

VOLUNTARY PROFFER STATEMENT

Applicant/Owner: Thornburg, L.L.C. (collectively the “Applicant”)
107 Juliad Court
Fredericksburg, VA 22406

Representative: Charles W. Payne, Jr., Hirschler Fleischer
725 Jackson Street, Ste. 200, Fredericksburg, VA, 22401
Phone: (540) 604-2108; Fax (540) 604-2101
Email: cpayne@hirschlerlaw.com

Project Name: “Thornburg Commons” (“Project”)

Property: Spotsylvania County Tax Parcel 63-A-35 & 63-A-35C, consisting of approximately 59.21 acres (collectively, the “Property”)

GDP: Generalized Development Plan, titled “Thornburg Commons Generalized Development Plan Tax Maps 63-A-35 and 63-A-35C” prepared by The Kniseley Group, Inc., dated December 1, 2020, as last revised December 20, 2021, attached as **Exhibit A** (“GDP”)

Rezoning Request: From A-2 to PDH-5

Date: January 7, 2022

Rezoning File No.: R20-0015

I. General Information

The Applicant and its respective successors and assigns, hereby 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 GDP and 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. The Proffers will be effective upon Spotsylvania County’s (“County”) full and final approval of rezoning application R20-0015 to reclassify the Property from A-2 to PDH-5 to allow for the development of no more than 157 single-family detached dwelling units and 62 single-family attached dwelling units. Any prior proffers affecting the Property, whether of record or not, are hereby superseded by these Proffers, and thus are void and of no further force and effect upon said approval.

II. Land Use

- A. **General Development.** The Property will be developed in conformance with the GDP. Notwithstanding the foregoing, all parcel lines, parcel and lot sizes, building envelopes, building or home sizes, public road locations, private driveway and travelway locations, utility locations, storm water management facilities, amenities, waste facilities, parking areas, and dimensions of undeveloped areas shown on the GDP may be reasonably adjusted for purposes of the final site or subdivision plans to allow full compliance with state and federal agency regulations including, but not limited to, Department of Historic Resources (“DHR”), Virginia Department of Transportation (“VDOT”), Department of Environmental Quality (“DEQ”), Department of Conservation and Recreation (“DCR”), Army Corps., etc., and the County’s Zoning Ordinance, Subdivision Ordinance, and Design Standards Manual. Notwithstanding the foregoing, any material adjustments to the GDP shall be subject to the approval of the County’s Zoning Administrator, and in no event shall approved adjustments to the GDP relieve the Applicant from providing any of the Proffers.
- B. **Use.** The Property shall be developed solely for no more than 157 single-family detached dwelling units (“SFD Units”) and 62 single-family attached dwelling units (“SFA Units”), (each individually may be referred to as a “Unit,” and collectively, the “Units”) as shown on the GDP, and the Property shall not be developed for any other secondary uses allowed under the PDH-5 district, except for any home occupation and accessory use authorized under said district.
- D. **Architectural Features and Materials.** The architectural features for the Units shall be as generally depicted on the attached elevations titled “Thornburg Commons”, dated November 2021, prepared by LPDA, which is attached hereto and marked as **Exhibit B.** The materials for the front façades of each Unit shall incorporate one or more of the following or substantially similar materials:
- Partial or full masonry or veneer (in addition to foundation).
Concrete block is not permitted.
 - Shake/shingle siding, either authentic or faux
 - Vertical/board-and-batten siding
 - Vinyl horizontal siding
 - Fiber cement siding

The Zoning Administrator in his/her sole discretion may approve alternative materials which are substantially similar to the aesthetics created by the materials listed above.

III. Transportation

The Applicant shall provide the following in-kind transportation proffers, all as generally depicted on the GDP:

- A. Construction of a westbound left-turn lane on Morris Road at the north Project driveway with 200 feet of storage;
- B. Construction of a site driveway at Morris Road with one ingress lane and two egress lanes;
- C. Construction of a ten foot wide shared use asphalt path across the frontage of the Project located within the proposed Morris Road right-of-way; and
- D. Dedication of right-of-way along Morris Road to include sixty feet (60') from existing centerline of the Morris Road right-of-way to accommodate a future four-lane divided major collector or minor arterial road. Dedication shall be provided with the first subdivision plat for the Project, except in the event the County requests that all or part of the said right of way be dedicated sooner. In this event and within thirty (30) days of the County's request, the Applicant will submit the right of way dedication plat application for approval and diligently pursue plat approval and record said right of way within sixty (60) days of original plat application submission. Notwithstanding the foregoing, the County may allow an extended period of time for the Applicant to obtain approval and record the said right of way plat.
- E. Construction of an emergency access connection designated on the GDP as "Fire-Emergency Access (Grass Surfaced)."
- F. Applicant shall reserve a ninety (90) foot area for a potential future interparcel connection from the owner of Tax Map 76-A-5, all as generally shown on the GDP.
- G. All of the aforesaid in-kind transportation proffers shall be completed prior to the issuance by the County of the first Unit certificate of occupancy permit (temporary or final).

IV. Cash Proffers

- A. The following cash proffers will be provided to mitigate the Project's impacts. For the purpose of calculating the total cash Proffers, the number of Units has been reduced from 219 to 209 to reflect the 10 by-right single-family detached units that could be developed under the existing A-2 zoning. Notwithstanding the foregoing, cash proffers are applicable to all Units and will be paid on a per unit basis of \$705.22 per SFD Unit ($\$110,719.54$ divided by 157 SFD Units = \$705.22 per SFD Unit) and \$557.83 per SFA Unit ($\$34,585.46$ divided by 62 SFA Units = \$557.83 per SFA Unit) (collectively the "Cash Contributions") only after the final inspection and before the County's approval of a certificate of occupancy (temporary or final) for each Unit.

CASH AND IN-KIND PROFFERS					
	SF Detached	SF Attached	Multi-Family	Age-Restricted	TOTAL
Per Unit Cash Proffer	\$705.22 x 157	\$557.83 x 62	\$0 x 0	\$0 x 0	
TOTAL	\$110,719.54	\$34,585.46	\$0	\$0	\$145,305.00

LUMP SUM AND IN-KIND CONTRIBUTIONS		
PUBLIC FACILITY CATEGORY		TOTAL VALUE
Schools	\$0.00 cash per Unit to Schools	\$0.00
Public Safety	\$272.86 cash per SFD Unit and \$215.83 per SFA Unit to Public Safety	\$56,220.48
Transportation	\$0.00 cash per SFD Unit and \$0.00 per SFA unit to Transportation	\$0.00
Parks & Rec.	\$432.36 cash per SFD Unit and \$342.00 per SFA Unit to Parks & Rec.	\$89,084.52
TOTAL CASH & IN KIND PROFFER VALUE		\$145,305.00

PROFFERED PHASING AND TIMING	
Phase or Contribution/Dedication	Timing
<i>Cash Contributions to Public Safety</i>	After the final inspection and before the County's approval of a certificate of occupancy permit (temporary or final) for each Unit.
<i>Cash Contributions to Parks & Rec.</i>	After the final inspection and before the County's approval of a certificate of occupancy permit (temporary or final) for each Unit.

- B. Escalation Clause. Commencing five (5) years after the approval of this rezoning application, the cash proffers for each Unit shall be adjusted annually on January 1 to reflect any increase for the preceding year in the Consumer Price Index, U.S. City Average, All Urban Consumers (the "CPI-U") prepared and reported monthly by the U.S. Bureau of Labor Statistics of the United States Department of Labor. The adjustment shall be made by multiplying the Cash Contributions for the preceding year by the CPI-U as of December 1st in the preceding year. If the CPI-U is discontinued by the United States Department of Labor, the Marshall and Swift Building Cost Index formula shall be used as defined by section 15.2.2303.3b of the Code of Virginia.

V. **Additional Proffers**

- A. The following amenities for the Project shall be provided: (i) a 2.5 acre multi-use community park and play field, (ii) one multi-age group 0.15 acre tot lot located within the townhouse area, a 0.50 acre dog park with picnic shelter, (iii) a 0.25 acre community garden with 5-foot asphalt trail, and (iv) 8-foot wood chip nature trail, all as shown on the GDP. All of the foregoing amenities will be completed prior to the issuance of the 110th Unit certificate of occupancy permit (temporary or final).

- B. Applicant and Owner agree to pay an additional cash proffer of \$300,000.00 towards the County's Route 1 intersection improvements and/or other County CIP transportation projects in accordance with Section 15.2-2303.2.C of the code of Virginia. This proffer shall be paid to the County as follows: (i) \$150,000.00 upon the County's issuance of the 112th Unit certificate of occupancy permit (temporary or final), and (ii) \$150,000.00 upon the County's issuance of the 165th Unit certificate of occupancy permit (temporary or final).

[AUTHORIZED SIGNATURES TO FOLLOW]

The Applicant/Owner make these Proffers voluntarily, in support of their rezoning application.

WITNESS the following signatures:

APPLICANT/OWNER:

THORNBURG, LLC, a
Virginia limited liability company

By: _____
Its: _____
Print: _____

COMMONWEALTH OF VIRGINIA
CITY/COUNTY OF _____

The foregoing was subscribed, sworn to and acknowledged before me this ___day of _____, 20___, by _____, _____ of Thornburg, L.L.C., a Virginia limited liability company, on behalf of the company.

Notary Public

Print Name: _____
My Commission Expires: _____
Registration No. _____

[SEAL]

EXHIBIT A

Generalized Development Plan

EXHIBIT B

Elevations

14429997.1 044801.00001