

COUNTY OF
HANOVER

O/SC
PARCEL B
O/SC to M-1C
61.9 Ac.

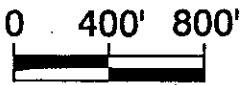
PARCEL A
Amend. Prof.
Conditions

54-A-1A & 2

COMMERCIAL OFFICE & LIGHT INDUSTRY

FAIRFIELD DISTRICT

C-90C-97



HENRICO COUNTY PLANNING OFFICE



COMMONWEALTH OF VIRGINIA

COUNTY OF HENRICO

February 18, 1998

Virgil R. Hazelett, P.E.

County Manager

Re: Conditional Rezoning Case C-90C-97

General Investment & Development Co.
600 Atlantic Avenue, Suite 2000
Boston, MA 02210

Attention: Mr. Robert T. Karp

Gentlemen:

The Board of Supervisors at its meeting on February 11, 1998, granted your request to conditionally rezone property from O-2C Office District (Conditional) and O/SC Office Service District (Conditional) to O-2C Office District (Conditional) and M-1C Light Industrial District (Conditional), Parcels 54-A-1-A and 2, described as follows:

Parcel A:

Beginning at a point on the northern margin of Parham Road, 4047.38' north of U.S. Route 301, said point being the point and place of beginning; thence leaving the northern margin of Parham Road along said boundary line N. 28°29' 45" W., 150.29' to a point; thence 60° 00'00" W., 289.03; to a point; thence along a curve to the right having a radius of 3480.34', a length of 2357.33'; N. 78° 25' 15" E., a chord distance of 2312.53' to a point; thence along a curve to the right having a radius of 2317.33', a length of 17 +-'; S. 82° 12' 11" E., a chord distance of 17.23 +-'; thence running in a southerly direction along a 100 year flood plain as it meanders 382 +-' to a point; thence S. 06° 40' 03" W., 45 +-'; thence along the curve to the left having a radius of 1917.33', a length of 40.31'; S. 81° 48' 50" W., a chord distance of 40.31' to a point; thence along a curve to the left having a radius of 3080.34', a length of 1939.71', S. 79° 32' 38" W., a chord distance of 1907.82' to a point on the northern margin of Parham Road, the point and place of beginning, containing 19.6 +- acres.

Parcel B:

Beginning at a point on the northern margin of Parham Road, 4047.38' west of U.S. Route 301, at the southern corner of the boundary line between the lands of Park Central Ltd. Partnership and the lands of Robert B. Ball, Sr., thence along said boundary line N. 28° 29' 45" W., 150.29' to a point; thence N. 60° 00' 00" W., 289.03' to a point said point being the point and place of beginning; thence N. 60° 00' 00" W., 40.97' to a point; thence N. 31° 00'00" W., 380.00' to a point; thence due north 380.00' to a point; thence N. 24° 41' 31" E., 30.00' to a point; thence N. 36° 32' 42" E., 1972 +-' to a point; thence running in a southeasterly direction along a 100 year flood plain as it meanders a distance of 2320 +-' to a point; thence along a curve to the left having a radius of 2317.33 +-', a length of 17 +-'; N. 82° 12' 11" E., a chord distance of 17.23'; thence along a curve to the left having a radius of 3480.34', a length of 2357.33 +-'; S. 78° 25' 15" W., a chord distance of 2312.53' to the point and place of beginning, containing 61.9 +- acres.

February 18, 1998

C-90C-97

The Board of Supervisors accepted the following proffered conditions which further regulate the above described property in addition to all applicable provisions of Chapter 24, Code of Henrico (Zoning Ordinance):

1. **Building Materials.** The exposed portions of all exterior wall surfaces (front, rear and sides) of each building constructed on the Property (excluding rooftop screening materials for mechanical equipment) shall be similar in architectural treatment and materials to the other exterior wall surfaces of that building.

All buildings shall have exposed exterior wall surfaces (above finished grade), other than accent materials (which for purposes hereof shall consist of no more than 10% of such exterior wall surface), of face brick, stone, glass or combinations thereof, unless other aesthetically comparable finished materials are specifically requested by the developer and permitted by the Planning Commission at the time of Plan of Development review. The exposed exterior wall surfaces of any buildings located on that portion of the Property zoned M-1 may also consist of split face block, tilt-up concrete, pre-cast concrete, architecturally treated concrete panels or combinations thereof.

2. **Site Coverage.** No more than sixty-five percent (65 %) of the Property, in the aggregate, shall be covered by buildings, driveways and parking areas, provided that up to a maximum of seventy percent (70 %) of any building lot making up a portion of the Property subject to a Plan of Development may be covered by buildings, driveways and parking areas.

3. **Buffer Area.** A landscaped buffer area of a minimum of (a) 125 feet in width shall be maintained along the right-of-way line of Parham Road (as such right-of-way line shall be determined at the time of the initial Plan of Development review for the Property) (the "Parham Road Buffer"), and (b) 25 feet in width shall be maintained along both sides of the Spine Road, as hereinafter defined, as such road is constructed provided, however, all such buffers may include utility easements, roads, signage, driveways or other purposes required at the time of Plan of Development review. Utility easements and driveways extended through the buffer areas shall be extended generally perpendicular thereto, and where practicable and permitted, areas disturbed for utility installation shall be restored. Existing vegetation and underbrush may, and fallen, diseased or dead plant growth shall, be removed from such buffer areas, and if so removed, additional plantings shall be added.

4. **Parking Lot Lighting.** Parking lot lighting standards, from the ground level to the top of any fixture, shall not exceed twenty (20) feet in height within three hundred (300) feet of any boundary of the Property which adjoins any agriculturally or residentially zoned property. All other parking lot lighting standards, from the ground level to the top of any fixture, shall not exceed thirty (30) feet in height. All parking lot lighting standards shall be of low intensity, shall be positioned in such a manner as to minimize the impact of such lighting on any adjacent residentially or

agriculturally zoned property and shall be provided by concealed sources of light. Parking lot lighting shall produce a maximum lighting intensity of one-half (1/2) foot candle at the boundary lines of the Property.

5. Vehicular Access. Unless otherwise authorized by the Planning Commission at Plan of Development review, access to Parham Road shall be limited to two points of access.
6. HVAC. Heating and air conditioning equipment shall be screened from public view from the Property line in a manner satisfactory to and approved by the Planning Commission at the time of Plan of Development review.
7. Construction Traffic. All construction traffic shall be restricted to Parham Road accesses and shall not use Scott Road in front of Tax Map Parcel No. # 53-A-4 [old map #103-B2-4] (the "Cobb Property") which adjoins the Property on the northwest.
8. Loading Docks. Any loading dock serving a building on the Property shall be screened from public view from any public roads or any existing agriculturally or residentially zoned property in a manner satisfactory to and approved by the Planning Commission at the time of Plan of Development review.
9. Spine Road. A sixty (60) feet right-of-way between Parham Road on the south and the Cobb Property shall be provided on the Property (the "Spine Road") at such time as required by the Planning Commission at or after the first request for a Plan of Development review on the Property or at the request of the owners of the Cobb Property or Tax Map Parcel 53-A-80D [old map #103-B2-1] (the "Scott Property") in conjunction with a subdivision or Plan of Development of the Cobb Property or the Scott Property.
10. Uses On the Property.
 - A. The following uses shall be permitted on that portion of the Property zoned M-1:
 1. Office and office buildings, business, professional and/or administrative.
 2. Banks, savings and loan, small loan establishments and/or similar financial institutions, drive-in or otherwise.
 3. Child care centers.
 4. Hotel or motel in a development of at least 50 acres.
 5. Any principal use permitted in the B-2 and B-1 Business Districts, including, but not limited to, uses such as barbershops, beauty parlors, dining rooms, exercise rooms, newsstands, restaurants, cafeterias, valet service, automobile rental office, travel agency, and retail stores for wearing apparel, jewelry, sporting goods, books, records, photographic equipment, gifts, art objects, stationery and office supplies, luggage, flowers, house plants, food,

beverages, packaged fruits, tobacco, drugs, sundries, showroom, sales and service facilities and areas.

6. Data processing center.
7. Radio or television broadcasting studios or offices.
8. Trade or business school so long as it is conducted exclusively within an enclosed building.
9. Medical or dental offices and clinics.
10. Laboratories, but not the testing of explosives.
11. Assembly, packaging, testing and repair, but not manufacturing.
12. Printing, publishing and engraving establishments, photographic processing and blueprinting.

B. The following uses shall also be permitted on that portion of the Property zoned M-1 (the "Restricted Uses"):

1. Distribution businesses including warehousing.
2. Wholesaling including warehousing.
3. Warehousing (excluding mini-warehouses and self-service storage facilities).
4. Manufacture of medical or dental equipment, drafting, optical and musical instruments, watches, clothing, foot ware, food products (except fish and meat products, sauerkraut, vinegar, yeast and the rendering or refining of fats and oils), clocks, toys, games, electrical or electronic apparatus, communication equipment, photographic and metering equipment, electrical appliances, tools, dies, machinery, hardware products or comparable uses.
5. Compounding of cosmetics, toiletries, drugs and pharmaceutical products or comparable uses.

C. Any retail commercial use first permitted in the B-1 and B-2 Districts shall be located entirely within a single building containing at least 50,000 square feet or a group of buildings totaling 50,000 square feet; provided, that such retail facilities shall not occupy more than twenty percent (20%) of each building in which they are located.

D. All uses shall be conducted so as not to create any danger to the health, safety and welfare or any material adverse impact on the Property or surrounding areas by creating any excessive noise, vibration, smoke, dust, lint, odor, heat or glare beyond the boundaries of the boundary line of the Property.

E. All uses on the Property shall be conducted within a completely enclosed building, except for outside storage, which shall be regulated as set forth in Section 24-69 of the Henrico County Zoning Ordinance.

F. Restricted Uses on the Property shall be limited as follows:

- (i) Prior to development upon the Property, the applicant shall submit to the Planning Office a conceptual master development plan for the complete

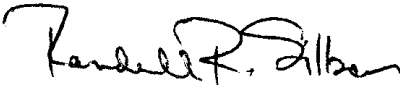
development of the Property, which shall be in compliance with these proffers and the Henrico County Zoning Ordinance (the "Master Plan"). The Master Plan, as amended from time to time, shall provide a calculation of the total gross square footage of all buildings, or portions thereof, permitted to be constructed on the Property (the "Total Square Footage").

- (ii) Prior to the approval of construction plans for a building on the Property that would result in the total gross square footage of all buildings existing on the Property, including the proposed building (the "Existing Square Footage"), exceeding thirty percent (30%) of the Total Square Footage, the applicant for such construction plans shall submit to the Henrico County Planning Office a calculation of the percentage of the Existing Square Footage then used for Restricted Uses on the Property, which such Restricted Uses on the Property shall be limited to eighty percent (80%) of the Existing Square Footage.
 - (iii) Prior to the approval of construction plans for a building on the Property that would result in the Existing Square Footage exceeding sixty percent (60 %) of the Total Square Footage, the applicant for such construction plans shall submit to the Henrico County Planning Office a calculation of the percentage of the Existing Square Footage then used for Restricted Uses on the Property, which such Restricted Uses on the Property shall be limited to seventy percent (70%) of the Existing Square Footage.
 - (iv) Upon 100% development of the Property and thereafter upon any change in the use of existing buildings, or any portion thereof, as evidenced by an application for a change in a certificate of occupancy or a building permit, the owner of the Property shall submit to the Henrico County Planning Office a calculation of the percentage of the Total Square Footage then used for Restricted Uses on the Property, which such Restricted Uses on the Property shall be limited to sixty percent (60 %) of the Existing Square Footage.
 - (v) The owner(s) of any buildings located on that portion of the Property shall keep a record of and provide to the Planning Office upon request, a calculation of the percentage of total gross square footage of buildings, or portions thereof, then used for Restricted Uses which are located on that owner(s) portion of the Property.
11. Public Water and Sewer. Any development on the Property shall be served by public water and sewer.
12. Utility Lines. Except for junction and access boxes, meters and existing overhead utility lines, all utility lines, including, without limitation, electric, telephone, CATV or other similar lines, shall be installed underground. All junction and access boxes and meters shall be screened with landscaping satisfactory to and approved by the Planning Commission at the time of Plan of Development review.

13. Signage. Any detached signs shall be monolithic style signs, the base of which shall be landscaped. All signage on that portion of the Property zoned M-1 shall be limited to O/S office service district standards as regulated by § 24-104(h) of the Henrico County Zoning Ordinance.
14. Security Alarms. Unless otherwise required by applicable law or any governmental authority, no outside speakers, external alarm bells or external warning devices shall be permitted on the Property.
15. Traffic Impact Study. A traffic impact study will be submitted to the County's Department of Public Works when fifty percent (50 %) of the Property is developed and as requested by the County's Traffic Engineer, or as otherwise requested by the County Traffic Engineer.
16. Covenants. Restrictive covenants shall be established for the Property. The covenants shall, at a minimum, provide for the creation of a property owners' association; maintenance of individual sites, common areas, open spaces, landscaping and buffering and private streets; and provide for minimum development and operational standards for each tract. The proposed restrictive covenants shall be submitted to the Planning Office and the County Attorney for review and approval as to compliance with the terms of this paragraph prior to any Plan of Development approval for the Property. The restrictive covenants shall be recorded prior to any building permit approval on the Property.
17. Severance. The unenforceability, elimination, revision or amendment or any proffer set forth herein, in whole or in part, shall not affect the validity or enforceability of any of the other proffers or the unaffected part of any such proffer.

The Planning Office has been advised of the action of the Board of Supervisors and will revise its records and place a copy of the accepted proffered conditions in the Conditional Zoning Index.

Sincerely,


for Virgil R. Hazelett, P.E.,
County Manager

cc: Director, Real Estate Assessment
Conditional Zoning Index
Messrs. Ralph L. Axselle or Andrew M. Condlin, Esquires
Mr. Robert B. Ball, Sr.