



A-1 to B-3C
147.70 Ac.

36-A-26,27,28,29,30,31,32,34A,
35A,36,37,38 PT. OF 13 & 15

THREE CHOPT DISTRICT

MIXED USE

C-29C-98





COMMONWEALTH OF VIRGINIA

COUNTY OF HENRICO

June 17, 1998

Virgil R. Hazelett, P.E.
County Manager

Re: Conditional Rezoning Case C-29C-98

Forest City Development &
Pruitt Associates
1700 Bayberry Ct., Suite 100
Richmond, VA 23226

Gentlemen:

The Board of Supervisors at its meeting on June 10, 1998, granted your request to conditionally rezone property from A-1 Agricultural District to B-3C Business District (Conditional), Parcels 36-A-26, 27, 28, 29, 30, 31, 32, 34A, 35A, 36, 37, 38 and pt. of Parcels 36-A-13 and 15, described as follows:

Commencing at a point found on the North line of West Broad Street, (U.S. Route 250) 410' west of the western line of Pouncey Tract Road; the point of beginning; thence along the northern line of West Broad Street (U.S. Route 250) North $76^{\circ} 22' 43''$ West a distance of 136.98' to a point; thence North $27^{\circ} 37' 44''$ West a distance of 57.15' to a point; thence North $13^{\circ} 35' 16''$ East a distance of 10.47' to a point; thence North $76^{\circ} 24' 44''$ West a distance of 10.62' to a point; thence North $13^{\circ} 19' 19''$ East a distance of 86.18' to a point; thence North $76^{\circ} 24' 44''$ West a distance of 50.05' to a point; thence South $13^{\circ} 19' 19''$ West a distance of 94.89' to a point; thence North $76^{\circ} 24' 44''$ West a distance of 10.33' to a point; thence South $13^{\circ} 19' 19''$ West a distance of 9.80' to a point; thence South $56^{\circ} 43' 21''$ West a distance of 64.22' to a point; thence North $76^{\circ} 22' 43''$ West a distance of 558.02' to a point; thence North $13^{\circ} 37' 17''$ East a distance of 22.33' to a point; thence North $76^{\circ} 22' 43''$ West a distance of 23.83' to a point; thence South $13^{\circ} 37' 17''$ West a distance of 22.33' to a point, thence North $76^{\circ} 22' 43''$ West a distance of 388.62' to a point; thence along a curve to the right having a radius of 2801.78', a chord bearing of South $72^{\circ} 19' 07''$ East, a chord of 396.73' and a length of 397.07' to a point; thence North $21^{\circ} 44' 29''$ East a distance of 7.00' to a point; thence along a curve to the right having a radius of 2794.78', a chord bearing of South $66^{\circ} 43' 07''$ East, a chord of 150.22' and a length of 150.24' to a point; thence South $24^{\circ} 49' 17''$ West a distance of 7.00' to a point; thence along a curve to the right having a radius of 2801.78', a chord bearing of South $63^{\circ} 22' 10''$ East, a chord of 176.91' and a length of 176.94' to a point; thence North $61^{\circ} 33' 37''$ West a distance of 449.93' to a point, thence South $39^{\circ} 33' 18''$ West a distance of 29.84' to a point; thence North $63^{\circ} 40' 15''$ West, a distance of 7.80' to a point; thence North $38^{\circ} 58' 31''$ East a distance of 30.14' to a point; thence North $61^{\circ} 34' 54''$ West a distance of 179.76' to a point; thence North $61^{\circ} 06' 57''$ West a distance of 123.82' to a point; thence North $61^{\circ} 06' 57''$ West a distance of 209.98' to a point; thence North $61^{\circ} 06' 58''$ West a distance of 253.60' to a point; thence North $61^{\circ} 27' 36''$ West a distance of 342.61' to a point; thence North 38°

20' 37" East a distance of 480.69' to a point; thence North 39° 02' 12" East a distance of 571.51' to a point; thence North 38° 50' 59" East a distance of 907.40' to a point on the Western line running parallel to interstate 64; thence South 70° 13' 44" East a distance of 487.35' to a point; thence South 70° 17' 20" East a distance of 676.30' to a point, thence South 70° 09' 37" East a distance of 1149.46' to a point; thence South 70° 04' 02" East a distance of 265.49' to a point; thence South 00° 54' 56" West a distance of 760.40' to a point; thence North 87° 58' 39" West a distance of 72.40' to a point; thence South 06° 30' 16" East a distance of 291.81' to a point; thence South 13° 44' 33" West a distance of 695.44' to a point; thence North 76° 33' 06" West a distance of 100.68' to a point; thence South 13° 43' 20" West a distance of 257.09' to a point on the Northern line of West Broad Street (U.S. Route 250), the point and place of beginning, containing 147.20 acres.

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):

THE FOLLOWING PROFFERS APPLY TO ALL OF THE PROPERTY SUBJECT TO THIS REZONING:

1. Buffer area - West Broad Street. A landscaped buffer area of a minimum of fifty (50) feet in width shall be provided and maintained on the Property along the right-of-way line of W. Broad Street (as such right of-way line shall be determined at the time of the initial Plan of Development review for the Property). Roads, sidewalks, utility easements, fencing/walls adjacent to any roads, signage and any other uses as are specifically requested and approved at the time of Plan of Development review shall be permitted within such buffer; provided, any such road, sidewalks, or utility easements shall be extended generally perpendicular to West Broad Street through such buffer.

This landscaped buffer shall be served by an underground irrigation system.

The landscaped buffer area along W. Broad Street shall be designed with a cohesive landscape planting plan.

Prior to the occupancy of the first building on the Property east of Broadview Lane, the plantings in the buffer area for the W. Broad Street frontage east of Broadview Lane to be provided on the Property shall be installed or bonded. The plantings in the buffer area for the W. Broad Street frontage west of Broadview Lane shall be installed or bonded prior to the occupancy of the first building on the Property west of Broadview Lane.

Best Management Practice structures shall be located outside the landscaped buffer, except as (i) a landscaping amenity or water-related feature in the Lauderdale Drive entrance area described in proffer 4 or (ii) as a landscaping amenity or water-related feature if specifically requested and approved at the time

of Plan of Development review.

The plant materials provided in the landscaped buffer area shall overall exceed the minimum County standard planting requirements.

2. Vehicular drive restrictions. There shall be no more than four (4) vehicular access points from the Property to W. Broad Street. The location of such access points shall be only at approved median crossovers on W. Broad Street.
3. Outparcel Access. No outparcel on the Property shall have direct vehicular access to W. Broad Street.
4. Lauderdale Drive Entrance Area. The area within two hundred and thirty (230) feet on each side of the center line of the Lauderdale Drive entrance onto the Property for a depth of three hundred (300) feet of the right-of-way of W. Broad Street, hereafter referred to as the "Lauderdale Drive entrance area" shall be used only for vehicular ingress and egress, sidewalks, landscape amenities, entrance walls and fences, water features and signage. This area may also be used for water-oriented decks and seating associated with the adjoining uses.

This Lauderdale Drive entrance area shall be landscaped and developed generally consistent with the attached Exhibit A (see case file) which is conceptual in nature and may vary in detail, as approved by the Planning Commission or Planning Director at the time of Plan of Development review.

Prior to the occupancy of the first building on the Property, the plantings and landscaping associated with the Lauderdale Drive entrance area shall be installed or bonded.

5. Other W. Broad Street entrances. All other entrances of the Property onto W. Broad Street shall be landscaped and developed generally consistent with the attached Exhibit A (See case file) which is conceptual in nature and may vary in detail, as approved by the Planning Commission or Planning Director at the time of Plan of Development approval. Prior to the occupancy of the first building on the Property east of Broadview Lane, the plantings and landscaping associated with such entrances east of Broadview Lane shall be installed or bonded.

Prior to the occupancy of the first building on the Property west of Broadview Lane, the plantings and landscaping associated with such entrance west of Broadview Lane shall be installed or bonded.

6. Building height. No building constructed within three hundred (300) feet of the right of way line of W. Broad Street shall exceed thirty (30) feet in height exclusive of elevator penthouses, fire, bulkhead and parapet walls, domes, mechanical equipment and similar architectural features as identified and regulated by Henrico

County Code, Section 24-95(a)(1).

Even by Special Exception approval, no building in which the majority of uses are retail sales shall be more than three stories or 75 feet in height, whichever is greater, exclusive of penthouses, fire, bulkhead and parapet walls, domes, mechanical equipment and similar architectural features as identified and as regulated by Henrico County Code, Section 24-95(a)(1), unless approved at the time of Plan of Development review.

7. Outdoor Lighting. Outdoor lighting located within three hundred (300) feet of the right-of-way of W. Broad Street shall not exceed twenty (20) feet in height from the ground level to the top of any fixture. Lighting from such parking lot lighting shall not exceed one-half (1/2) foot-candle at the right-of-way line of W. Broad Street.

All other parking lot lighting shall not exceed thirty (30) feet in height from the ground level to the top of any such fixture.

All parking lot lighting standards on the Property shall be positioned in such a manner as to minimize the impact of such lighting on any adjacent property and shall be produced from concealed sources of light.

All parking lot lighting shall be reduced to no more than a security level following the close of business operations on the Property.

8. Building Size Restriction. No building which exceeds fifteen thousand (15,000) gross square feet of floor area shall be located east of Broadview Lane within three hundred (300) feet of the right-of-way of W. Broad Street.

No building which exceeds thirty thousand (30,000) gross square feet of floor area shall be located west of Broadview Lane within three hundred (300) feet of the right-of-way of W. Broad Street.

9. Outdoor Speakers. Unless otherwise required by law, no outdoor public address, paging or speaker systems, outside of any building, shall be permitted within three hundred (300) feet of the right-of-way of W. Broad Street.

10. Loading Docks. There shall be no loading docks within three hundred (300) feet of the right-of-way of W. Broad Street. Loading docks located on other portions of the Property shall not be oriented towards W. Broad Street unless screened from public view as approved at the time of Plan of Development review.

11. Architectural Treatment. The exposed portions of the exterior wall surfaces (front, rear and sides) of any buildings constructed on the Property, including those on outparcels, shall be similar in high quality of construction and shall have compatible architectural design (incorporating compatible design elements and color), architectural style and use of compatible design elements.

All buildings constructed on the Property shall have exposed exterior walls (above finished grade) constructed primarily of masonry brick and glass and may have varying amounts of dryvit, stucco (if applied to a masonry surface), or an equivalent permanent architecturally finished material, unless different architectural treatment and/or materials are requested by the owner and specifically approved at the time of Plan of Development review. Wood siding, natural stone, marble, pre-cast or cast-in-place architectural concrete, exposed aggregate concrete, exterior insulating finish systems, and/or glass, or an equivalent, permanent, architecturally finished material may be utilized as accent materials. No building shall be covered with or have exposed to view any painted or unfinished concrete block, sheet or corrugated aluminum, iron and/or steel or other materials unless otherwise requested by the owner and specifically approved at the time of Plan of Development review.

Roof design or other architectural features shall be implemented so as to minimize building mass and offer variations in building appearance.

All buildings on the Property shall have some common architectural features or elements.

12. Site Coverage. No more than seventy (70) percent of the Property in the aggregate may be covered by buildings, parking areas and driveways.
13. Pedestrian Accessways. Pedestrian accessways shall connect the major project areas on the Property and out-parcel areas along W. Broad Street as approved at the time of Plan of Development review. There shall be on the Property at least three accessways that connect the pedestrian-oriented shopping center to the sidewalk along W. Broad Street.
14. Trash Receptacles. Dumpsters and trash receptacles, not including convenience cans, shall be screened from public view at ground level as approved at the time of Plan of Development review.
15. Trash Removal. Trash removal on the Property shall be limited to the hours between 7:00 a.m. and 8:00 p.m., Monday through Saturday.
16. Underground Utility Lines. All utility lines on the Property shall be underground, except for junction boxes, meters, existing overhead utility lines, existing overhead utility lines relocated on the Property and lines in wetland areas.
17. Chain Link Fencing. No chain link fencing shall be permitted on the Property within view of W. Broad Street, unless specifically requested and approved at the time of Plan of Development review. Any chain link fencing on the Property that is visible to the public shall not be galvanized and shall be dark green or black in color.
18. Mechanical Equipment. Mechanical equipment shall be screened from public view

at ground level at the Property lines as approved at the time of Plan of Development review.

19. Non-W. Broad Street Buffers. Landscaped and/or natural buffer areas, which may include berms, shall be provided and maintained along the non-W. Broad Street boundaries of the Property as set forth below. Roads, sidewalks, utility easements, signage and any other purposes specifically requested and approved at the time of Plan of Development review shall be permitted within such buffers. Any roads, sidewalks or utility easements within such buffers shall be extended generally perpendicular to the buffer area unless otherwise requested and specifically approved at the time of Plan of Development review. The non W. Broad Street buffers on the Property shall be no less than the following if the applicable adjacent property is zoned agricultural or residential:

- (a) Fifteen (15) feet in width along the I-64 right-of-way, provided, however, notwithstanding anything to the contrary set forth herein, any such buffer along the I-64 right-of-way may include an easement benefiting Virginia Power, or its successor, running parallel within such fifteen (15) foot buffer;
- (b) Ten (10) feet in width along the eastern boundary of the Property;
- (c) Ten (10) feet in width along the western boundary of the Property.

Any dead, diseased or fallen trees and vegetation shall be replaced as allowed or required.

20. Protective Covenants. Prior to or concurrent with the conveyance of any part of the Property covered by a Plan of Development approved by Henrico County, Virginia (other than for the conveyance of easements, roads or utilities), the owner of the portion of the Property covered by such Plan of Development, or its successors and assigns, shall record a document in the Clerk's Office of the Circuit Court of Henrico County, Virginia, setting forth controls on the quality and type of development of such portion of the Property. These controls shall be enforced by an architectural control committee of owners of the Property.
21. Access to East and West. The development on the Property may include vehicular access points on the Property being made available at such location as the owner of the Property shall determine appropriate, after consultation with the Director of Public Works, for connection to and use benefiting adjacent property to the east and adjacent property to the west. If ever determined that no access will be made available to the east by the owner of the Property, this connection will be deleted.
22. Use Restrictions. The following uses shall not be permitted on the Property:
- (a) A facility for the sale or display of pornographic material (as determined by community standards for the area in which the Property is located);

- (b) Public dance halls, except that dancing within a restaurant shall be allowed as permitted and regulated by the County of Henrico;
- (c) Flea markets and antique auctions;
- (d) Gun shop, sales and repairs, except that such gun sales and repairs shall be permitted in a store that principally sells sporting goods and/or a department store;
- (e) Private club, lodge, meeting hall and fraternal organization;
- (f) Off-track betting parlors;
- (g) On-site recycling collection facility, with this provision not prohibiting recycling activities by offices and businesses located on the Property;
- (h) Fortune-teller, palmist, astrologist, numerologist, clairvoyant, craniologist, phrenologist, card readers, spiritual reader or similar activities;
- (i) Shell houses or yard houses;
- (j) Massage parlors;
- (k) Sheet metal shop or roofing company;
- (l) Dyeing and cleaning works;
- (m) Automobile, truck or recreational vehicle storage lot for new or used cars and other vehicles;
- (n) Boat and boat trailer sales, service and storage;
- (o) Exterminating establishment;
- (p) Landscape contracting and tree service;
- (q) Manufactured home sales;
- (r) Display, rental, storage or sales of travel trailer, travel vans, campers and truck camper tops;
- (s) Sign shop, including fabrication;
- (t) Car wash;

- (u) Ice skating rinks (unless such ice skating areas are an amenity of the pedestrian-oriented shopping center), roller skating rinks, model racing tracks, electronic video game rooms, bingo halls and billiard parlors unless such billiard parlors are associated with a restaurant; and
 - (v) Billboards.
23. Hours of Operation. The hours of operation for any retail sales or food service uses on the Property shall be limited to 2:00 a.m.
24. Landscape Buffer and Parking Areas - No Stone Mulch. Aggregate stone media shall not be used as a mulch in (a) the landscaped buffer area and (b) the parking lot landscaping areas (including islands).
25. Signs. All external signs on the Property shall be in compliance with a plan for the coordination of signage on the Property, which plan shall be adopted and enforced by the architectural control committee.
26. Landscaping. The installation and maintenance of landscaping on the Property shall be coordinated or supervised by the architectural control committee or its designee.
27. Pedestrian-oriented Shopping Center. The primary retail shopping area on the Property shall be a pedestrian-oriented retail center concept with a mixture of varied-size retail buildings that are oriented, in part, towards other buildings in such pedestrian-oriented retail center. There shall be pedestrian travel areas between and adjoining such buildings. There shall be limited vehicular access between the buildings in the pedestrian-oriented retail center. The common areas of the pedestrian-oriented shopping center shall include sidewalks, outdoor seating, landscaping, bicycles racks and aesthetic amenities. There shall be no more than one (1) percent of the parking required by the Henrico County zoning ordinance for the pedestrian-oriented shopping center between the buildings in such center.
- A study of the parking requirements associated with the pedestrian-oriented shopping center shall be filed with the plan of development filed for the first building in such pedestrian-oriented shopping center.
- Any parking deck associated with the pedestrian-oriented shopping center shall not be located on the West Broad Street side of (south of) the pedestrian-oriented shopping center.
28. Security. The buildings associated with the pedestrian oriented retail center area shall be served by on-site security under a plan developed by the owner of the Property after consultation with the Henrico County Police Department.

29. Conceptual Plan. The Property shall be developed generally consistent with the attached Exhibit B (See case file) which is conceptual in nature and may vary in detail.
30. Master Plan. A master plan showing the coordinated planned development scheme for roads, driveways and buffers for the entire Property shall be filed at the time of the Plan of Development review of any portion of the Property. This master plan shall be updated by the property owner upon the filing of subsequent plans of development.
31. Mixed Use. The final development on the Property shall include an area on the Property reserved for at least 100,000 gross square feet of floor area for office and office buildings (business, professional, administrative and/or medical).
32. Traffic Study Phasing. The Property designated as "Mixed Use Future Development" as shown on Exhibit B (See case file) and shaded in blue (exclusive of the Hotel/Conference Center and parking), shall not be developed until a revised traffic impact analysis is submitted showing a phasing schedule that identifies adjacent road and intersection improvements necessary to accommodate the development, and is approved by the Department of Public Works.

THAT PORTION OF THE PROPERTY LOCATED WITHIN THREE HUNDRED (300) FEET OF THE RIGHT-OF-WAY OF WEST BROAD STREET SHALL ALSO BE SUBJECT TO THE FOLLOWING PROFFERS:

33. W. Broad Street Outparcels. For the purpose of these proffers, a "W. Broad Street Outparcel" is an outparcel on that portion of the Property located within three hundred (300) feet of the right of way of W. Broad Street.
34. W. Broad Street Outparcels; Parking Lot Landscaping. Each W. Broad Street Out-Parcel on the Property shall provide internal parking lot green space of at least ten percent of the parking area dedicated to parking spaces.

No more than 65% of each W. Broad Street Outparcel area may be covered by buildings, parking areas and driveways.

Each W. Broad Street outparcel shall include a landscaped area for the northern portion of such out-parcel adjacent to the internal service road. Each W. Broad Street outparcel shall include a landscaped area adjoining the adjacent outparcel unless (i) the adjacent out-parcel is the Lauderdale Drive entrance area or (ii) the subject outparcel has a building located within such landscaped area.

35. W. Broad Street Outparcels; Size. Except for any outparcel east of Hagen Drive, W. Broad Street Out-Parcel shall be at least one and one-half (1 1/2) acres and shall have at least 250 feet frontage on W. Broad Street.

36. W. Broad Street Outparcels; Variation. The W. Broad Street outparcels shall incorporate a variety of sizes and shapes of such outparcels and a variety of building sizes and layouts on such outparcels.
37. Additional Use Restrictions. In addition to the uses prohibited in Proffer 22, the following uses shall not be permitted on that portion of the Property located within three hundred (300) feet of the right-of-way of W. Broad Street:
- (a) Seasonal outdoor sales;
 - (b) Outside storage or sales, exclusive of outdoor dining;
 - (c) More than one facility selling gasoline (so long as such facility is located adjacent to the Spring Oak Drive/Hagen Drive entrance and any canopy located thereon has lighting that is recessed);
 - (d) Theaters, bowling alleys;
 - (e) Outdoor recreation;
 - (f) Automobile, truck, trailer, motorcycle, or bus sales, rental and repair, including associated towing service and associated body and paint shops;
 - (g) Automotive or truck tires or parts sales, wholesale or retail, service and/or installation; and
 - (h) Restaurants with drive-thru windows.
38. W. Broad Street; Dumpsters and Service Areas. The dumpsters and service areas for the buildings on that portion of the Property located within three hundred (300) feet of the right-of-way of West Broad Street shall not be visible from W. Broad Street.
39. W. Broad Street Outparcels; Phasing. There shall be no building permit for any W. Broad Street Outparcels until one hundred thousand (100,000) square feet of the pedestrian-oriented shopping center is under construction by the installation of foundations and footings.
40. W. Broad Street Outparcels; Number. There shall be no more than 12 W. Broad Street Outparcels on the Property.

THE FOLLOWING PROFFER APPLIES TO ALL PROFFERS IN THIS REZONING CASE:

41. Severance. The enforceability, elimination, revision or amendment of any proffer set forth herein, in whole or in part, shall not affect the validity or enforceability of the other proffers or the unaffected part of any such proffer.

Forest City Development &
Pruitt Associates
June 17, 1998

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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,



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

cc: Director, Real Estate Assessment
Conditional Zoning Index
Mr. Ralph L. Axselle, Jr. & Andrew M. Conclin
Mr. F. G. Pruitt, Jr.
BCFM Corporation
Mr. & Mrs. Theodore Kefalas
Mr. & Mrs. Andronikos Moudilos
MJGT Assocs., L.L.P.
Mr. & Mrs. Henry C. Foster
Mr. and Mrs. George A. Page
Mr. Benjamin Atkins, Jr.