

Rezoning Case #R19-0007
Voluntary Proffer Statement- DRAFT FOR DISCUSSION PURPOSES ONLY
VILLAGE AT CROSSROADS STATION
Spotsylvania County, Virginia

APPLICANT: Tricord Incorporated
OWNERS: Denali Capital Group, LLC; Michael A. Jones and S. Craig Jones;
Tricord Incorporated
PROJECT: Village at Crossroads Station
TAX MAP PARCELS: 37 ((A)) 48, 49, 50, 52, 52A, 53, 54, 55
DATED: May 20, 2020
REVISED: January 8, 2021

The Applicant and Owners, (hereinafter sometimes collectively referred to as the "Applicant" or "Applicants") are seeking to rezone the above referenced parcels of land, containing approximately 115.1 acres (hereinafter the "Property"), as shown on the generalized development plan prepared by Sullivan, Donahoe and Ingalls, entitled "Zoning Map Amendment, Generalized Development Plan, Village at Crossroads Station", dated June 5, 2019, and a revised April 22, 2020, and last revised January 6, 2021 (hereinafter referred to as "the GDP"), a copy of which is attached hereto as "Attachment A". The Applicant, its successors and assigns, hereby voluntarily agrees that the development of the Property, subsequent to approval of the rezoning application to which these proffers are attached, will be in conformance with the following proffered conditions ("Proffers") pursuant to Sections 15.2-2303 and 15.2-2303.4, et al. of the Code of Virginia (1950), as amended, and Section 23-4.6.3, et al. of the Zoning Ordinance of Spotsylvania County (1995), as amended. The Proffers are the only conditions offered in this rezoning application, and any prior proffers affecting the Property are hereby superseded by these Proffers. All previous proffers associated with the Property, whether of record or not, are hereby void and of no further force and effect. The Proffers will be enforceable only upon Spotsylvania County's ("County") full and final approval of rezoning application R19-0007 submitted by the Applicant.

I. Land Use

- a. The Property will be developed in conformance with the GDP attached hereto as Attachment A. Notwithstanding the foregoing, all parcel lines, parcel sizes, building envelopes, building sizes, public road locations, private driveway and travel way locations, utility locations, storm water management facilities, amenities, and dimensions of undeveloped areas shown on the GDP may be reasonably adjusted for purposes of the final site or subdivision plans to allow the Applicant to address final development, engineering, and design requirements, or to fulfill compliance with regulations issued by state and federal agencies which may include but not be limited to the Virginia Department of Historic Resources (“DHR”), the Virginia Department of Transportation (“VDOT”), the Virginia Department of Environmental Quality (“DEQ”), the Virginia Department of Conservation and Recreation (“DCR”), the U.S. Army Corps of Engineers (“ACOE”), and compliance with the requirements of the County’s zoning ordinance and design standards manual. Notwithstanding the foregoing, no adjustments to the GDP shall relieve the Applicant from implementing any of the following Proffers.
- b. In total, no more than 770 residential dwelling units shall be constructed on the Property. Residential dwelling units, on the Property, shall consist of single family detached, single family attached, and multiple family dwelling units. No more than 270 residential dwelling units shall be multiple-family dwellings. All multiple-family dwellings shall be for sale only as condominiums and limited to POD A and B.
 - i. No more than 200 residential dwelling units shall be constructed in POD A.
 - ii. No more than 350 residential dwelling units shall be constructed in POD B.
 - iii. No more than 150 residential units shall be constructed in POD C.
 - iv. No more than 100 residential dwelling units shall be constructed in POD D.
 - v. No more than 185 residential dwelling units shall be constructed in POD E.
- c. Commercial/office uses shall not be permitted on the Property.
- d. To facilitate tracking of the proffer requirements herein, and to illustrate the proposed density and allocation of each unit type, defined above, within separate PODs, Applicant shall submit a Preliminary Plat, as defined in the Ordinance, for all the Property prior to approval of the first Site Plan for the Property. The Preliminary Plat shall show one location for a bus pull off on the road connection between Crossroads Parkway (“V1”) and Thornton Rolling Road (“V4”), sometimes referred to herein as “Crossroads Station Boulevard”.

II. Transportation

- a. Areas shown as “PROPOSED RIGHT-OF-WAY” on Sheet 10 of the GDP shall be conveyed to the County in accordance with applicable County requirements and procedures. Conveyance shall be made in each respective POD in conjunction with recordation of the first subdivision plat within that POD.

- b. Offsite transportation improvements are to be constructed as shown on Sheets 9 and 10 of the GDP, as detailed below.
 - i. The following improvements to Crossroads Parkway, shown on Sheet 9 of the GDP, shall be constructed no later than the issuance of the 180th building permit, or 90% of the building permits for the total units shown on the approved Site Plan, for residential dwelling units in POD A: new northbound right turn lane; right turn taper into the site; two continuous northbound left turn lanes; southbound left turn lane to access site; southbound through lane; southbound right turn lane into Crossroads Station entrance.
 - ii. The following improvements to Route 17 shown on Sheet 9 of the GDP shall be constructed no later than issuance of the 400th building permit for a residential dwelling unit on the Property: the extension to the eastbound right turn lane; the extension to the west bound left turn; the extension to the west bound receiving lane.
 - iii. The following improvements to Thornton Rolling Road associated with the site access on Parcel 37 ((A)) 52A shown on Sheet 10 of the GDP shall be constructed no later than the issuance of the 200th building permit for residential dwelling units in POD B and POD C combined: the southbound right turn lane into the site; the northbound left turn lane into the site; extension of the northbound left turn lane onto Route 17. The improvements to Thornton Rolling Road will include improvements to Jim Morris Road, shown on Sheet 10 of the GDP.
- c. A total of five vehicular interspace connections shall be provided as shown on the GDP and further described below.
 - i. The road connection between Crossroads Parkway ("V1") and Thornton Rolling Road ("V4"), sometimes referred to herein as "Crossroads Station Boulevard", shall be constructed (to base asphalt) no later than issuance of the 400th building permit for a residential dwelling unit on the Property.
 - ii. Interspace connection V3 shall be designed in conjunction with the engineering plans for Crossroads Station Boulevard. In conjunction with the construction of Crossroads Station Boulevard, all improvements associated with the intersection shall be constructed to within 10 feet of the edge of the Crossroads Station Boulevard right-of-way.
 - iii. Interspace connection V6 shall be located in the area as generally shown on the GDP for the purpose of providing a future connection to Tax Parcel 37-A-47A. The Site Plan for POD E shall reserve an area of 50 feet in width to allow the construction of a future connection of a road and pedestrian trail.
- d. A total of nine pedestrian interspace connections shall be provided as shown on the GDP.

- i. The pedestrian trails between P1 and P4, and between P5 and P9, shall be included in public right of way and conveyed to the County, or placed into an easement and dedicated to public use, so that the trails can be utilized as a segment of the East Coast Greenway. The trails shall have a minimum width of ten feet (10'), except for the trails between P2 and P6, and between P3 and P8, which shall have a minimum width of five feet (5') and a maximum width of eight feet (8'). The trails will be constructed of concrete, asphalt or similar materials. Applicant will provide directional signage at each interspace connection in a format and style approved by the County.
- ii. The pedestrian connection between P1 and P4 shall be designed and constructed in conjunction with Crossroads Station Boulevard.
- iii. The pedestrian connection between P4 and P5 shall be constructed no later than issuance of the 315th building permit, or 90% of the building permits for the total units shown on the approved Site Plan, for residential units in POD B.
- iv. The pedestrian connection between P4 and P9 shall be constructed in phases. The phase north of the power line easement shall be constructed no later than the issuance of the 135th building permit, or 90% of the building permits for the total units shown on the approved Site Plan, for residential units in POD C. The phase south of the power line easement (to include the portion located within the power line easement) shall be constructed no later than issuance of the 90th building permit, or 90% of the building permits for the total units shown on the approved Site Plan, for residential units in POD D. P9 shall be connected to the existing sidewalk in the right-of-way to the South of the Property by means of an agreement with the Property Owner to the South.
- v. The pedestrian connection between P1 and P6, and the pedestrian connection between P2 and P6 shall be constructed no later than issuance of the 180th building permit, or 90% of the building permits for the total units shown on the approved Site Plan, for residential units in POD A.
- vi. The pedestrian connection between P3 and P8 shall be constructed no later than issuance of the 165th building permit, or 90% of the building permits for the total units shown on the approved Site Plan, for residential units in POD E.

- vii. The pedestrian connection between P6 and P7 shall be constructed only if the Applicant can reach an agreement with the County to acquire easements for interspace connection to and across Parcel 37 ((A)) 51 to connect to the existing sidewalk on Crossroads Parkway. Applicant shall design and construct the entire connection including the portion across Parcel 37 ((A)) 51. The connection shall be constructed prior to the approval of the final subdivision plat creating a residential lot on POD E.

III. Community Area/Amenities

- a. A minimum of 29 acres of Community Area (approximately 25% of the total Property area), as defined herein, shall be provided on the Property.
 - i. Community Area shall be any area conveyed to a property owner's association for land within the Property for use as active recreation, passive recreation, aesthetic improvements, entry features, landscaping or undisturbed natural area. It may include linear parks, pocket parks, or similar along the pedestrian trail connections shown on Sheet 6 of the GDP. It may include parks with specific recreational amenities for which access and/or use is limited to members of a property owner's association for land within the property. In tabulating Community Area, all acreage defined above related to such recreational amenities, community buildings and associated parking lots shall be included.
 - ii. POD A shall include a minimum of 4 acres of Community Area. The Community Area shall be conveyed no later than the recordation of the final subdivision plat creating the last residential lots in POD A, as shown on the Preliminary Plat.
 - iii. POD B shall include a minimum of 3 acres of Community Area. The Community Area shall be conveyed no later than the recordation of the final subdivision plat creating the last residential lots in POD B, as shown on the Preliminary Plat.
 - iv. POD C shall include a minimum of 9 acres of Community Area. The Community Area shall be conveyed no later than the recordation of the final subdivision plat creating the last residential lots in POD C, as shown on the Preliminary Plat.
 - v. POD D shall include a minimum of 4 acres of Community Area. The Community Area shall be conveyed no later than the recordation of the final subdivision plat creating the last residential lots in POD D, as shown on the Preliminary Plat.

- vi. POD E shall include a minimum of 9 acres of Community Area. The Community Area shall be conveyed no later than the recordation of the final subdivision plat creating the last residential lots in POD E, as shown on the Preliminary Plat.

IV. Required Notice

- a. In each contract for the sale of a residential dwelling unit within the Property, there shall be included in said contract for sale, a disclosure concerning the location of Fort A.P. Hill, its proximity to the Property, and the potential impacts (including traffic, vibration and sound) upon said residential housing unit from the activities and operations conducted at or upon Fort A.P. Hill, by the U.S. Army, and/or by any other military service branches.

V. Cash Proffers

- a. After completion of the final inspection and prior to the time of issuance of a certificate of occupancy for each residential dwelling unit built on the Property, the Applicant shall make a Cash Proffers of: \$287.01 per single family detached; \$227.53 per single family attached; and \$140.67 per multi-family condominium unit. These amounts may be adjusted as defined in Section V.b and VI.d. below. These amounts are based on the table below:

Category	Single Detached	Family	Single Attached	Family	Multi-Family Condominium
Public Parks	\$198.30		\$157.21		\$97.19
Public Safety	\$88.71		\$70.32		\$43.48
Schools	\$0		\$0		\$0
Total	\$287.01		\$227.53		\$140.67

- b. Beginning five years after approval of the rezoning application, cash proffers herein described, above, shall be adjusted annually on January 1 to reflect any increase from the preceding year in the Consumer Price Index, U.S. City Average, All Urban Consumers (CPI-U) (the "CPI") prepared and reported monthly by the U.S. Department of Labor. The adjustment shall be made by multiplying the Cash Proffers for the preceding year by the change in the CPI from December of the previous year to the December of the year prior. If the CPI-U is discontinued by the U.S. Department of Labor, the Zoning Administrator shall designate an appropriate index or formula, such as the Marshall & Swift Building Cost Index, having the same general acceptance as to use the reliability as the CPI-U herein described.
- c. In addition to the total cash proffers described above, Applicant shall make a cash proffer of \$2,000,000 towards schools and transportation, use of the total amount subject to the discretion of the County, to be paid as follows:

- i. After completion of the final inspection and prior to the time of issuance of a certificate of occupancy for each residential dwelling unit built on the Property, the Applicant shall make a Cash Proffer of \$2,500 per residential unit shown within the first four PODs developed, with the amount of the balance prorated equally among the remaining units shown within the Site Plan for the last POD approved.

VI. Affordable Housing

- a. A minimum of ten percent (10%) of the Units on the Property shall be designated as "Affordable Dwelling Units" ("ADU") to be made available only to a Qualified Purchaser (as defined in Paragraph 2 below). Affordable Dwelling Units (as defined herein) shall be designated at the time when applications for occupancy permits are submitted. ADUs shall be marketed only as owner-occupied principal residences. A proffer tracking spreadsheet for ADUs shall be provided to the Zoning Administrator annually or more frequently if requested.
- b. The annual income of a Qualified Purchaser of an ADU may not exceed one hundred percent (100%) of the median family income, as identified by the most recent data published by the federal department of Housing and Urban Development, United States Census Bureau, or similar, for Spotsylvania County, Virginia, as of the date the purchase agreement is executed (the "Income Qualifications"). Any purchaser who meets the Income Qualifications shall be a "Qualified Purchaser." Nothing in these Proffers shall be interpreted as restricting the resale of an ADU by a Qualified Purchaser in any way.