A-1, R-3 & R-5C to R-6C 46.73 Ac.
October 17, 2006

Smith Packet Med-Com
Attn: Ms. Teresa Haynes
4415 Pheasant Ridge Road SW, Ste. 301
Roanoke, VA 24014

Re: Conditional Rezoning Case C-42C-06

Dear Ms. Haynes:

The Board of Supervisors at its meeting on October 10, 2006 granted your request to conditionally rezone from A-1 Agricultural District, R-3 One Family Residence District, and R-5C General Residence District (Conditional), to R-6C General Residence District (Conditional), Parcels 752-753-3276 and 753-754-0908, described as follows:

PARCEL 1
North of Fordson Road:
Commencing from a point at the intersection of the east line of Pemberton Road (State Route 157) and the north line of Fordson Road; thence along the east line of Pemberton Road N 40° 30’ 00” E 50.27 feet to a set iron rod, the point of beginning; thence N 37° 29’ 30” E 615.64 feet to a set iron rod; thence S 64° 34’ 20” E 1408.47 feet to a white oak; thence S 37° 14’ 38” W 946.70 to feet to a found iron rod; thence along a curve to the left having a radius of 561.24 feet, a length of 289.23 feet, and a chord and chord bearing of N 62° 14’ 50” W 286.04 feet to a set iron rod; thence N 77° 00’ 38” W 12.52 feet to a set iron rod; thence along a curve to the right having a radius of 506.95 feet, a length of 258.60 feet, and a chord and chord bearing of S 62° 23’ 49” E 255.81 feet to a set PK nail; thence N 47° 47’ 00” W 205.60 feet to a set spike; thence N 46° 28’ 00” W 618.09 feet to a set iron rod; thence along a curve to the right having a radius of 20.00’, a length of 30.36 feet, and a chord and chord bearing of S 02° 59’ 00” E 27.53 feet to a set iron rod; thence N 40° 30’ 00” 31.30 feet to a set iron rod, also the point of beginning, containing 1,176, 722 square feet or 27.01 acres.
South of Fordson Road:
Commencing from a point at the intersection of the east line of Pemberton Road (State Route 157) and the south line of Fordson Road; thence along the south line of Fordson Road S 46° 28' 00" E 634.41 feet to a point; thence S 47° 47' 00" E 206.29 feet to a point, the point of beginning; thence along a curve to the left having a radius 566.95 feet, a length of 289.21 feet, and a chord and chord bearing of S 62° 23' 49" E 286.08 feet to a set iron rod; thence S 77° 00' 38" 12.52 feet to a set iron rod; thence along a curve to the right having a radius of 501.24 feet, a length of 258.31 feet, and a chord and chord bearing of N 62° 14' 48" W 255.46 feet to a set iron rod; thence S 47° 29' 00" E 5.58 feet to a set iron rod; thence S 37° 14' 38" W 142.60 feet to a found iron rod; thence N 47° 47' 00" W 553.06 feet to a point, also the point of beginning; containing 39,060 square feet or 0.90 acres.

Less and except, 0.03 acres owned by the County of Henrico, Virginia known as Parcel Number 751-754-9707 and referenced in Deed Book 1048, pg 184.

Parcel 3
Beginning at a monument at the intersection of the east line of Pemberton Road (State Route 157) and the south line of the east-bound-lanes of Interstate Route 64; thence along the south line of the east-bound-lanes of Interstate Route 64, S 60° 38' 11" E 188.89 feet to a found monument, the point of beginning; thence S 55° 42' 23" E 460.92 feet to a found monument; thence S 56° 17' 10" E 376.88 feet to a found monument; thence S 63° 50' 18" E 114.46 feet to a found monument; thence along a curve to the left having a radius of 43077.84 feet, a length of 1191.43 feet, and a chord and chord bearing S 57° 24' 06" E 1191.39 feet to a found iron rod; thence S 11° 39' 58" W 207.32 feet to a found iron rod; thence N 64° 14' 10" W 967.28 feet to a found iron rod, thence N 64° 17' 31" W 105.69 feet to a white oak, thence N 64° 34' 20" W 1428.04 feet to a set iron rod; thence N 37° 27' 30" E 190.70 feet to a found iron rod; thence S 52° 38' 13" E 35.00 feet to a set iron rod; thence N 37° 21' 47" E 311.12 feet to a found monument, also the point of beginning; containing 821,047 square feet or 18.85 acres.

The Board of Supervisors accepted the following proffered conditions, dated October 9, 2006, which further regulate the above described property in addition to all applicable provisions of Chapter 24, Code of Henrico (Zoning Ordinance):

1. **Use.** The only principal uses permitted on the Property shall be for residential living facilities within the definition of a Life Care Facility as defined in Section 24-3 of the Henrico County Zoning Ordinance, individual ownership of single-family detached and townhouse-style condominiums as a part of the life care community, including nursing home, convalescent home, home for the aged, child and/or adult day care centers and those limited retail uses permitted in, and as regulated by, Section 24-36.1(b) of the Henrico County Zoning Ordinance, and other uses customarily accessory and incidental to any permitted use.
2. **Conceptual Master Plan.** Development of the Property shall be in general conformance with the Conceptual Master Plan prepared by Mather Architects, P.C. attached hereto (the "Master Plan") (see case file), which Master Plan is conceptual in nature and may vary in detail, unless otherwise requested and specifically approved at the time of Plan of Development.

3. **Elevations.** Development of any new assisted living facility, the limited retail portion of the development, the cottages and the townhouse-style condominiums shall be in general conformance with the architectural appearance shown on the elevations attached hereto (see case file), unless otherwise requested and specifically approved at the time of Plan of Development. Any other new buildings constructed on the Property shall be complementary in design and materials to the attached elevations.

4. **Exterior Materials.** The exposed portion of each exterior wall surface (front, rear and sides) of any building (excluding rooftop screening materials for mechanical equipment) shall be similar to the exposed portions of other exterior walls of such building in architectural treatment and materials. Any building shall have exposed exterior walls (above finished grade and exclusive of trim) of brick, E.I.F.S., stone, split face block, cementitious, vinyl or composite-type siding, or a combination of the foregoing, unless different architectural treatment and/or materials are specifically approved with respect to the exposed portion of any such wall, at the time of Plan of Development. A minimum of fifty percent (50%) of the visible portions of the rear exterior building wall surfaces of the townhouse-style condominiums where adjacent to the Westbriar and Roxbury Subdivisions, excluding windows, doors, breezeways and architectural design features, shall be of brick or stone construction. No building shall be covered with or have exposed to view any painted or unfinished concrete block.

5. **Building Height and Setback.** Building heights shall be limited as follows as measured consistent with the definition of "building height" as set forth in the Henrico County Zoning Ordinance:
   a. the five (5) story building shown on the Master Plan (see case file) shall not exceed sixty-five (65) feet in height;
   b. the four (4) story building shown on the Master Plan (see case file) shall not exceed fifty-five (55) feet in height;
   c. the three (3) story Assisted Living building shown on the Master Plan (see case file) shall not exceed forty-five (45) feet in height;
   d. the one (1) story townhouse-style condominium shown on the Master Plan (see case file) shall not exceed twenty (20) feet in height,

   exclusive of mechanical equipment, chimneys or other architectural design features, unless otherwise requested and specifically approved at the time of Plan of Development. Any building which is within one hundred fifty (150) feet of the
southern and eastern property lines where adjacent to the Westbriar and Roxbury Subdivisions shall be limited as set forth in Proffered Condition 5.d. above.

6. **Sound Suppression Measures**. Sound suppression measures shall be provided between units with at least a sound coefficient rating of 54. A cross-sectional detail, reviewed and approved by a certified architect or engineer as to the methodology accomplishing the sound coefficient rating, shall be included in the building permit application.

7. **Setback/Fencing**. A setback a minimum of thirty (30) feet in width shall be provided along the eastern-most property lines and the southern property line adjacent to single-family lots on Minna Drive, with additional screening provided within the first fifteen (15) feet of the setback adjacent to the property line consisting of supplemental plantings (as per Twenty-Five (25) Foot Transitional Buffer requirements), and a black or green poly-coated chain link fence a minimum of five (5) feet in height shall be provided along the aforesaid property lines, except to the extent necessary or allowed for utility easements that may pass through the setback in a generally perpendicular manner (unless currently existing), walking trails, fencing, grading, drainage and other purposes requested and specifically approved, or if required, at the time of Plan of Development. A solid board, wooden fence a minimum of eight (8) feet in height shall be constructed along that portion of the northern property line adjacent to Interstate 64 which is parallel to Minna Drive, unless otherwise requested and specifically approved, or if required, at the time of Plan of Development. A decorative fence shall be provided along the western perimeter of the Property other than at entrance drives, unless otherwise requested and specifically approved, or if required, at the time of Plan of Development.

8. **Access**. Vehicular access to and from the Property shall be limited to and from Pemberton Road and Fordson Road. Fordson Road shall not be connected as a through-road to neighborhoods adjacent to the east.

9. **Child Care Facility**. No child care facility shall be constructed within one hundred fifty (150) feet of the property line of any single family detached residential home adjacent to the Property unless otherwise requested, described and specifically permitted, or if required, at the time of Plan of Development. Any child care facility shall be for the use of employees of the facility only.

10. **Aerated BMP**. Any wet BMP shall be aerated.

11. **Hours of Construction**. The hours of exterior construction, including operation of bulldozers and other earthmoving equipment, shall only be between 7:00 a.m. and 7:00 p.m., Monday through Saturday, except in emergencies or where unusual circumstances require extending the specific hours in order to complete work such
as concrete pours or utility connections that cannot be interrupted. Signs, in both English and Spanish, stating the above-referenced provisions shall be posted and maintained at all entrances to the Property prior to any land disturbance activities thereon.

12. **Construction Activity.** There shall be no construction entrance to or from the Property, to or from Wyndhurst Drive, Minna Drive, Colwyn Road and Fordson Road from Westbriar subdivision. Signs, in both English and Spanish, stating the above-referenced prohibition, shall be posted and maintained at all construction entrances prior to any land disturbance activities on the Property.

13. **Parking Lot Lighting.** Parking lot lighting fixtures shall not exceed twenty (20) feet in height as measured from the grade at the base of the lighting standard, unless otherwise requested, described and specifically approved, or if required, at the time of Plan of Development. Lighting shall be directed to minimize glare on public roads and adjacent properties.

14. **Refuse Containers.** Dumpsters, trash receptacles, not including convenience cans, and recycling receptacles shall be screened from public view with masonry enclosures compatible with the architectural design of the buildings at ground level at the Property lines as approved at the time of Plan of Development. The gates and doors on the masonry refuse screens shall be of a substantial and durable material as determined at the time of Plan of Development. Support posts, gate frames, hinges and latches shall be of a sufficient size and strength to allow the gates to function without sagging or becoming a visual eyesore as determined at the time of Plan of Development. The number of refuse containers shall be adequate for the development as determined at the time of Plan of Development. Convenience cans shall be within or part of a decorative container.

15. **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.

16. **Sidewalks/Pedestrian Accessways.** A pedestrian access system shall be provided connecting the major areas of the development.

17. **Underground Utilities.** All utility lines on the Property shall be underground, except for junction boxes, meters, existing and/or relocated existing overhead utility lines and lines in wetland areas.

18. **Severance.** The unenforceability, 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 profers or the unaffected part of any such proffer.
19. **Units in a Row.** There shall be no more than four (4) townhouse-style condominium units developed in a row.

20. **Supplemental Landscaping Along Fordson Road.** Supplemental plantings as determined at the time of Landscape Plan review shall be provided between the property line and Fordson Road, subject to existing easements and right-of-way limitations.

21. **Transportation Improvements.** Commencing with the construction of the first new building on the Property, the developer shall dedicate right-of-way and construct Pemberton Road along the western frontage of the Property north of Grand Oaks Drive so as to (i) achieve a right-of-way cross section of sixty six (66) feet and a pavement section of fifty-two (52) feet from face of curb to face of curb, and (ii) provide therein for northbound and southbound turn lanes serving the northernmost entrance to the Property. Should the dedicated property not be used for its intended purpose within thirty (30) years of the date of dedication, title to the dedicated property shall revert to the owner or its successors in interest.

The Planning Department 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,

[Signature]

Virgil R. Hazelett, P.E.
County Manager

pc: James W. Theobald, Esquire
    Director, Real Estate Assessment
    Conditional Zoning Index
    Dr. Penny Blumenthal, Director, Research & Planning, Henrico County Schools
Assisted Living
Limited Retail