

VOLUNTARY PROFFER STATEMENT

Applicant: Hunters Ridge LLC
Attn: Robert S. Gollahon
2340 Kings Highway
King George, Va. 22485
Phone: (540) 840-8845
Email: rsg8845@aol.com (the “**Applicant**”)

Owners: Douglas G. Jett, and James Brandon Jett and Codie Aaron Jett, owners of Tax Map Parcel 36 A-41C, and Kent Brothers, L.L.C., owner of Tax Map Parcel 36-A-45 (collectively, the “**Owner**”).

Agent: Anthony J. Sala (Tony)
835 Cipriana Drive
Myrtle Beach, SC 29572
Phone: 540-429-4818
Email: tsala @sccoast.net

Project Name: “Hunters Ridge” (“**Hunters Ridge**”)

Property: Spotsylvania County Tax Map Parcels 36-A-41C (portion of) and 36-A-45 (portion of) consisting of approximately 127.196 acres (collectively, the “**Property**”)

GDP: Generalized Development Plan titled “Zoning Map Amendment Generalized Development Plan Hunters Ridge Office Park” dated December 16, 2022, last revised August 15, 2023, and prepared by Bagby, Foroughi and Goodpasture (“**BFG**”), which plan is attached hereto as **Exhibit A** and incorporated herein by this reference (“**GDP**”).

Zoning Request: From RU to I-2

Date: August 15, 2023

File No.: R22-0016

1. GENERAL INFORMATION

The Applicant and Owner (to include the future owners of the Property, their successors and assigns) hereby agree that the development of the Property will be in conformance with the GDP and those certain proffered conditions described herein (“**Proffers**”). The Proffers are voluntary and reasonable in accordance with Section 15.2-2303 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 headings for the Proffers set forth below have been prepared for convenience or reference only and will not control or affect the meaning or be taken as an interpretation of any provision of the Proffers. 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 R22-0016 to reclassify the Property from RU to I-2. Any prior proffers affecting the Property, whether of record or not, are hereby superseded by these Proffers, and thus are void and of no further force and effect upon said approval.

2. 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 unit sizes, public road locations, private driveway and travel-way locations, access points, waste facilities, interparcel connections, parking areas, 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 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 any approved adjustments to the GDP relieve the Applicant and Owner from providing any of the Proffers.

B. Use: The Property may be developed for all uses permitted in the I-2 District except for the following:

1. Animal shelter
2. Auction establishment
3. Building materials yard
4. Car wash
5. Civic, social, or fraternal facilities

6. Contractor's office and shops
7. Convenience Store
8. Eating establishment, carry out/fast food
9. Feed mill
10. Heavy equipment and specialized vehicle sale, rental and/or service establishment
11. Industry, type II
12. Lumberyards
13. Vehicle light service establishment
14. Vehicle major service establishment
15. Vehicle sale, rental and ancillary service establishment, large scale
16. Wholesale trade establishments

3. PROPERTY DESIGN

The Applicant and Owner agree to provide the following proffers related to construction on the Property:

A. Security fencing will be installed on the Property as depicted on the GDP.

B. Any roof-top utilities and/or mechanical equipment will be completely screened from the view from public streets with the use of various architectural construction features including, but not limited to, parapet walls, architectural screen walls, mansard roof designs, or similar architectural features.

C. Any ground located mechanical equipment will be screened from the view from public streets using berms, grading, landscaping, and/or screen walls complimenting the architecture of buildings constructed on the Property.

D. Outdoor employee gathering/sitting areas consisting of not fewer than four (4) benches and two (2) picnic tables as illustrated on the Landscaping Plan of the GDP will be provided per 500,000 sq ft of building area (but not fewer than four (4) benches and two (2) picnic tables for any building less than 500,000 sq ft). The location(s) of the benches and tables will be shown on the applicable site plan(s). The required number of benches and tables for each building will be installed prior to the issuance of the certificate of occupancy permit (temporary or final) for each building.

E. The selected picnic table location(s) will be planted with a minimum of two (2) shade trees per picnic table and the selected bench areas will be planted with a minimum of one (1) shade tree per bench. Shade trees are defined on page 15 of the GDP; the planted shade trees will be maintained by the Applicant and Owner.

F. No building on the Property will exceed: i) three (3) stories in construction design and ii) 110 feet in maximum height inclusive of parapet walls.

G. The roof structure of each building will incorporate heat island reducing elements to include, but not be limited to, the utilization of colors, textures and materials that will assist in the reduction of the heat island effect.

H. No structure exceeding two stories in height will be built closer than 600 feet from the centerline of the right-of-way of Route 17, Mills Drive.

I. The exteriors of buildings constructed on the Property (as visible from Overview Drive and Cosners Drive or residential properties) will be composed of one or more of the following building materials: brick (solid or modular), or concrete masonry units (split-faced or burnished), or precast concrete, or concrete tilt-wall, or glass (clear), or glass (architectural panels), or metal panels, or native stone (or synthetic equivalent), or tile masonry/terra cotta), or stucco/EIFS (reinforced) or any combination thereof. Additionally, accents, if incorporated into the architectural design, will be selected from brick (panel/veneer, imprint, or overlay systems), or cement fiber board/cementitious siding, or concrete masonry units (flush/plain, split-faced, or burnished), or gypsum reinforced fiber concrete, or metal panels, or pre-cast concrete (for trim and cornice) or any combination thereof.

J. The maximum floor area ratio (FAR) for the Property will be .8.

K. The Property will be developed in multiple phases, with the initial phase ("Phase 1") being comprised of one or more buildings that will not incur in excess of 750 vehicle trips per day for a data center use. All phases of development after Phase 1 are known herein as "Phase 2" and "Phase 3", which phases will be comprised of one or more buildings.

L. Prior to the County's issuance of a certificate of occupancy permit (temporary or final) for any data center building on the Property the Applicant and Owner will submit applicable permitting plans and a sound study ("**Sound Study**") to the County. The Sound Study will be performed by an acoustical professional consultant who is a member of the Acoustical Society of America, the Institute of Noise Control Engineering or other qualified professional engineering firm or organization capable of confirming compliance with the County's noise ordinance. Notwithstanding the foregoing, it is acknowledged that all sound produced by (i) necessary repair, restoration, maintenance, testing, replacement, or alteration of a data center, public facilities/utilities, and related accessory uses, (ii) the lawful operation of public facilities/utilities and electrical power generation and transmission facilities (to include substations), and (iii) electrical power generators during electrical power utility outages are exempt from inclusion in any such Sound Study and the subsequent operation of the data center building(s) with regard to the County's noise ordinance. The Sound Study will take measurements at locations and elevations prescribed by the professional governing body of the consultant.

4. PROFFERS TO ADDRESS TRANSPORTATION IMPROVEMENTS

Subject to applicable VDOT and County requirements, the Applicant and Owner proffers to provide the following transportation improvements:

A. The Property will be accessed from existing Turner Court as generally depicted on the GDP. In addition, an emergency vehicle only access will be provided from Overview Drive, as generally shown on Sheet 6 of the GDP. The emergency vehicle access roadway will be constructed with a cross-section sufficient to support fire and rescue vehicles as per Article 2 of the Spotsylvania County Design Standards Manual. The improvements described under this Section 4 A. will be completed prior to the County's issuance of a certificate of occupancy permit (temporary or final) for the initial building constructed on the Property during Phase 1.

B. Existing Turner Court will be improved to VDOT standards prior to the issuance of a certificate of occupancy permit (temporary or final) for the initial building constructed on the Property during Phase 1, all as shown on the GDP.

C. The Applicant and Owner will provide to the County the engineering plans in accordance with VDOT requirements for the Route 17 improvements depicted on Sheets 13 and 14 of the GDP titled "Off-Site Transportation Improvements", inclusive of the Shared Use Path (collectively the "Public Improvement Plans"). The Public Improvement Plans will be completed and submitted to the appropriate reviewing agencies within eighteen (18) months of the date of the unappealable rezoning of the Property. The Applicant and Owner will respond to review agency comments within 60 days of comment receipt in order to diligently pursue approval of the Public Improvement Plans.

D. The Applicant and Owner will construct all of the transportation improvements identified on Sheets 13 and 14 of the GDP prior to the issuance of the first Certificate of Occupancy (temporary or final) for the first building constructed on the Property that in the aggregate to Phase 1 exceeds 750 vehicle trips per day.

APPLICANT

HUNTERS RIDGE, LLC
A Virginia limited liability company

By: _____
Robert S. Gollahon
Manager

COMMONWEALTH OF _____
CITY/COUNTY OF _____, to wit:

The foregoing instrument was acknowledged before me this ____ day of _____, 2023, by Robert S. Gollahon, the Manager of Hunters Ridge, LLC.

[SEAL]

Notary Public

Printed Name: _____
My Commission Expires: _____
My Registration Number is: _____

(Owners signatures to follow)

OWNERS

By: _____
Douglas G. Jett

COMMONWEALTH OF VIRGINIA

CITY/COUNTY OF _____, to wit:

The foregoing instrument was acknowledged before me this ____ day of _____, 2023, by Douglas G. Jett, Owner of Tax Map Parcel 36 A-41C.

[SEAL]

Notary Public

Printed Name: _____

My Commission Expires: _____

My Registration Number is: _____

(Owner's signature to continue)

OWNER:

By: _____
James Brandon Jett

By: _____
Codie Aaron Jett

COMMONWEALTH OF VIRGINIA
CITY/COUNTY OF _____, to wit:

The foregoing instrument was acknowledged before me this ____ day of _____, 2023, by James Brandon Jett and Codie Aaron Jett, Owners of Tax Map Parcel 36 A-41C.

[SEAL]

Notary Public

Printed Name: _____
My Commission Expires: _____
My Registration Number is: _____

(Owner's signature to continue)

Kent Brothers, L.L.C.,
a Virginia limited liability company

By: _____

Print Name: _____

Title: _____

COMMONWEALTH OF VIRGINIA

CITY/COUNTY OF _____, to wit:

The foregoing instrument was acknowledged before me this ____ day of _____, 2023, by _____, Manager of Kent Brothers, L.L.C., Owner Parcel 36-A-45.

[SEAL]

Notary Public

Printed Name: _____

My Commission Expires: _____

My Registration Number is: _____

EXHIBIT A
"GDP"