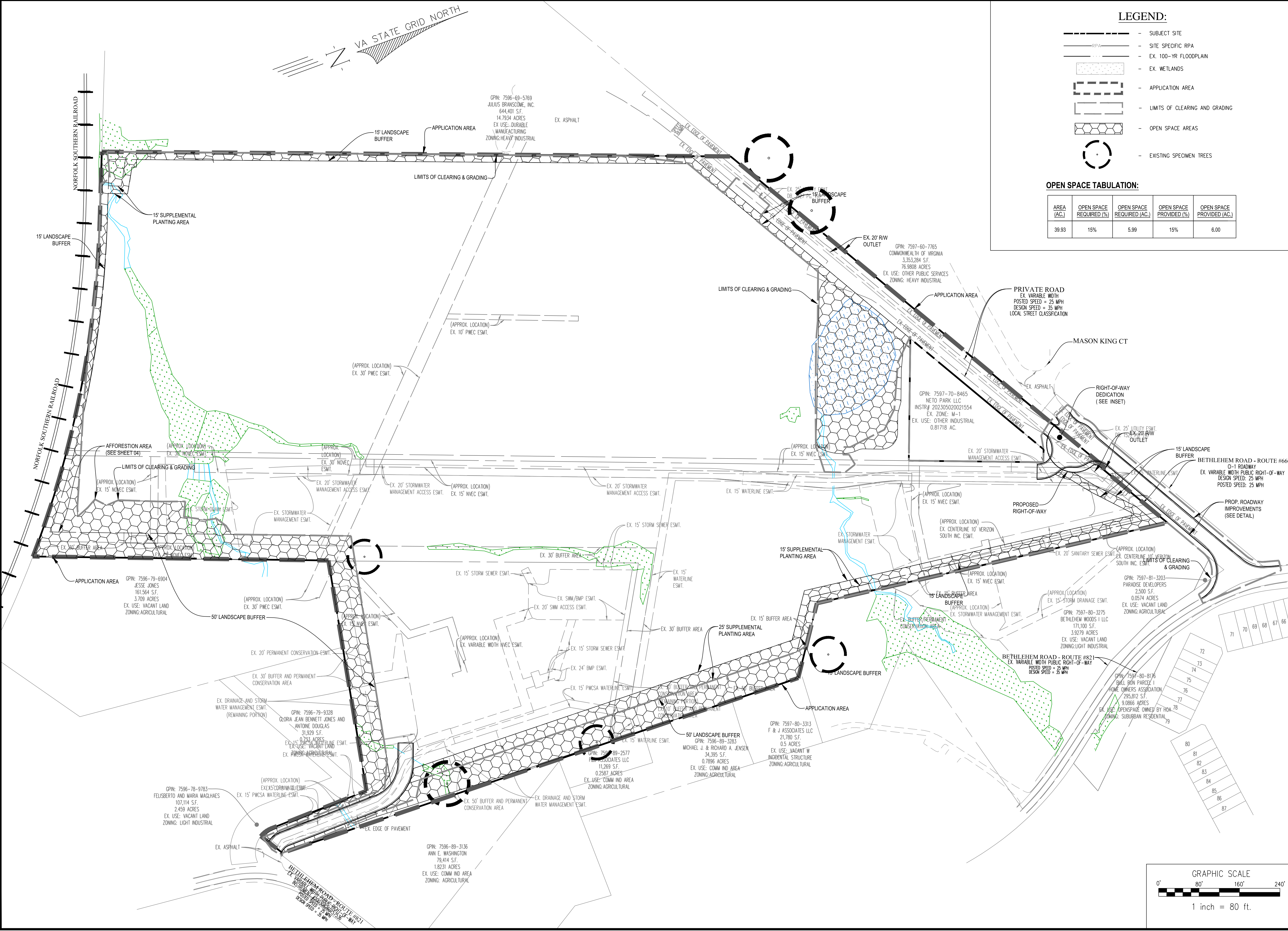


**LEGEND:**

- SUBJECT SITE
- SITE SPECIFIC RPA
- EX. 100-YR FLOODPLAIN
- EX. WETLANDS
- APPLICATION AREA
- LIMITS OF CLEARING AND GRADING
- OPEN SPACE AREAS
- EXISTING SPECIMEN TREES

**OPEN SPACE TABULATION:**

AREA (AC.)	OPEN SPACE REQUIRED (%)	OPEN SPACE REQUIRED (AC.)	OPEN SPACE PROVIDED (%)	OPEN SPACE PROVIDED (AC.)
39.93	15%	5.99	15%	6.00



PLAN DATE	DESCRIPTION
06-15-2023	
09-17-2023	
04-02-2024	
06-11-2024	

Urban, Ltd.  
4000 TECHNOLOGY CT.  
CHANTILLY, VA 20151  
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**urban**  
Planners-Engineers-Landscape Architects-Lead Surveyors

COMMONWEALTH OF VIRGINIA  
CLAYTON C. COOK  
Lic. No. 038790  
06/11/24  
PROFESSIONAL ENGINEER  
PROFESSIONAL LAND SURVEYOR

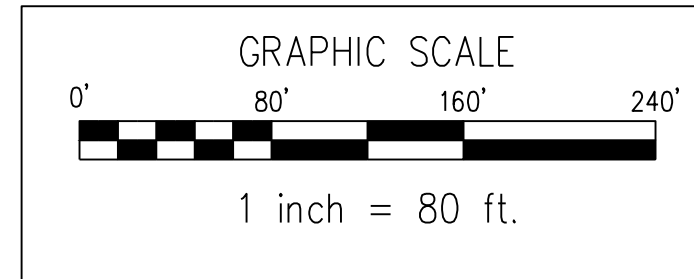
**OPEN SPACE PLAN**

**MANASSAS POINT PRA**

GAINESVILLE MAGISTERIAL DISTRICT  
PRINCE WILLIAM COUNTY, VIRGINIA

SCALE: 1" = 80'

DATE: APR. 2024

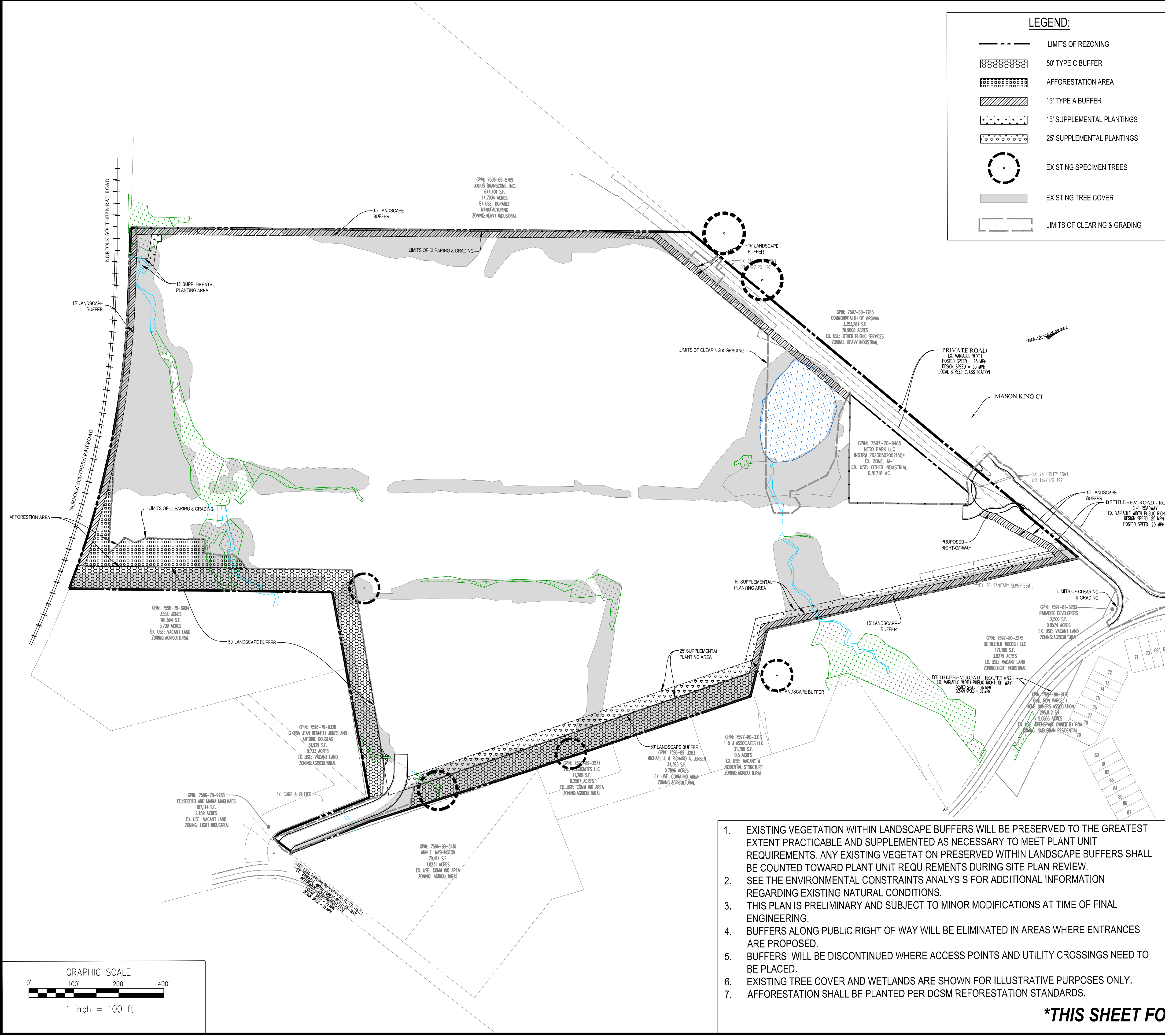


SHEET	DESCRIPTION
03	
04	

FILE No.  
RZ-13110



Urban, Ltd. - 4:00pm, 06/10/2024 - 4:00pm, 06/10/2024



**LEGEND:**

- LIMITS OF REZONING
- 50' TYPE C BUFFER
- AFFORESTATION AREA
- 15' TYPE A BUFFER
- 15' SUPPLEMENTAL PLANTINGS
- 25' SUPPLEMENTAL PLANTINGS
- EXISTING SPECIMEN TREES
- EXISTING TREE COVER
- LIMITS OF CLEARING & GRADING

**PLANT LEGEND:**

- LARGE DECIDUOUS TREE
- MEDIUM / SMALL DECIDUOUS TREE
- MEDIUM / SMALL EVERGREEN TREE
- SHRUB

**TYP. 50' TYPE C BUFFER**  
 (320 PLANT UNITS PER 100 L.F.)  
 SCALE: 1"=30'

PROPERTY LINE

TYPICAL 100'

**TYP. 15' TYPE A BUFFER**  
 (110 PLANT UNITS PER 100 L.F.)  
 SCALE: 1"=30'

PROPERTY LINE

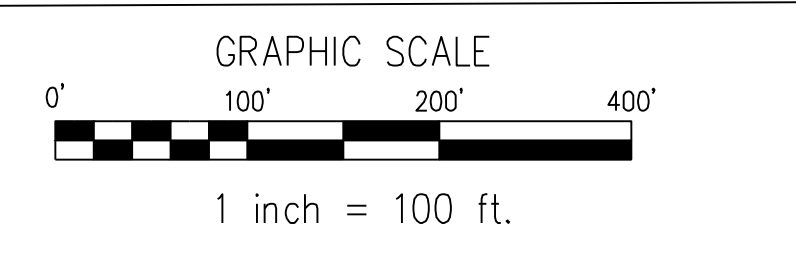
TYPICAL 100'

**TYP. 15' SUPPLEMENTAL PLANTINGS**  
 (102 P.U./100 L.F.)  
 SCALE: 1"=30'

TYPICAL 100'

**TYP. 25' SUPPLEMENTAL PLANTINGS**  
 (110 P.U./100 L.F.)  
 SCALE: 1"=30'

TYPICAL 100'



1. EXISTING VEGETATION WITHIN LANDSCAPE BUFFERS WILL BE PRESERVED TO THE GREATEST EXTENT PRACTICABLE AND SUPPLEMENTED AS NECESSARY TO MEET PLANT UNIT REQUIREMENTS. ANY EXISTING VEGETATION PRESERVED WITHIN LANDSCAPE BUFFERS SHALL BE COUNTED TOWARD PLANT UNIT REQUIREMENTS DURING SITE PLAN REVIEW.
2. SEE THE ENVIRONMENTAL CONSTRAINTS ANALYSIS FOR ADDITIONAL INFORMATION REGARDING EXISTING NATURAL CONDITIONS.
3. THIS PLAN IS PRELIMINARY AND SUBJECT TO MINOR MODIFICATIONS AT TIME OF FINAL ENGINEERING.
4. BUFFERS ALONG PUBLIC RIGHT OF WAY WILL BE ELIMINATED IN AREAS WHERE ENTRANCES ARE PROPOSED.
5. BUFFERS WILL BE DISCONTINUED WHERE ACCESS POINTS AND UTILITY CROSSINGS NEED TO BE PLACED.
6. EXISTING TREE COVER AND WETLANDS ARE SHOWN FOR ILLUSTRATIVE PURPOSES ONLY.
7. AFFORESTATION SHALL BE PLANTED PER DCSM REFORESTATION STANDARDS.

**\*THIS SHEET FOR LANDSCAPE PURPOSES ONLY\***

<p>PLANDATE</p> <p>06-15-2023 04-07-2024 06-11-2024</p>	<p>REVISIONS</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 5%;">NO.</th> <th style="width: 10%;">DATE</th> <th style="width: 85%;">DESCRIPTION</th> </tr> <tr> <td> </td> <td> </td> <td> </td> </tr> </table>	NO.	DATE	DESCRIPTION			
NO.	DATE	DESCRIPTION					
<p>Urban, Ltd. 4200 D TECHNOLOGY CT. CHANTILLY, VA, 20151 TEL: 703.542.2906 FAX: 703.542.2988 www.urban-ltd.com</p> <p style="text-align: center;"><b>urban</b> Planning-Engineer-Landscape-Architect-LEED-AP</p>							
<p>LANDSCAPE PLAN</p> <p><b>MANASSAS POINT PRA</b>  <b>REZ2024-00001</b>        GAINESVILLE MAGISTERIAL DISTRICT        PRINCE WILLIAM COUNTY, VIRGINIA</p> <p>DATE: APR. 2024</p> <p>SCALE: 1"=100'</p> <p>CL=N/A</p>							
<p>SHEET 04 OF 04</p> <p>FILE NO. RZ-13110</p>							

Urban, Ltd. - J:\005\7816 Bethlehem Rd\B-Engineering\Site Plan\Exhibit\OPTION 9 (535' X 515' SUBSTATION) - Photoshop base.dwg [EXHIBIT] July 13, 2022 - 2:21pm jwell

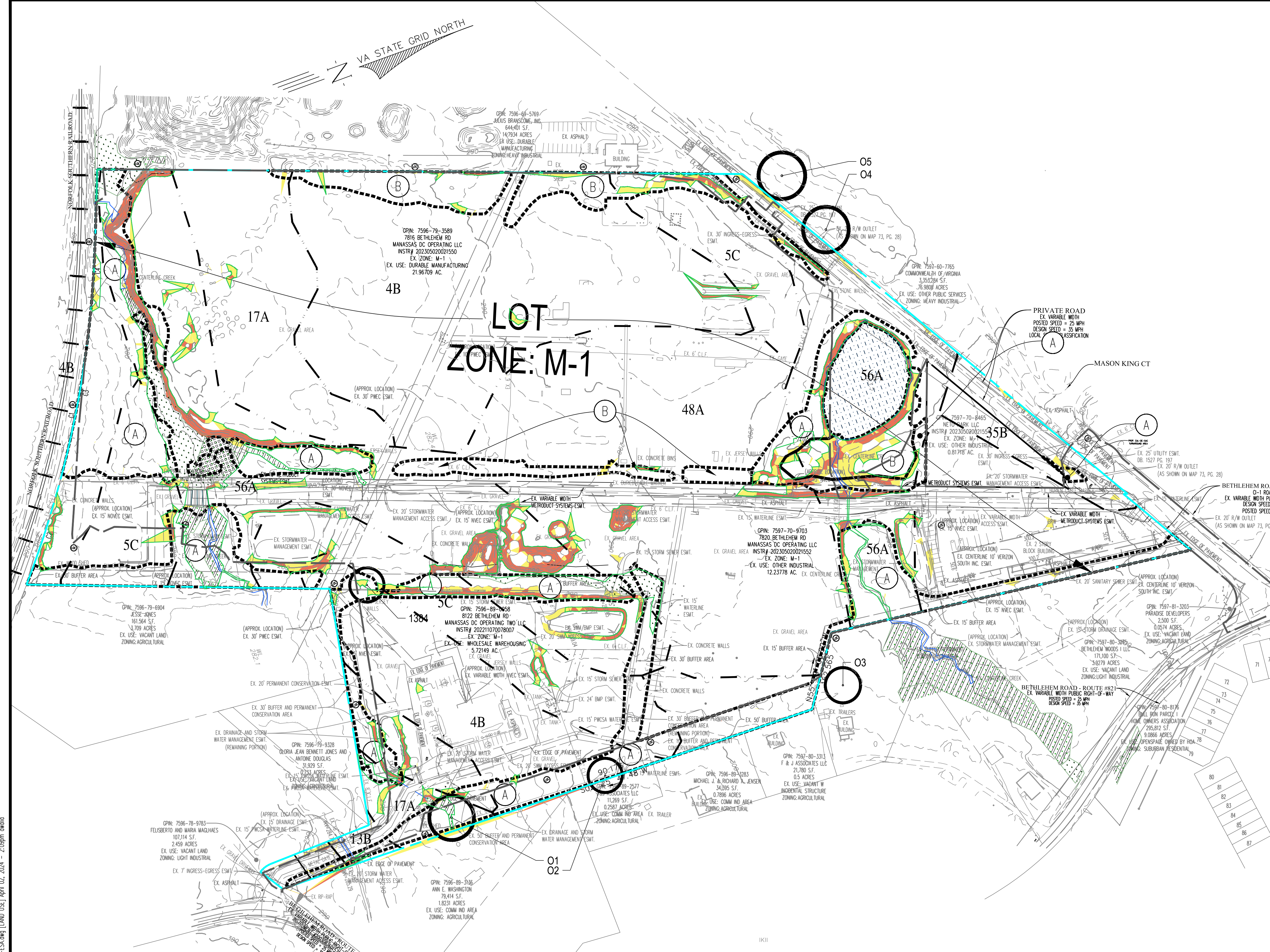


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**7816 BETHLEHEM RD**  
PRINCE WILLIAM COUNTY, VIRGINIA

SCALE: 1"=100'  
JUNE 10, 2024



**LEGEND:**

- STUDY AREA
- A - VIRGINIA PINE - OAK (SAF 78)
- B - VIRGINIA PINE (SAF 79)
- APPROXIMATE 15-25% SLOPE
- APPROXIMATE 25%+ SLOPE
- APPROXIMATE SOIL MAP UNIT BOUNDARY
- APPROXIMATE SPECIMEN TREE LOCATION
- EXISTING ENVIRONMENTAL RESOURCES (ER) PER COUNTY COMPREHENSIVE PLAN
- PROPOSED LIMITS OF DISTURBANCE
- WETLANDS (PFO)
- WETLANDS (PEW)
- WETLANDS (POW)
- WETLANDS (PSS)
- STREAMS

**NOTES:**

1. PROPERTY BOUNDARY, TOPOGRAPHY AND SURVEY INFORMATION WERE PROVIDED BY URBAN, LTD. IN FEBRUARY 2022.
2. THE PROPOSED SITE AREA CONSISTS OF APPROXIMATELY 39.93 ACRES.
3. THE WATERS ON SITE WERE DELINEATED BY BOWMAN IN JUNE 2022 PER THE CORPS OF ENGINEERS WETLANDS DELINEATION MANUAL (1987) AND THE REGIONAL SUPPLEMENT TO THE CORPS OF ENGINEERS WETLANDS DELINEATION MANUAL: EASTERN MOUNTAINS & PIEDMONT REGION (VERSION 2.0) DATED APRIL 2012. THE WATERS OF THE U.S. BOUNDARIES DEPICTED HEREON WERE CONFIRMED VIA A JURISDICTION DETERMINATION WITH THE USACE (NAO-2022-00765), DATED JUNE 6, 2022.
4. ACCORDING TO THE FEMA FLOOD INSURANCE RATE MAP (FIRM) NO. 51153C00910, NO 100-YEAR FLOODPLAIN IS MAPPED WITHIN THE SUBJECT SITE'S BOUNDARIES.
5. URBAN CONDUCTED A SEARCH OF THE VIRGINIA DWF WILDLIFE INFORMATION SERVICE DATABASE FOR THE PRESENCE OF PROTECTED SPECIES WITHIN A 2-MILE RADIUS. THIS SEARCH RADIUS WAS SELECTED BECAUSE IT IS THE STANDARD RADIUS PROVIDED FOR REVIEW BY DOIF. NO KNOWN THREATENED SPECIES WERE IDENTIFIED.
6. AN ANALYSIS OF THE TWO-FOOT CONTOUR TOPOGRAPHY SURVEY (SURVEY PROVIDED BY URBAN, LTD.) INDICATES THAT SLOPES GREATER THAN 15 PERCENT ARE PRESENT ON THE SUBJECT SITE AS SHOWN ON THIS PLAN.
7. HIGHLY ERODIBLE SOILS ON SITE INCLUDE ARCOLA SILT LOAM (4B), ARCOLA-NESTORIA COMPLEX (5C), CATLETT-SYCOLINE COMPLEX (13B), CATLETT-SYCOLINE COMPLEX (13C), DULLES SILT LOAM (17A), MANASSAS SILT LOAM (35B), AND REAVILLE SILT LOAM (48A). NO HIGHLY PERMEABLE SOILS ARE MAPPED ON SITE PER THE PRINCE WILLIAM COUNTY HIGHLY PERMEABLE SOILS MAP.

**EXISTING FOREST NARRATIVE**

Urban, Ltd. conducted a forest stand evaluation for the 7816 Bethlehem Road study area in Manassas, Virginia. The field work was conducted by Chase Allen, ISA #MA-5304A, on September 9, 2022.

The cover types are described as follows:

A - Virginia Pine - Oak (SAF 78) - fully stocked, mature, uneven-aged stand with a mean DBH of 15 inches. DBH range from 6 to 45 inches and an approximate 100 square feet of basal area per acre. White oak (*Quercus alba*) and red oak (*Quercus rubra*) were the dominant species. Other overstory species include red maple (*Acer rubrum*), tulip poplar (*Liriodendron tulipifera*), pignut hickory (*Carya glabra*), black cherry (*Prunus serotina*), and black walnut (*Juglans nigra*). Understory species include redbud (*Cercis canadensis*), American holly (*Ilex opaca*), eastern red cedar (*Juniperus virginiana*), pignut hickory, black cherry, and black walnut.

B - Virginia Pine (SAF 79) - fully stocked, medium aged, even-aged stand with a mean DBH of 12 inches. DBH range from 3 to 14 inches and an approximate 125 square feet of basal area per acre. Virginia pine (*Pinus virginiana*) was the dominant species. Other overstory species include red maple (*Acer rubrum*), red oak (*Quercus rubra*), white oak (*Quercus alba*), willow oak (*Quercus phellos*), blackjack oak (*Quercus marilandica*), eastern red cedar (*Juniperus virginiana*), and cottonwood (*Populus deltoides*). Understory species include red bud (*Cercis canadensis*), red oak, white oak, willow oak, blackjack oak and eastern red cedar.

**NON-FOREST COMMUNITIES:**

1. Hardscaped areas inclusive of existing structures and gravel or paved driveways, roads, or storage areas.
- Tree Assessment Notes:**
1. Significant trees (>30 inches or greater DBH), as defined by Prince William County within the project site were discovered through a general pedestrian survey by Chase Allen, ISA #MA-5304A, on September 9, 2022. See Tree Inventory & Condition Analysis on this page.

**SOILS SUMMARY TABLE**

SOIL ID NUMBERS	SOIL DESCRIPTION	SLOPES	EROSION	PERMEABLE	SOIL CAT.	k factor	HYDRAULIC SOIL GROUP
4B	ARCOLA SILT LOAM	2-7%	YES	YES	II	0.43	C
5C	ARCOLA-NESTORIA COMPLEX	7-15%	YES	YES	II	0.43	C
13B	CATLETT-SYCOLINE COMPLEX	2-7%	YES	YES	II	0.43	D
13C	CATLETT-SYCOLINE COMPLEX	7-15%	YES	YES	II	0.43	D
17A	DULLES SILT LOAM	0-2%	YES	YES	III	0.43	D
27A	HATBORO-CODORUS COMPLEX	0-2%	NO	YES	III	0.43	D
32A	KELLY SILT LOAM	0-2%	NO	YES	III	0.37	D
35B	MANASSAS SILT LOAM	2-7%	YES	YES	III	0.37	B
48A	REAVILLE SILT LOAM	0-4%	YES	YES	III	0.43	D
53B	SYCOLINE-KELLY COMPLEX	2-7%	NO	YES	III	0.49	D
56A	WAXPOOL SILT LOAM	0-2%	NO	YES	III	0.49	D

**SURVEYED SPECIMEN TREES TABLE**

**TREE INVENTORY & CONDITION ANALYSIS**

TREE NO.	SPECIES	SIZE	CRZ	POOR CONDITION?	CONDITION RATING	STATUS	COMMENTS
	Botanical Name	Common Name	DBH (in)	R (ft.)	%	(Remove or Preserve)	
1384	<i>Quercus rubra</i>	Red Oak	33"	33'	59.38		Dieback in canopy, vines
O1	<i>Quercus rubra</i>	Red Oak	43"	43'	68.75		Dieback in canopy, vines, next to Wetlands
O2	<i>Quercus rubra</i>	Red Oak	33"	33'	75.00		
O3	<i>Quercus alba</i>	White Oak	34"	34'	71.88		Dieback in canopy
O4	<i>Quercus alba</i>	White Oak	44"	44'	68.75		Vines
O5	<i>Quercus alba</i>	White Oak	45"	45'	65.63		Dieback in canopy, vines

**Forest Stand Acreage**

Stand Label	Stand Type	Acres
A	Virginia Pine - Oak (SAF 78)	7.50
B	Virginia Pine (SAF 79)	0.89

**PREVIOUS VS IMPERVIOUS SURFACES TABLE**

	EXISTING CONDITIONS	IMPERVIOUS ACREAGE	PERVIOUS ACREAGE
	± 30.14		± 9.79
	± 28.70		± 11.23

**ENVIRONMENTAL RESOURCES (ER) ON SITE (PER COMPREHENSIVE PLAN)**

TOTAL ACREAGE OF ER ON SITE (WETLANDS, RPA, FLOODPLAIN, STEEP SLOPES >25% AND 15% AND GREATER WITH HIGHLY ERODIBLE SOILS)	3.76 AC.
TOTAL ACREAGE OF PROPOSED ER TO BE DISTURBED	3.76 AC.

REVISIONS

NO.	DATE	DESCRIPTION

PLAN DATE: 05-15-2023  
05-22-2024

Urban, Ltd.  
4000 TECHNOLOGY CT.  
CHANTILLY, VA 20151  
TEL: 703.642.2806  
FAX: 703.642.2808  
www.urban-lltd.com

**urban**  
Planners-Engineers-Landscape Architects-Leaf Surveys

ENVIRONMENTAL CONSTRAINTS ANALYSIS  
**MANASSAS POINT**  
REF2024-0001  
GAINESVILLE MAGISTERIAL DISTRICT  
PRINCE WILLIAM COUNTY, VIRGINIA

DATE: APR. 2024  
SCALE: 1"= 100'

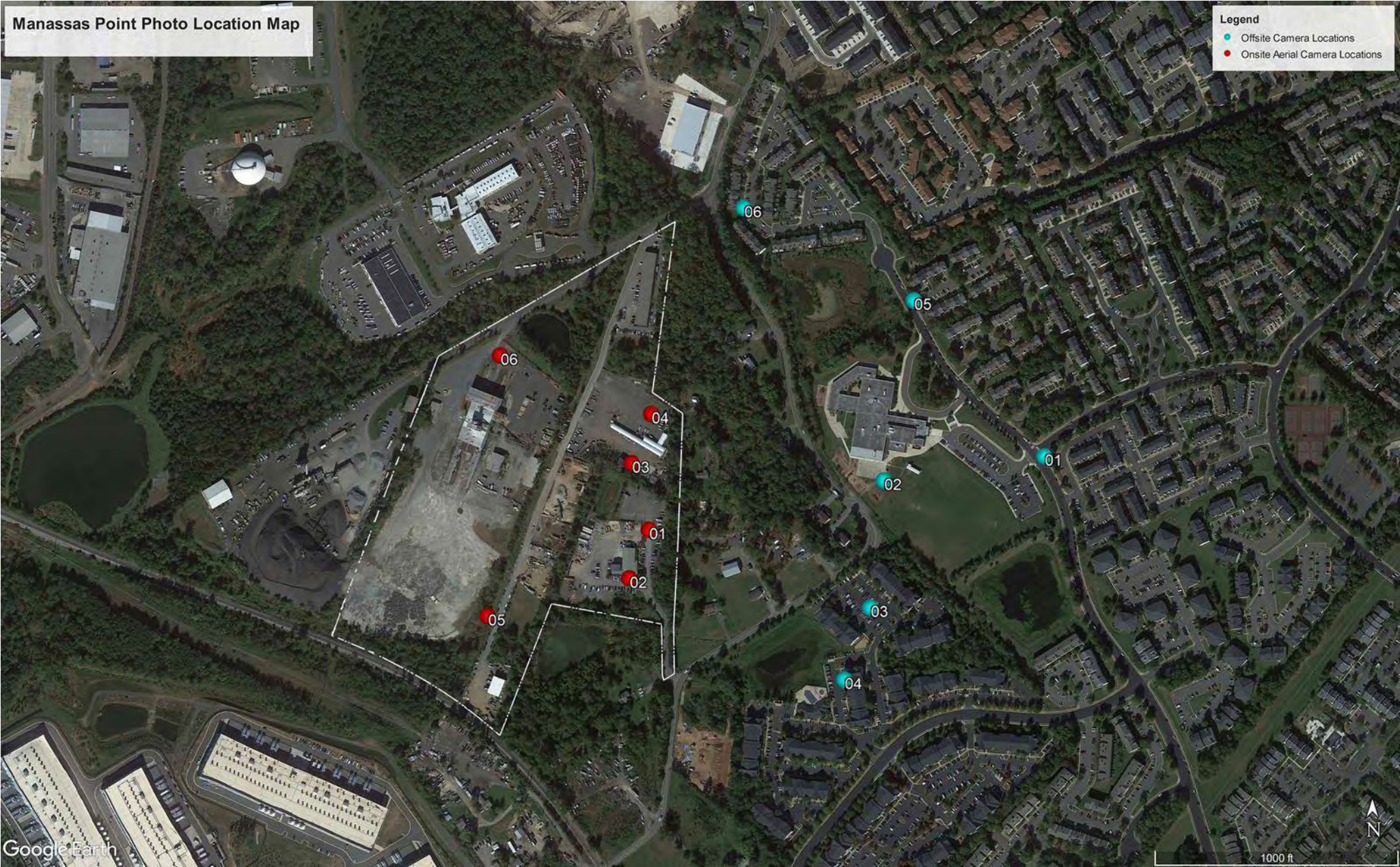
SHEET  
01  
OF  
01  
FILE No.  
RZ-13110

# Viewshed Analysis:

General Massing and Rooflines  
of  
Manassas Point

# Manassas Point Photo Location Map

- Legend**
- Offsite Camera Locations
  - Onsite Aerial Camera Locations



Google Earth

# Manassas Point Photo Location Map

- Legend**
- Offsite Camera Locations
  - Onsite Aerial Camera Locations



Google Earth

# Camera Location 01

Manassas Point Photo Location Map  
Offsite Ground Camera Location 01

**Legend**

- Offsite Camera Locations
- Onsite Aerial Camera Locations







### Existing Conditions

Camera Location: Ground 01

Address: 11175 Seibels Way, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 1,635'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



Proposed Substation

78' Roofline

78' Roofline

**Proposed Conditions**

Camera Location: Ground 01

Address: 11175 Seibels Way, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 1,635'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

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**Proposed Conditions**

Camera Location: Ground 01

Address: 11175 Seibels Way, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 1,635'

Approximate Visual Impact of 78' Buildings Shown

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## Existing Conditions

Camera Location: Ground 01

Address: 11175 Seibels Way, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 1,635'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

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Proposed Substation

78' Roofline

78' Roofline

**Proposed Conditions**

Camera Location: Ground 01

Address: 11175 Seibels Way, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 1,635'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

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**Proposed Conditions**

Camera Location: Ground 01

Address: 11175 Seibels Way, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 1,635'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE

# Camera Location 02

Manassas Point Photo Location Map  
Offsite Ground Camera Location 02

- Legend**
- Offsite Camera Locations
  - Onsite Aerial Camera Locations



Google Earth

1000 ft





**Existing Conditions**

Camera Location: Ground 02

Address: 8000 Rodes Dr, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 996'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



78' Roofline

78' Roofline

**Proposed Conditions**

Camera Location: Ground 02

Address: 8000 Rodes Dr, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 996'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Proposed Conditions**

Camera Location: Ground 02

Address: 8000 Rodes Dr, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 996'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Existing Conditions**

Camera Location: Ground 02

Address: 8000 Rodes Dr, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 996'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



78' Roofline

78' Roofline

**Proposed Conditions**

Camera Location: Ground 02

Address: 8000 Rodes Dr, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 996'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Proposed Conditions**

Camera Location: Ground 02

Address: 8000 Rodes Dr, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 996'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE

# Camera Location 03

Manassas Point Photo Location Map  
Offsite Ground Camera Location 03

- Legend**
- Offsite Camera Locations
  - Onsite Aerial Camera Locations







**Existing Conditions**

Camera Location: Ground 03

Address: 8031 Juliet Ln, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 973'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



Proposed Substation

78' Roofline

78' Roofline

**Proposed Conditions**

Camera Location: Ground 03

Address: 8031 Juliet Ln, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 973'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Proposed Conditions**  
Camera Location: Ground 03  
Address: 8031 Juliet Ln, Manassas, VA 20109  
Camera to Nearest Building Corner: Approx. 973'  
Approximate Visual Impact of 78' Buildings Shown  
Camera / Lens Combo Chosen to Match Human Eye Magnification  
Visualization by Ryan Shuler Design LLC  
\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Existing Conditions**

Camera Location: Ground 03

Address: 8031 Juliet Ln, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 973'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Proposed Substation**

**78' Roofline**

**78' Roofline**

**Proposed Conditions**

Camera Location: Ground 03

Address: 8031 Juliet Ln, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 973'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Proposed Conditions**

Camera Location: Ground 03

Address: 8031 Juliet Ln, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 973'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

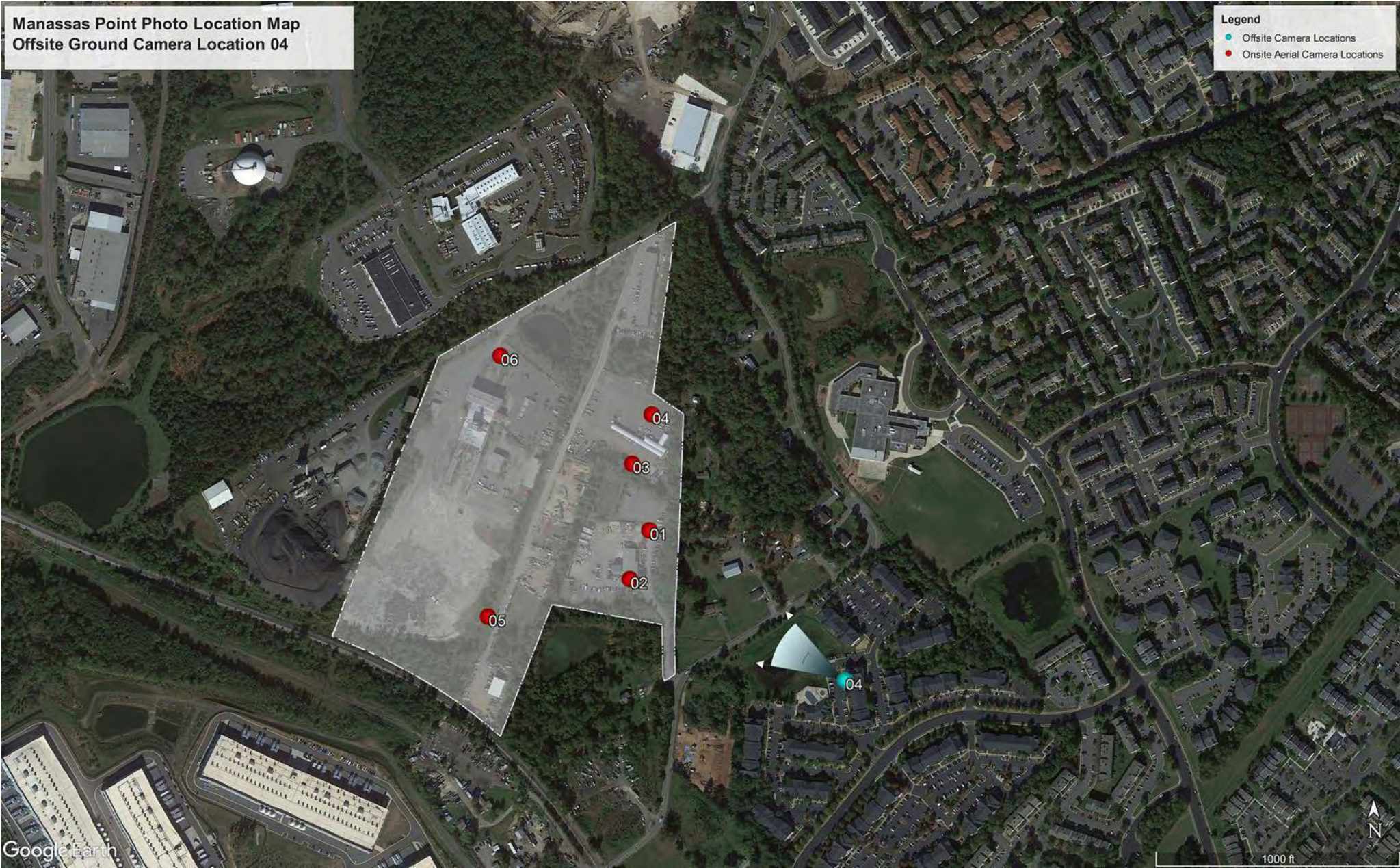
\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE

# Camera Location 04

**Manassas Point Photo Location Map**  
**Offsite Ground Camera Location 04**

**Legend**

- Offsite Camera Locations
- Onsite Aerial Camera Locations







**Existing Conditions**

Camera Location: Ground 04

Address: 8080 Juliet Ln, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 982'

Approximate Visual Impact of 078' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



Proposed Substation

78' Roofline

78' Roofline

**Proposed Conditions**

Camera Location: Ground 04

Address: 8080 Juliet Ln, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 982'

Approximate Visual Impact of 078' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Proposed Conditions**

Camera Location: Ground 04

Address: 8080 Juliet Ln, Manassas, VA 20109

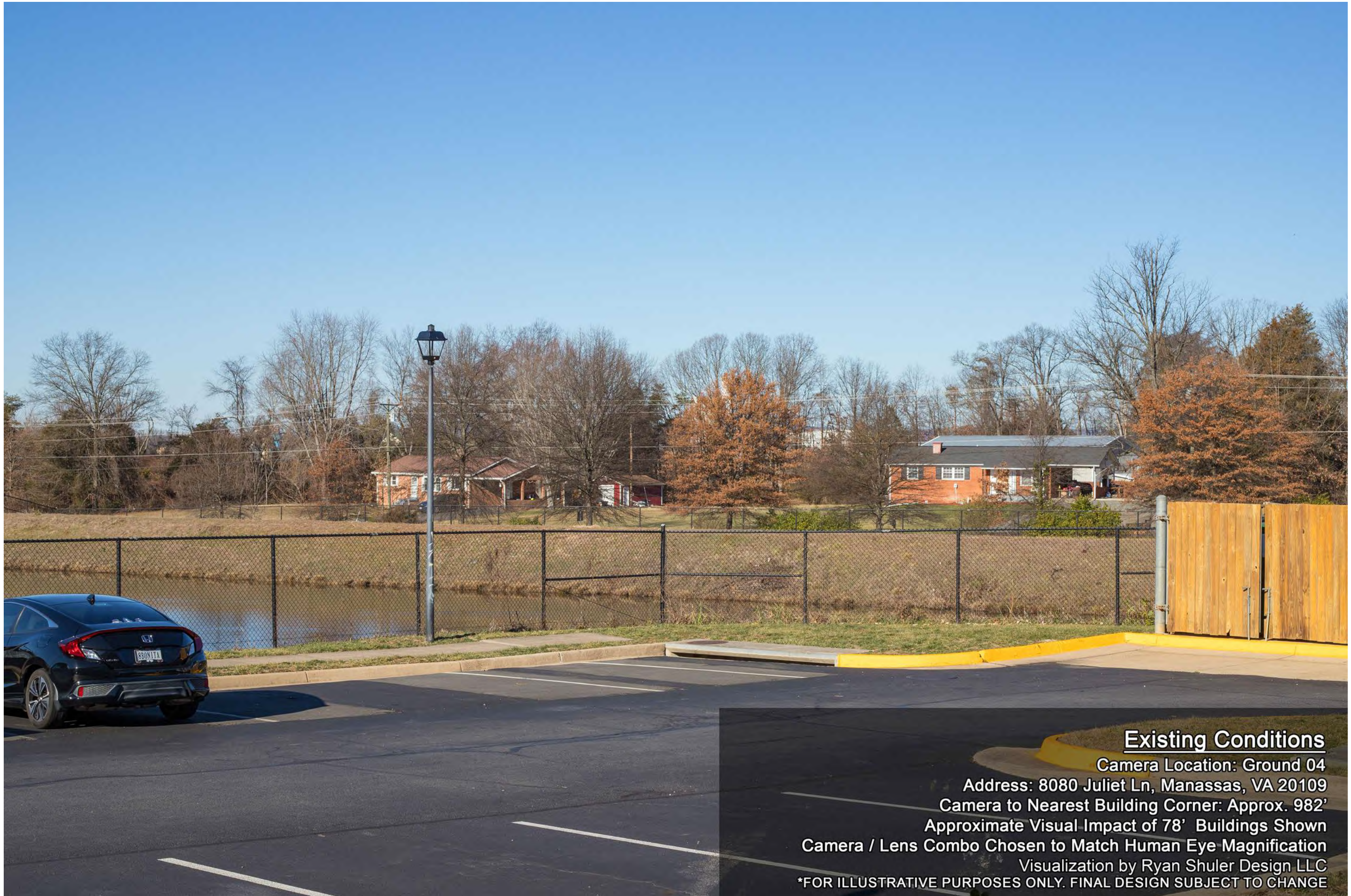
Camera to Nearest Building Corner: Approx. 982'

Approximate Visual Impact of 078' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Existing Conditions**

Camera Location: Ground 04

Address: 8080 Juliet Ln, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 982'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



Proposed Substation

78' Roofline

78' Roofline

**Proposed Conditions**

Camera Location: Ground 04

Address: 8080 Juliet Ln, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 982'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Proposed Conditions**

Camera Location: Ground 04

Address: 8080 Juliet Ln, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 982'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE

# Camera Location 05

Manassas Point Photo Location Map  
Offsite Ground Camera Location 05

**Legend**

- Offsite Camera Locations
- Onsite Aerial Camera Locations



Google Earth

1000 ft





### Existing Conditions

Camera Location: Ground 05

Address: 7801 Rebel Walk Dr, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 1,185'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



78' Roofline

78' Roofline

WARNING  
WATER RISES  
RAPIDLY  
DO NOT ENTER

No Parking  
Directional Sign

**Proposed Conditions**

Camera Location: Ground 05

Address: 7801 Rebel Walk Dr, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 1,185'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Proposed Conditions**

Camera Location: Ground 05

Address: 7801 Rebel Walk Dr, Manassas, VA 20109

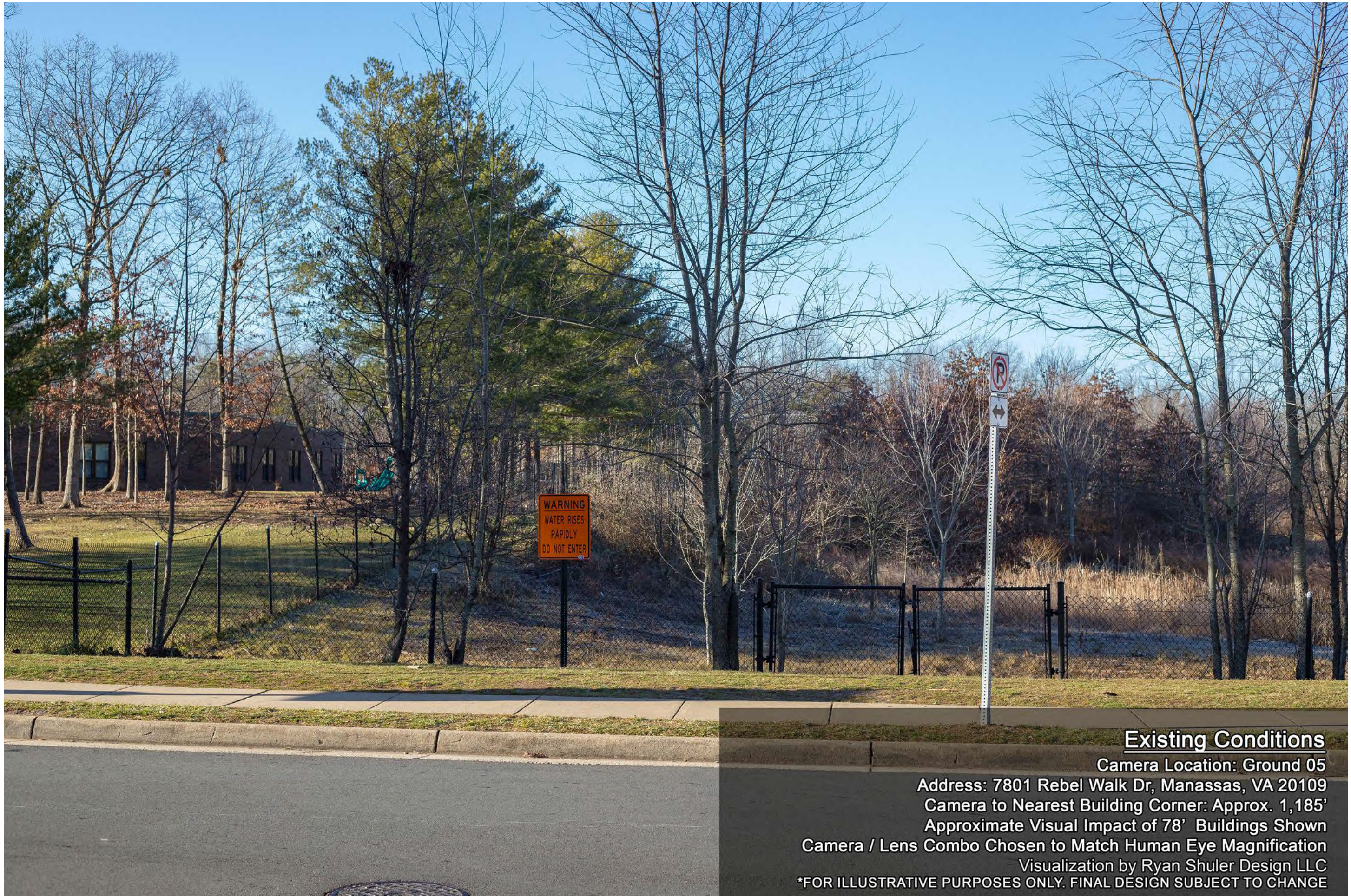
Camera to Nearest Building Corner: Approx. 1,185'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Existing Conditions**

Camera Location: Ground 05

Address: 7801 Rebel Walk Dr, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 1,185'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



78' Roofline

78' Roofline

WARNING  
WATER RISES  
RAPIDLY  
DO NOT ENTER

**Proposed Conditions**

Camera Location: Ground 05

Address: 7801 Rebel Walk Dr, Manassas, VA 20109

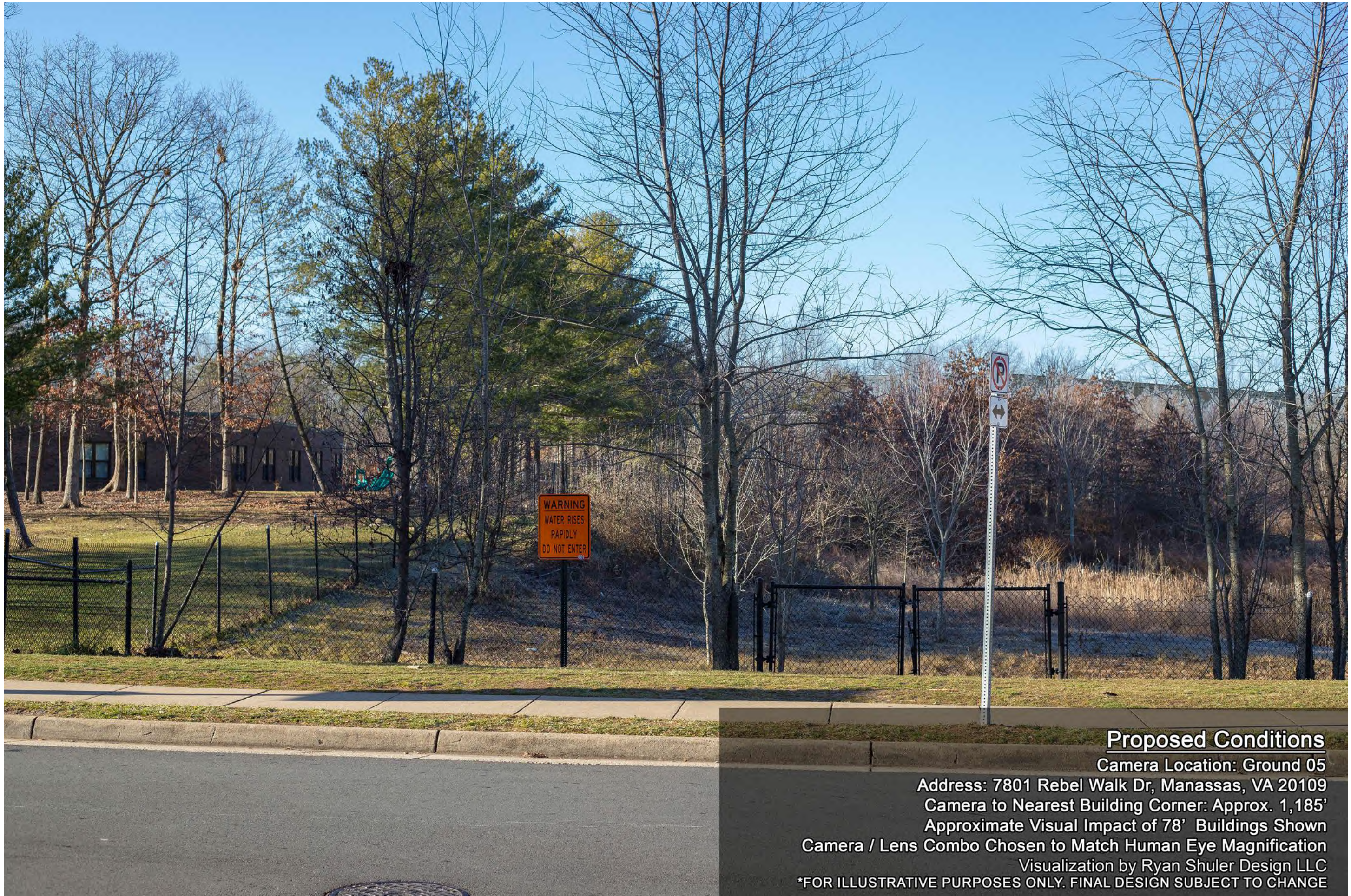
Camera to Nearest Building Corner: Approx. 1,185'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Proposed Conditions**

Camera Location: Ground 05

Address: 7801 Rebel Walk Dr, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 1,185'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE

# Camera Location 06

Manassas Point Photo Location Map  
Offsite Ground Camera Location 06

- Legend**
- Offsite Camera Locations
  - Onsite Aerial Camera Locations







**Existing Conditions**

Camera Location: Ground 06  
Address: 11306 Kessler Pl, Manassas, VA 20109  
Camera to Nearest Building Corner: Approx. 981'  
Approximate Visual Impact of 78' Buildings Shown  
Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC  
\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



78' Roofline

78' Roofline

**Proposed Conditions**

Camera Location: Ground 06  
Address: 11306 Kessler Pl, Manassas, VA 20109  
Camera to Nearest Building Corner: Approx. 981'  
Approximate Visual Impact of 78' Buildings Shown  
Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC  
\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Proposed Conditions**

Camera Location: Ground 06  
Address: 11306 Kessler Pl, Manassas, VA 20109  
Camera to Nearest Building Corner: Approx. 981'  
Approximate Visual Impact of 78' Buildings Shown  
Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC  
\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Existing Conditions**

Camera Location: Ground 06

Address: 11306 Kessler Pl, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 981'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



78' Roofline

78' Roofline

**Proposed Conditions**

Camera Location: Ground 06

Address: 11306 Kessler Pl, Manassas, VA 20109

Camera to Nearest Building Corner: Approx. 981'

Approximate Visual Impact of 78' Buildings Shown

Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC

\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE



**Proposed Conditions**

Camera Location: Ground 06  
Address: 11306 Kessler Pl, Manassas, VA 20109  
Camera to Nearest Building Corner: Approx. 981'  
Approximate Visual Impact of 78' Buildings Shown  
Camera / Lens Combo Chosen to Match Human Eye Magnification

Visualization by Ryan Shuler Design LLC  
\*FOR ILLUSTRATIVE PURPOSES ONLY. FINAL DESIGN SUBJECT TO CHANGE

**HISTORICAL COMMISSION RESOLUTION**

**MOTION: PORTA**

**September 12, 2023**

**SECOND: HENSON**

**Regular Meeting**

**Res. No. 23-081**

**RE: LAND DEVELOPMENT RECOMMENDATIONS**

**ACTION: APPROVED**

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

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

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

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

<u>Case Number</u>	<u>Name</u>	<u>Recommendation</u>
SUP2023-00031	Saint Elizabeth Ann Seton SUP Amendment	Table
SUP2019-00044	Haymarket Motor Vehicle Fuel Station - 4th Submission	Fabricate and install up to two interpretive markers, similar to Civil War Trails signs, with The Journey Through Hallowed Ground and Civil War Activity at Haymarket as their subjects, with specific content to be determined by the Historical Commission at a later date.
REZ2018-00023	American Trade Center - 4 <sup>th</sup> Submission	No Further Work

<b><u>Case Number</u></b>	<b><u>Name</u></b>	<b><u>Recommendation</u></b>
SUP2018-00041	American Trade Center Building B - 4 <sup>th</sup> Submission	No Further Work
SUP2018-00042	American Trade Center Building C - 4 <sup>th</sup> Submission	No Further Work
SUP2018-00043	American Trade Center Motor Vehicle Fuel Station - 4 <sup>th</sup> Submission	No Further Work
REZ2023-00026	Stoneview - 2 <sup>nd</sup> Submission	Military Site Survey. Phase I study and, if warranted, Phase II evaluation and Phase III data recovery study. Artifacts to be donated to and curated with the County. Research past ownership. Interpretation of Bethlehem Church.
SUP2023-00033	Living Hope Evangelical Presbyterian Church Special Use Permit Amendment	No Further Work
REZ2023-00028	Parsons Business Park Proffer Amendment	No Further Work
REZ2023-00031	Thomas Farm at Bristow Station	Table
SUP2024-00002	Tommy's Car Wash at Minnieville	Table
SUP2023-00036	Braemar Flagship Car Wash	No Further Work
REZ2024-00001	Manassas Point Proffer Amendment	Cemetery Delineation. Phase I study. Viewshed study.
PFR2024-00002	Homeless Navigation Center East	No Further Work
SUP2024-00001	American Trade Center Car Wash	No Further Work



<u>Case Number</u>	<u>Name</u>	<u>Recommendation</u>
REZ2024-00002	Balls Ford Road Crossing	Research past ownership. Phase II evaluation and Phase III data recovery study of 44PW211. Artifacts to be donated to and curated with the County. Interpretation of Wellington Station and army maneuvers.
REZ2024-00004	Gibson Crossing	Evaluate standing structure/ architectural review of house. If house is razed salvageable vintage material to be ceded to the Prince William County Office of Historic Preservation for restoration projects.
REZ2024-00003	Palmas Garden Center	No Further Work

**Votes:**

**Ayes:** by acclamation

**Nays:** None

**Absent from Vote:** None

**Absent from Meeting:** Brown, Kastens

**MOTION CARRIED**

ATTEST:   
Secretary to the Commission