

VOLUNTARY PROFFER STATEMENT
R21-0010

The Applicants' Name: (1) Courthouse Road Properties, L.L.C.
(2) PHACH, L.L.C.
(together the "Applicants")

The Owners' Names: (1) Courthouse Road Properties, L.L.C.
(2) PHACH, L.L.C.
(together the "Owners")
10333 Southpoint Landing, 3rd Floor
Fredericksburg, VA 22407

Project Name: Spotsylvania Courthouse Village | Brock Road Intersection
(the "Project")

Tax Parcels: 47-A-1, 47-A-2, 47-A-3, 47-A-3A, 47-A-4, 47-A-6A,
47-A-59, 47-A-59A and 47-8-1
As Shown on Exhibit A (the "Property")

Date: May 21, 2021, Amended March 27, 2023

- I. General Information – The Owners, their successors or assigns, hereby agree that the development of the Property, subsequent to the approval of the rezoning application to which these proffers are attached, will be in general conformance with the Generalized Development Plan ("GDP" attached as Exhibit B) and the following proffered conditions (the "Proffers"), pursuant to Section 15.2-2303, 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, Virginia (1995 amended). The Proffers are the only conditions offered in this rezoning application, and any prior proffers affecting the Property, whether by prior proffer offers, are hereby superseded by these Proffers.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 in effect only upon the Spotsylvania County Board of Supervisors full and final approval of the rezoning application R21-0010 submitted by the Owners for the reclassification of the following parcels owned by Courthouse Road Properties, L.L.C.: Parcel 47-A-59 from RU to MU-3; Parcels 47-A-1, 47-A-2 and 47-6A from RU to MU-4; Parcel 47-A-3 from RU and C-2 to MU-4, Parcel 47-A-3A from C-2 to MU-4 and Parcel 47-A-4 from C-1 to MU-4 and reclassification of the following parcels owned by PHACH, L.L.C.: Parcels 47-A-59A and 47-8-1 from RU to MU-4.
- II. General Development Plan – The Property will be developed in conformance with the GDP. Notwithstanding the foregoing, all parcel lines, parcel and lot sizes, building envelopes, building or unit sizes, public road locations, private driveway and travel-way locations, waste facilities, interparcel connections, parking areas, utility locations, storm water management facilities, amenities, dimensions of undeveloped areas and all other areas shown on the GDP may be reasonably adjusted for purposes

of the final site or subdivision plans to allow full compliance with the requirements of state and federal agency regulations including, but not limited to, Virginia Department of Historical Resources (“DHR”), Virginia Department of Transportation (“VDOT”), Virginia Department of Environmental Quality (“DEQ”), Virginia Department of Conservation and Recreation (“DCR”), U.S. Army Corps. of Engineers, and the County’s Zoning Ordinance, Subdivision Ordinance, and Design Standards Manual. Notwithstanding the foregoing, any material adjustments to the GDP will be subject to the approval of the County’s Zoning Administrator, and in no event will approve adjustments to the GDP relieve the Applicant and Owner from providing any of the Proffers.

- III. Architectural and Landscape Guidelines – In order to achieve an overall compatibility and continuity of architectural design, construction, landscaping, signage and subsequent alterations of the Property within the Project and as a condition of receiving the first building permit in each land bay, the Developer of each land bay (“Developer”), shall record architectural, building and site covenants to ensure the continuity of design in the Village. The plans may only be amended by an occupant of the Property after receiving written permission from the Developer, the Owners, or a designee of the Owners.

- IV. Building Height – All buildings shall be limited to a height of no more than three (3) stories above grade.

- V. Village Trailways/Sidewalks – The Applicants do hereby proffer to provide a system of trails as depicted on the GDP.

- VI. Transportation Improvements – The Applicants have submitted a Traffic Impact Analysis dated June 22, 2023 (the “Study”) for review and approval. The Study calls for improvements described below, and, subject to the approval and permitting by Spotsylvania County and VDOT, the Applicants proffer to make said improvements:
 - Construct a westbound right turn lane with a 200ft storage capacity at the intersection of Lake Anna Parkway and Site Drive #1 as detailed on the GDP.
 - Construct an eastbound right turn lane with a 200ft storage capacity at the intersection of Lake Anna Parkway and Site Drive #2 as detailed on the GDP.
 - Construct frontage improvements along Brock Road with pavement markings that provide a southbound right turn lane at the intersection of Brock Road and Site Drive #3 as detailed on the GDP.
 - Construct a northbound left turn lane with a 200ft storage capacity at the intersection of Brock Road and Judiciary Drive / Site Drive #4 as detailed on the GDP.
 - Construct frontage improvements along Old Robert E Lee to provide for a future 48ft cross section as detailed on the GDP. This improvement is recommended on site frontage exclusively.
 - Construct a southbound left turn lane creating dual southbound left turn lanes with a

- 350ft storage capacity at the intersection of Virginia Route 208 and Brock Road.
- Extend the existing southbound left turn lane at the intersection of Lake Anna Parkway and Brock Road to the intersection of Brock Road and Judiciary Drive / Site Drive #4. This will create a four lane cross section between Lake Anna Parkway and Judiciary Drive.
 - Extend the existing westbound left turn lane from 250ft to 350ft at the intersection of Virginia Route 208 and Brock Road.
 - Extend the existing eastbound left turn lane from 250ft to 300ft at the intersection of Virginia Route 208 and Brock Road.
 - Change the phasing plan for the signalized intersection of Virginia Route 208 and Brock Road from a six phase operation to an eight phase operation.
 - Provide signalized cross walks on the northbound (eastbound through-right signal phase) and eastbound approaches (southbound through-right signal phase) at the intersection of Virginia Route 208 and Brock Road intersection.
 - Construct pedestrian / trail frontage improvements on Virginia Route 208; Brock Road; Old Robert E Lee roadways as detailed on the GDP.