



Date of Council Meeting: November 13, 2013

**TOWN OF LEESBURG
TOWN COUNCIL SPECIAL MEETING STAFF REPORT**

SUBJECT: TLZM-2012-0003, Crescent Place a concept plan and proffer amendment and rezoning application.

STAFF CONTACT: Mike Watkins, Senior Planner, Department of Planning and Zoning

RECOMMENDATION: Staff recommends that Town Council consider the information contained in this memo regarding revisions to the Crescent Place concept plan and proffers for discussion at the Special Meeting on November 13, 2013.

ISSUE: Should an amendment of the Harrison Park rezoning concept plan and proffers (TLZM 2005-0001) and rezoning of the AT&T parcel, and associated modifications, be approved.

FISCAL ANALYSIS: Approval of this application will generate revenue to the Town through additional Business, Professional and Occupational Licenses (BPOL) from the 20,000 square feet of commercial and real estate taxes will be generated by the 222 new dwelling units.

BACKGROUND: A public hearing on this application was held on October 22, 2013. As a result of that meeting, Applicant has submitted revised plans and proffers in response to issues raised by the Town Council. The changes include:

- An increase in the commercial square footage on the property from 16,000 square feet to 20,000 square feet by converting the four 2-over-2 units adjacent to and facing the W&OD Trail to Live/Work units.
- A corresponding decrease in the number of residential units by four (4), from 226 to 222 dwelling units.
- The addition of on-street parking on Harrison Street and within the Town parking facility
- A modification to Zoning Ordinance Section 11.6.2.C Parking Aisle Dimensions, reducing residential common parking courts travel aisle widths from 24 feet to 20 feet in width.

Attached are the revised concept plan submitted November 1, 2013, and proffers submitted November 6, 2013. As a result of meetings between the Applicants and Staff further revisions will

be made to both the concept plan and the proffers. These changes will be presented and discussed at the Special Meeting.

A new public hearing for this application is scheduled for Tuesday, November 26, 2013. This hearing is required to meet state advertising requirements due to the proposed increase in commercial square footage from 16,000 to 20,000 square feet.

Attachments

1. Applicant's draft proffers last revised November 6, 2013
2. Applicant's revised modifications justification statement last revised November 1, 2013
3. Applicant's Concept Plan last revised November 1, 2013 prepared by Bowman Consulting

PROFFER STATEMENT

TLZM 2012-0003, CRESCENT PLACE

November 20, 2012

Revised March 28, 2013

Revised June 14, 2013

Revised August 14, 2013

Revised September 18, 2013

Revised October 8, 2013

Revised October 18, 2013

[Revised November 1, 2013](#)

Leesburg Acquisition Partners LLC, as the Owner of approximately 11.65 acres of land, more particularly described as Loudoun County parcel identification numbers 231-19-3353, 231-19-6022, 231-19-6044 and 231-19-0774 (hereinafter "LAP" and the "LAP Property," respectively) and AT&T Corp., as the Owner of approximately 0.12 acres of land, more particularly described as Loudoun County parcel identification number 231-19-2572 (hereinafter "AT&T" and the "AT&T Property," respectively), hereby voluntarily proffer, pursuant to Section 15.2-2303 of the Code of Virginia, 1950, as amended, and Section 3.3.16 of the Town of Leesburg Zoning Ordinance, as amended, that the development of the Property shall be in substantial conformance with the proffers as set forth below. All exhibits referred to in this proffer statement are attached and incorporated into this proffer statement.

All proffers made herein are contingent upon the approval of the rezoning concept plan and proffer amendment request in the pending application and upon approval of the zoning modification requests. These proffered conditions are the only conditions offered on this rezoning application, and will supersede and replace the previously approved proffers with Harrison Park, TLZM 2005-0001. These proffers shall become effective only upon approval by the Town Council of Leesburg, Virginia, of the Zoning Amendment application TLZM 2012-0003.

Pursuant to proffer 11, below, AT&T has joined this application only for purposes of rezoning the AT&T Property and determining the standards for development of the AT&T Property and not for purposes of joining with LAP in the development and proffer commitments for the LAP Property.

1. LAND USE

1.1 Concept Plan

- 1.1.1 Development of the LAP Property shall be in substantial conformance with Sheets 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 17, 18, 19 and 24 of the Concept Plan, prepared by Bowman Consulting, dated November 20, 2012 (hereafter referred to as the "CP") and revised through ~~October 18~~[November 1](#), 2013, which is attached to these proffers as Exhibit A and which shall control the use, layout, and configuration of the Property, with

reasonable allowances to be made for engineering and design alteration and to meet Town zoning, subdivision and land development regulations.

- 1.1.2 Development of the AT&T Property shall be in substantial conformance with Sheets 1, 2, 3, and 4, of the Concept Plan, prepared by Bowman Consulting, dated November 20, 2012 (hereafter referred to as the "CP") and revised through ~~October 18~~[November 1](#), 2013, which is attached to these proffers as Exhibit A and which shall control the use, layout, and configuration of the Property, with reasonable allowances to be made for engineering and design alteration and to meet Town zoning, subdivision and land development regulations.

1.2 Development Program

- 1.2.1 The LAP Property shall be developed with a mix of uses, including a maximum of ~~22~~26 dwelling units consisting of a combination of single family attached and multi-family dwelling units (including those units located above first floor commercial), ~~and a~~ minimum of 19,000 square feet of first floor commercial uses and a maximum of ~~4620~~4620,000 square feet of first floor commercial uses such as retail, restaurant and office uses. The single-family attached dwelling units shall consist of twenty-foot wide units and sixteen-foot wide units. A minimum of 80% of the buildings containing single-family attached dwelling units shall contain a mix of the two unit widths.

- 1.2.2 The AT&T Property shall be developed with a public utility use consisting of the existing building and a future two story expansion. The future two story expansion shall have a maximum building footprint of 2,300 square feet with up to an additional 2,300 square feet on the second floor.

1.3 Phasing Plan

1.3.1 General

LAP shall construct the site improvements in accordance with the Phasing Plan depicted on Sheet ~~132~~ of the CP. Each phase will construct the on-site private parking courts and residential common parking court ("RCPC") improvements shown on Sheet ~~132~~ of the CP included within each phase boundary as well as the perimeter landscaping and either ornamental metal or opaque composite fences with stone retaining walls, if necessary, in the locations depicted on Sheet 4 of the CP. The private parking court improvements will include the construction of five-foot wide sidewalks and street trees on both sides of the RCPCs, where shown on Sheet 4 of the CP. The RCPC improvements also will include the on-street parking spaces. Each phase's improvements will be bonded for construction prior to the issuance of the first zoning permit for any of the dwelling units contained within that phase's boundaries and will be constructed prior to the issuance of the first occupancy permit for any of the dwelling units within that phase's boundaries. Site grading, installation of infrastructure, demolition of existing structures and other land disturbance may occur anywhere on the Property without regard to this phasing plan, subject to Town of Leesburg and/or County of Loudoun approvals and/or issuance of permits as required.

- 1.3.2 The Phase 1 improvements will include (i) the recordation of the boundary line adjustment plat between LAP and AT&T and removal of any and all existing structures required in connection with such recordation, prior to the recordation of any subdivision. (ii) the "Boulevard Private Travelway" median landscaping between the entrance at Harrison Street and the first cross parking court and the entrance feature structure, and (iii) the walkway improvements along the front of building "B." The walkway adjacent to the Town Parking Lot, the retaining wall and the pedestrian ramps leading from the Town Parking Lot and Building B also are included in the Phase 1 improvements.
- 1.3.3 The Phase 2 improvements will include (i) the "Boulevard Private Travelway" median landscaping between the first crossing parking court and the second crossing parking court, (ii) the pedestrian plaza/green in the location depicted on Sheet 3 of the CP adjacent to building "Q" and a connection to the W&OD Trail, subject to issuance of an entrance permit by The Northern Virginia Regional Park Authority ("NVRPA"); (iii) the ornamental metal fence in the location depicted on Sheet ~~43~~ of the CP adjacent to buildings "C" and "I," (iv) the paved access drive to the AT&T parcel in the location depicted on Sheet 3 of the CP adjacent to building "C," (v) the dumpster enclosure and vehicle turnaround area and the loading and parking spaces in the locations depicted on Sheet 3 of the CP behind buildings "A" and "B," (vi) the plaza with the connection to the W&OD Trail, subject to issuance of an entrance permit by NVRPA; (vii) the walkway improvements along the front of building "A," (viii) the five-foot wide sidewalk in the locations depicted on Sheet 3 of the CP adjacent to buildings "I" and "Q," as well as running along the property line adjacent to the pedestrian plaza/green, and (ix) the three-foot ornamental fence along the portions of the NVRPA property boundary located in Phase 2 as depicted on Sheet ~~132~~ of the CP.
- 1.3.4 The Phase 3 improvements will include the open space/green landscaping and five-foot wide sidewalks connecting to the green in the locations depicted on Sheet 4 of the CP and the landscaping illustrated on Page 22 of the Design Guidelines.
- 1.3.5 The Phase 4 improvements will include the ~~parking spaces in the location depicted on Sheet 3 of the CP behind building "H" and the~~ five-foot wide sidewalks ~~along the property line~~ connecting to ~~the Phase 2 sidewalk and~~ Industrial Court and running between buildings "R" and "S." Additionally, the Phase 4 improvements will include the three-foot ornamental fence along the portions of the NVRPA boundary located in Phase 4 as depicted on Sheet 13 of the CP.

- 1.3.6 The numbering of the phases in this proffer does not necessarily represent the sequential order during which the proposed phases will occur, but rather the improvements that will be provided concurrent with each phase of development. Notwithstanding the prior sentence, Phase 1 will occur first in time to be followed by or concurrent with Phase 2. Phases 3 and 4 will occur ~~as the market dictates~~ either concurrent with or following Phases 1 and 2.

2. TRANSPORTATION IMPROVEMENTS

2.1 Internal

- 2.1.1 Sidewalks. Sidewalks shall be constructed on both sides of all parking courts on the LAP Property, and shall be a minimum of eight-feet wide inclusive of the street trees and the associated planting area. Internal sidewalks that are not adjacent to any parking court shall be a minimum of five-feet wide. All sidewalks internal to the LAP Property shall be constructed of ~~molded~~ brick material. Planting areas for internal street trees shall be comprised of planting media suitable for urban settings.

2.2 Public Street Improvements

2.2.1 Harrison Street.

- 2.2.1.a LAP shall bond for construction a ½ section as shown on Sheet 5 of the CP along the east side of Harrison Street between the Middleburg bank property line (PIN 232-49-0793) and the W&OD Trail property line with street trees, street lights, curb and gutter and parallel parking spaces, subject to Town approval prior to issuance of the first zoning permit for the LAP Property and shall construct the improvements prior to issuance of the first occupancy permit for the LAP Property.

- 2.2.1.b.1 LAP shall bond for construction the improvements along the west side of Harrison Street as shown on Sheet 5 of the CP and labeled as "Typical Section Harrison Street S.E. North End Near W&OD Trail" along the Raflo Park frontage with ~~ten~~-foot asphalt trail, street lights, flush concrete curb and parallel parking spaces within the right-of-way. This trail shall be constructed on grade, except for modifications necessary for compliance with the Americans with Disabilities Act, within the property limits of Raflo Park and according to an alignment approved by the Town. This trail shall connect with the trail to be constructed along the west side of Harrison Street pursuant to proffer 2.2.1.b.2, below, subject to Town approval. These improvements shall be bonded for construction prior to

issuance of the first zoning permit for the LAP Property and shall construct the improvements prior to issuance of the first occupancy permit for the LAP Property.

- 2.2.1.b.2 LAP shall bond for construction the improvements along the west side of Harrison Street as shown on Sheet 5 of the CP and labeled as "Typical Section Harrison Street S.E. South End Near Catoctin Circle," ~~with one of the two options shown on the CP. The first option would be to construct a five foot concrete sidewalk, street lights, and standard curb and gutter (CG-6) within the right of way, subject to Town approval prior to issuance of the first zoning permit in Phase 2 for the LAP Property as shown on Sheet 13 of the CP, and shall construct the improvements prior to issuance of the first occupancy permit in Phase 2 for the LAP Property, except under the circumstances further specified in this proffer below.~~

~~This improvement shall include the second option would be to construction of a six foot asphalt trail, street lights, and standard curb and gutter (CG-6) flush concrete curb, and parallel parking spaces within the right-of-way, subject to Town approval prior to issuance of the first zoning permit in Phase 12 for the LAP Property, as shown on Sheet 13 of the CP, and shall construct the improvements prior to issuance of the first occupancy permit in Phase 12 for the LAP Property, except under the circumstances further specified in this proffer below.~~

~~This improvement also shall include the construction of a six-foot asphalt trail located outside of the right-of-way on adjacent private property. LAP shall exercise its best efforts to acquire any easements outside of the right-of-way needed to construct the sidewalk or trail along the portion of Harrison Street S.E. described as "South End Near Catoctin Circle" (the "Sidewalk/Trail"). LAP's obligation to construct the Sidewalk/Trail shall be contingent on LAP's ability to secure the necessary easements. In the event that such easements are acquired by LAP prior to issuance of the first zoning permit in Phase 2, then LAP shall complete the construction of the Sidewalk/Trail prior to issuance of the first occupancy permit in Phase 2. If, despite the best efforts of LAP to acquire the easements necessary for construction of the Sidewalk/Trail by the time of issuance of the first zoning permit for Phase 2, LAP will request in writing to the Zoning Administrator that the Town obtain such easements by eminent domain (the "Sidewalk/Trail Zoning Administrator Notification"), and LAP~~

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shall fund the cost of such condemnation. This proffer shall in no way obligate the Town to use its powers of eminent domain and such exercise shall be undertaken solely in the discretion of the Town. If within one-hundred-twenty (120) days of receipt of the ~~Sidewalk~~Trail Zoning Administrator Notification the Town adopts a resolution to commence condemnation proceedings, then LAP shall construct the ~~Sidewalk~~Trail no later than six (6) months after notification from the Town that the necessary easements have been acquired provided the necessary easements are acquired by the Town within twelve (12) months of the adoption of the resolution. The Town will notify LAP upon the successful acquisition of the necessary easements within ten (10) days of acquisition. If the Town does not adopt a resolution to pursue its powers of eminent domain within one-hundred-twenty (120) days of the receipt of the ~~Sidewalk~~Trail Zoning Administrator Notification or does not acquire the necessary easements within twelve (12) months from the adoption of the resolution, then LAP shall work with the Town to determine a reasonable cost to construct the ~~Sidewalk~~Trail, including a cost for condemnation of \$5,000, which amount shall be submitted to the Town and held specifically for the construction of the ~~Sidewalk~~Trail in the future by others. This payment shall be made to the Town prior to the issuance of the 200th residential zoning permit for the LAP property.

~~Should the construction plan approval for the Sidewalk/Trail be delayed beyond the time to acquire off site easements due to flood plain alteration approval delays, LAP shall not construct the sidewalk and shall provide a cash equivalent contribution instead based on a reasonable to construct the Sidewalk/Trail, which amount shall be submitted to the Town and held specifically for the construction of the Sidewalk/Trail in the future by others. This cash contribution shall be paid prior to issuance of the 200th occupancy permit for the LAP Property.~~

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Should the cost of the construction of the ~~Sidewalk~~Trail or the cash equivalent contribution for the same exceed the amount set forth in the "Bonding Unit Price List for New Harrison Street Development Cost Estimate" dated ~~June 7~~November 1, 2013 prepared by Bowman Consulting, any cost in excess shall be deducted from the cash contribution for off-site transportation improvements specified in proffer 2.2.2, below.

- 2.2.1.c LAP shall install a twelve-and-a half foot wide brick sidewalk along the east side of Harrison Street within the right-of-way

connecting the W&OD Trail to the existing sidewalk on the Middleburg Bank property, subject to approval and granting of easements for the off-site portions of the sidewalk.

2.2.1.d LAP shall install street trees and street lights along the east side of Harrison Street between the NVRPA property line and the Middleburg Bank property line, subject to Town approval for the Town-owned portions of the Harrison Street frontage. The street trees shall be planted in accordance with the Sheet 4 of the CP, and the street lights installed shall be as shown on Sheets 10 and 11 of the CP.

2.2.2 Cash Contribution for Off-site Transportation Improvements

LAP shall provide a cash contribution totaling ~~\$258,018~~ \$210,898 for off-site transportation improvements that may include, at the discretion of the Town, the traffic signal at Harrison and Loudoun Streets, the right turn lane from Harrison Street onto Catoctin Circle or other transportation improvements in the vicinity of the LAP Property. This cash contribution shall be paid at the time of issuance of the zoning permit for each residential unit in the amount of ~~\$1,142~~ \$950.

2.2.3 Right Turn Lane on Industrial Court.

LAP shall bond and provide a southbound right turn lane from Industrial Court onto Catoctin Circle within the Industrial Court right-of-way, which shall include only the re-striping on the existing pavement and no additional construction, if approved by the Town of Leesburg. The Applicant shall bond the turn lane improvement prior to issuance of the first zoning permit for the LAP Property

3. OPEN SPACE AND RECREATION

3.1 Internal Open Space and Recreation

3.1.1 Open Space Amenity Areas

LAP shall provide internal open space areas as shown on Sheet 17 of the CP and the amenities within these open space areas as shown on Sheet 18 of the CP. In addition to the amenities shown on Sheet 18 of the CP, the community promenade shall contain at least two gathering spaces built into the wall along the promenade, with at least one gathering space across from both Building A and Building B. The promenade shall incorporate at least two different pavement patterns in the walkway to be determined at the time of site plan approval. In addition, a minimum of eight planters shall be dispersed along the walkway in front of the retail units.

3.1.2 W&OD Trail

3.1.2.1 Landscaping. LAP shall install landscaping on the LAP Property's frontage along the NVRPA property to include a minimum 3-foot high ornamental metal fence supplemented with plantings as illustrated on Sheets 3 and 4 of the CP at the time set forth in Proffer 1.3 above.

3.1.2.2 Construction Fence. LAP shall erect a six-foot high chain link construction fence along the LAP Property frontage along the NVRPA property prior to the start of grading or construction on site, which may also be used as super silt fence for sediment and erosion control. The fence shall remain only during construction of the LAP Property; however, portions of the fence may be removed as construction is completed along that portion of the W & OD Trail.

3.1.2.3 Access Points. LAP shall provide ~~two~~ [three](#) access points from the LAP Property connecting to the W&OD Trail, in the conceptual locations shown on Sheet 3 of the CP, subject to NVRPA approval. The exact locations and design of the access points shall be determined at the time of permit issuance by the NVRPA. LAP shall obtain permits from NVRPA meeting applicable minimum requirements for slope, sight distance, safety drainage and other applicable NVRPA requirements. The POA shall provide perpetual maintenance of the connections to the NVRPA property boundary. The connections to the NVRPA property will be free and available for use by the public.

3.1.3 Bicycle Facilities

LAP shall install a minimum of four bicycle parking racks to be interspersed throughout the LAP Property at locations to be determined at the time of Site Plan approval. At least one of the bicycle parking racks will be placed adjacent to building "A" as depicted on Sheet 3 of the CP, and the other bicycle parking racks will be placed adjacent to other open space areas on the LAP Property as depicted on Sheet 3 of the CP.

3.2 Public Recreation Improvements Contributions

3.2.1 Raflo Park Improvements

[LAP shall construct three concrete bases flush with the ground in order to not alter the floodplain for the display of public art provided by others within Raflo Park, subject to Town of Leesburg approval prior to issuance](#)

~~of the first zoning permit in Phase 2 for the LAP Property, as shown on Sheet 13 of the CP, and shall construct the improvements prior to issuance of the first occupancy permit in Phase 2 for the LAP Property. Subject to Town of Leesburg approval, LAP shall construct a ten foot wide asphalt trail, except as noted below, along the western side of Harrison Street from the existing trail in Raffo Park to the southern Harrison Street crosswalk as shown on Sheet 3 of the CP. This trail shall be constructed on grade, except for modifications necessary for compliance with the Americans with Disabilities Act, within the property limits of Raffo Park according to an alignment approved by the Town. The trail shall connect with the sidewalk or trail to be constructed along the west side of Harrison Street pursuant to proffer 2.2.1.b.2, above. This trail shall be bonded for construction prior to issuance of the first Zoning Permit for the LAP Property and constructed prior to the issuance of the 50th Occupancy Permit for the LAP Property.~~

3.2.2 Ida Lee Park Contribution

LAP shall contribute \$1,000 per residential unit, at the time of issuance of the Zoning Permit for each residential unit, to the Town to be used for capital improvements to Ida Lee Park or other Town of Leesburg facilities operated by the Department of Parks and Recreation.

4. SITE DESIGN

4.1 Sidewalks

All sidewalks constructed along Harrison Street shall be constructed with ~~molded~~ brick paving material, subject to Town approval. In addition, all of the sidewalks along the private streets and the residential common parking courts on the Property as well as in the open space amenity areas shown on Sheet 18 of the CP shall be constructed with ~~molded~~ brick material to match the sidewalk material used on Harrison Street.

4.2 Design Guidelines

Development of the LAP Property will be subject to the Crescent Place Design Guidelines dated ~~September~~November, 2013 prepared by Lansdowne Development Group, including the building elevations included as an appendix to the Design Guidelines labeled "Appendix to Crescent Place Design Guidelines Elevations" dated September 2013 and revised through October 2013 prepared by Lessard. Staff shall review proposed construction on the LAP Property according to the Design Guidelines during the site plan application prior to the initial development of the LAP Property and prior to the issuance of each zoning permit

for the initial construction of the buildings on the LAP Property. Once the initial construction of any building on the LAP Property has been completed, the design review board for the POA created pursuant to Proffer 7, below, will review any proposed changes to the exterior elevations of the buildings.

4.3 Energy Saving Design

All dwellings on the LAP Property shall be designed and constructed as ENERGY STAR 2.0 ® or Home Energy Rating System (HERS) qualified homes. With the submission of a zoning permit for each building, the Applicant shall provide certification that the construction documents have been reviewed by a qualified Home Energy Rater, and that the building meets ENERGY STAR 2.0 ® or HERS standards. Prior to the issuance of an occupancy permit, a "wet" ENERGY STAR 2.0 ® or HERS label must be verified at each dwelling unit's electrical panel and a copy of the Home Energy Rating report shall be provided by the Home Energy Rater. The Home Energy Rating report shall include the unit address, builder's name, Rater's name and date of verification.

4.4 Dumpster Pad

LAP shall install the dumpster pad for the commercial users in the location shown on Sheet 3 of the CP. The dumpster enclosure shall be subject to the Design Guidelines pursuant to proffer 4.2, above. In addition, the dumpster shall be designed to compact the refuse and minimize odors emanating from the dumpster. The dumpster enclosure shall include a sign limiting the hours trash and recycling pick-up may occur.

4.5 AT&T Property

The expansion of the building on the AT&T Property shall be consistent in design, scale, light fixtures and materials with the approved TLPF 2009-0008 for the latest addition to the existing building, which specifies the materials and colors for the following exterior building details: building siding materials, louvers, shingles, gutters and downspouts, exterior lighting fixtures, window and door pediments, railings and fascia. The height of the proposed expansion shall be the same or lower than the existing building. The site plan submitted for the AT&T building expansion shall include landscaping as shown on Sheet 4 of the CP for the AT&T Property. Staff shall review proposed construction on the AT&T Property during the site plan application for the proposed building expansion for consistency with the building design shown on TLPF 2009-0008.

4.6 Entrance Gates Prohibited

In order to provide the ability for vehicular movement through the LAP Property, LAP agrees that gates shall not be erected at the two public street entrances to the LAP Property and that no barriers shall be erected within the LAP property,

which would prevent vehicular movement through the LAP Property between the two public street entrances. Notwithstanding the foregoing, LAP is permitted to erect security fences and gates at the LAP Property entrances onto Harrison Street and/or Industrial Court during active construction of the LAP Property until the time of issuance of the first occupancy permit for the LAP Property.

4.7 Filtterra Devices

If Filtterra devices are used to satisfy BMP requirements and conflict with proposed street tree locations, alternate spacing of street trees to accommodate the Filtterra device shall be provided prior to any determination that the required street trees cannot be provided. Understory trees, subject to the approval of the Zoning Administrator, shall be installed as the vegetative material with Filtterra devices

5. **FIRE AND RESCUE SERVICES**

5.1 Residential Uses

Upon issuance of the Zoning Permit for each residential unit on the LAP Property, LAP shall provide the Town with a one-time cash contribution of \$100.00 per residential unit, for distribution to the fire and rescue companies providing primary service to the LAP Property. This contribution shall be divided equally between those fire and rescue companies that primarily serve the LAP Property. Such contributions shall escalate on an annual basis with a base year of 2013, in accord with the CPI.

5.2 Non-residential Uses

Upon issuance of each Zoning Permit for each non-residential use, LAP shall provide the Town with a one-time cash contribution of TEN CENTS (\$.10) per gross square foot of commercial use on the LAP Property, for distribution to the fire and rescue companies providing primary service to the LAP Property. This contribution shall be divided equally between the primary servicing fire and rescue companies. Such contributions shall escalate on an annual basis with a base year of 2013, in accord with the CPI.

5.3 Cessation of Contribution

The obligation to provide this contribution shall cease at such time as the provision of fire and rescue services is no longer provided by predominantly volunteer organizations or at such time as either the Town of Leesburg or the County of Loudoun levies a tax payment on the LAP Property for these services.

5.4 Emergency Vehicle Access During Construction

The Applicant shall provide, no later than the framing stage of construction, all-weather, gravel-compacted access for emergency vehicles, acceptable to the Fire Marshal to all portions of the LAP Property under construction.

6. UTILITIES

6.1 Water System

LAP shall design and construct the water system such that it will provide a loop to this site with connections provided to the existing 10-inch water line located on the W&OD Trail property and continuing north along Depot Court to Harrison Street and south along Industrial Court to Catocin Circle, as illustrated on Sheet 7 of the CP.

6.2 Sanitary Sewer System

LAP shall design and construct the sanitary sewer system such that it will abandon the existing 15-inch sanitary sewer line traversing the LAP Property and relocating it as illustrated on Sheet 7 of the CP. The Applicant shall bear all expenses associated with relocating the existing 15-inch line with no interruptions in existing service occurring during the relocation.

7. PROPERTY OWNERS ASSOCIATION

7.1 Town Review

Documents to establish a Property Owners' Association (POA) for the LAP Property only, in which all property owners (both residential and non-residential) will be required to be a member, will be submitted to the Town for review and approval as to form and consistency with these proffers. The POA documents shall state that no provisions shall be amended by the POA which address any matters that are proffered or are otherwise required by this rezoning approval without prior approval by the Town.

7.2 Timing

The POA will be established prior to approval of the first Development Plan for the LAP Property.

7.3 Duties

The POA shall have, among its duties, snow removal, trash removal and the maintenance of all commonly owned facilities on the LAP Property including private roads and private access easements, private parking areas, private storm

drainage, private common areas, including the POA-owned open space, trails, greens, recreational facilities, bicycle parking facilities and play areas. The POA also shall administer the design review board established pursuant to proffer 4.2, above.

7.4 Garage Conversions

The POA documents shall include a provision that will prohibit any garage space from being converted to any type of habitable and/or living space or be used principally for other than the storage of vehicles.

7.5 Private Parking Courts

The POA documents shall include a statement that the private parking courts cannot be accepted as public roads by the Town of Leesburg and will be the responsibility of the POA.

7.6 Private Yard Maintenance

The POA documents shall include a provision making the POA responsible for maintaining the yards and landscaping of all of the lots within the LAP Property, including the individually owned lots for the single family attached dwelling units. The POA shall monitor the building-mounted light fixtures on the rear of the dwelling units, which provide safety lighting for residential common parking court travel ways (alley ways), to ensure these light fixtures remain lit during nighttime hours and to ensure light bulbs are replaced in a timely fashion.

8. **CAPITAL FACILITIES CONTRIBUTION**

The LAP Owner shall provide, upon issuance of each occupancy permit for a dwelling unit, a one-time cash contribution in the amount of \$7,809 per each two-over-two-style multi-family dwelling unit, including the dwelling units located above the commercial uses and \$15,619 for each single-family-attached dwelling unit. ~~This contribution may be used at the Town's discretion to offset the costs of constructing schools or off site road improvements that will serve the LAP Property.~~

9. **TOWN PARKING LOT IMPROVEMENTS**

9.1 LAP shall construct the improvements to the Town-owned parking lot as depicted on Sheets 3 and 4 of the CP, subject to Town approval. These improvements will include the construction of a minimum of ~~673~~ parking spaces, improvements to the entrance, a ramp and stairs leading from the parking lot to buildings "A" and "B," a five-foot wide sidewalk from the LAP Property connecting to the sidewalk along Harrison Street and landscaping. These improvements will be bonded for construction prior to the issuance of the zoning permit for building "B" and constructed prior to the issuance of the first occupancy permit for building "B."

9.2 The POA can perform snow removal on the town parking lot, at its own discretion and expense, without reimbursement from the Town.

9.3 Bus Shelter on Town Lot

LAP shall install a bus shelter along Harrison Street on the Town-owned parcel in the location shown on Sheet ~~43~~ of the CP, subject to Town approval. This bus shelter will be bonded for construction with the plans for the improvements to the town parking lot prior to the issuance of the zoning permit for building "B" and installed prior to the issuance of the first occupancy permit for building "B."

9.4 Feature on Town Lot

LAP shall construct a gazebo or similar structure on the town-owned parcel in the location shown on Sheet 3 of the CP, subject to Town approval. The design and construction of this structure shall not exceed \$25,000. LAP shall submit the design for the structure concurrent with the plans for the town parking lot improvements to be provided pursuant to proffer 9.1, above. The town shall review the structure design concurrently with the town parking lot improvement plans. If the town approves the design for the structure, the structure will be bonded for construction with the plans for the improvements to the town parking lot prior to the issuance of the zoning permit for building "B" and constructed prior to the issuance of the first occupancy permit for building "B."

10. NOISE ATTENUATION FOR AT&T BUILDING

10.1 LAP shall conduct a noise analysis of the AT&T Property to measure the existing noise levels, as set forth in Section 7.9.3 of the Zoning Ordinance, at the property line in existence once the parcel boundaries are adjusted between the LAP Property and the AT&T Property as shown on Sheet 3 of the CP. The noise analysis shall recommend measures that can be taken to reduce the noise levels to 55dBA for continuous noise and 60 dBA for impact noise at the AT&T property line. LAP shall install any recommended measures necessary to achieve these stated noise levels. The noise analysis shall be conducted and the report submitted to the Town prior to approval of the first subdivision or site plan in Phase I of the LAP Property, as shown on Sheet 3 of the CP. An engineer specializing in acoustical design and mitigation acceptable to the Town shall certify the proposed attenuation measures prior to issuance of the zoning permit application for Buildings C or I. The necessary measures, if any, needed to reduce noise levels shall be implemented and/or installed prior to the issuance of the first occupancy for any dwelling units in either Building C or Building I, as shown on Sheet 3 of the CP. The noise analysis shall be conducted by an engineer specializing in acoustical design and mitigation acceptable to the Town.

- 10.2 AT&T shall grant LAP permission to perform any such necessary measures as identified pursuant to Proffer 10.1, above, upon the AT&T property in existence once the parcel boundaries are adjusted between the LAP Property and the AT&T Property as shown on Sheet 3 of the CP. Any additions to the AT&T building shall be designed such that the noise level generated from the building will not exceed 55 dBA for continuous noise and will not exceed 60 dBA for impact noise pursuant to Section 7.9.2 of the Zoning Ordinance, as measured at any point along the AT&T property boundary in existence once the property boundaries are adjusted between the LAP Property and the AT&T Property as shown on Sheet 3 of the CP. An acoustical engineer licensed in the Commonwealth of Virginia and acceptable to the Town shall perform and certify the required noise measurements for the building expansion.
- 10.3 Buildings C and I shall be constructed using materials, doors and windows with high noise attenuation characteristics to achieve interior noise levels of 45 dBA or less. An acoustical engineer licensed in the Commonwealth of Virginia and acceptable to the Town shall certify that the Buildings C and I have an interior noise level of 45dBA or less prior to issuance of the occupancy permit for each unit within Buildings C and I.

11. ASSIGNMENT OF PROFFER RESPONSIBILITY

AT&T Corp. has joined these proffers solely for the purpose of rezoning its 0.12 acre parcel from the Crescent Design (CD) zoning district to the Planned Residential Neighborhood (PRN) zoning district and to permit expansion of its existing 4,850 square foot facility with a 2,300 square foot footprint addition, following the execution of a boundary line adjustment with Leesburg Acquisition Partners LLC in accordance with the CP. As such, these proffers, with the exception of Proffers 1.1.2, 1.2.2, 4.5, 10.2, and this proffer 11 shall not be the obligation of AT&T Corp, and shall be the obligation of Leesburg Acquisition Partners LLC, which will be developing the features shown on the CP giving rise to these proffer commitments. Following approval of these proffers, the AT&T Property and the LAC Property shall exist independently of each other and shall be permitted to file and pursue independent land development applications, including without limitation, rezoning applications, without the necessity of obtaining the consent of the other property owner.

12. WAIVERS AND MODIFICATIONS

Approval of this application #TLZM-2012-0003 does not express or imply any waiver or modification of the requirements set forth in the Subdivision and Land Development Regulations, the Zoning Ordinance, or the Design and Construction Standards Manual, except as expressly approved in application #TLZM-2012-0003, and all final plats, development plans, and construction plans shall remain subject to these applicable Town regulations.

13. BINDING EFFECT

The undersigned LAP owner of record of the LAP Property and the undersigned AT&T owner of record of the AT&T Property do hereby voluntarily proffer the conditions stated above, which conditions shall be binding on the Applicant, its successors and assigns shall have the effect specified in Section 15.2-2303, et seq. of the Code of Virginia (1950), as amended.

[SIGNATURES ON FOLLOWING PAGES]

Witness the following signatures and seals this day of _____, 2013.

Leesburg Acquisition Partners LLC
a Virginia limited Liability Company

By: _____

Name: Leonard S. Mitchel
Its: Managing Partner

State of _____
City/County of _____, to-wit:

I, Notary Public in and for the state and city/county aforesaid, do hereby certify that _____, whose name is signed to the foregoing instrument, personally appeared before me and has this day acknowledged that he executed the foregoing proffers with the full power and authority to do so.

TLZM 2012-0003, Crescent Place
Proffer Statement
| ~~October 18~~ [November 1](#), 2013

Given under my hand this _____ day of _____, 2013

Notary Public

My Commission Expires:

Date

TLZM 2012-0003, Crescent Place
Proffer Statement
| ~~October 18~~November 1, 2013

Witness the following signatures and seals this day of _____, 2013.

AT&T Corp.

a New York Corporation

By: _____

Name: Robert R. Ericksen

Its: Real Estate Manager

State of _____
City/County of _____, to-wit:

I, Notary Public in and for the state and city/county aforesaid, do hereby certify that _____, whose name is signed to the foregoing instrument, personally appeared before me and has this day acknowledged that he executed the foregoing proffers with the full power and authority to do so.

Given under my hand this ____ day of _____, 2013

Notary Public

My Commission Expires:

Date

TLZM 2012-0003, Crescent Place
Proffer Statement
| ~~October 18~~[November 1](#), 2013

EXHIBIT A

Crescent Place Rezoning Concept Plan and Proffer Amendment

Prepared by Bowman Consulting

| Dated November 20, 2012 and Revised through ~~October 18~~[November 1](#),
2013

**CRESCENT PLACE
REZONING CONCEPT PLAN AND PROFFER
AMENDMENT APPLICATION
REQUEST FOR MODIFICATIONS**

November 5, 2012

Revised March 27, 2013

Revised June 14, 2013

Revised August 14, 2013

Revised November 1, 2013

The applicant is requesting the following Zoning Ordinance modifications pursuant to Section 8.2.2.E of the Zoning Ordinance. The zoning application these modification requests accompany is to amend the concept plan and proffers for a current PRN zoned property. Many of the PRN district requirements anticipate a more suburban-style pattern of development than is envisioned for the Crescent Place project, which is located adjacent to the downtown Leesburg H-1 overlay district, the W and OD Trail and across the street from Raflo Park. As such, the Crescent Place concept plan proposes an urban infill style of development with smaller lots, an alternative parking configuration for the townhouse and two-over-two style multi-family units, and less on-site open space than is typically found in more suburban style neighborhoods. Section 8.2.2.E permits the Town Council to approve the proposed modifications to the regulations if they will achieve an innovative design. The applicant suggests that the proposed concept plan provides an innovative urban infill style of development, as compared with the more suburban style development proscribed under the PRN district regulations. The proposed concept plan fulfills the Purpose of the Planned Development Districts as set forth in Section 8.1.1.B by providing a "creative and innovative design to complement and enhance the town's visual character." If an innovative urban infill style of development

is appropriate at this location, then the proposed modifications improve upon the existing regulations. In order to achieve the design depicted on the concept plan, the following modifications to the Zoning Ordinance are necessary and appropriate.

MODIFICATIONS FOR THE LEESBURG ACQUISITION PARTNERS PROPERTY

I. Zoning Ordinance Section to be Modified

Section 11.3 Number of Parking Spaces Required

Parking Standards Table

<i>Type of Use</i>	<i>Minimum Number of Spaces Required</i>
<i>Single-Family Detached</i>	<i>2.0 per dwelling if access to the lot is onto a public street; 3.0 per dwelling if access to the lot is from a private accessway.</i>
<i>Single-Family Attached</i>	<i>2.0 per dwelling if access to the lot is onto a public street; 2.5 per dwelling if access to the lot is from a private accessway. For townhouses with a single-car garage, the garage shall not be counted as a parking space. For townhouses with a two-car garage, the two-car garage shall count as a single (one) parking space.</i>
<i>Multi-Family</i>	<i>1.5 per dwelling for efficiency and one bedroom units; 2.0 per dwelling for two bedroom units; and 2.53 per dwelling for units with three or more bedrooms. For multi-family garage units, the garage shall not be counted as a parking space.</i>

<i>Retail Sales, General</i>	<i>1.0 per 200 square feet gross floor area for the first 10,000 square feet, plus 4.0 per each additional 1,000 square feet of gross floor area.</i>
<i>Office, General</i>	<i>1.0 per 300 square feet gross floor area.</i>

Requested Modification

Type of Use	Minimum Number of Spaces Required
Single-Family Attached	2.5 spaces per dwelling unit, including all garage and driveway spaces.*
Multi-Family – two-over-two units and live/work dwelling units	2.5 spaces per dwelling unit, including all garage and driveway spaces.*
Retail Sales, General and Office, General	33 spaces will be provided on-site *

*See parking exhibit on Sheet 25 of the Concept Plan.

Justification for Modification

In the proposed mixed-use community, the total required parking is 645 spaces as shown on the Parking Exhibit included as sheet 25 of the Concept Plan prepared by Bowman Consulting accompanying this modification request. The provided parking is 591 on-site spaces broken down as follows: 33 commercial spaces (both retail and office), 473 residential spaces provided on the lots in the garages and driveways and 82 visitor spaces dispersed throughout the site as on-street parking, and 3 spaces for the AT&T parcel. However, an additional 113 public parking spaces are available in the vicinity of the community to off-set the on-site spaces provided in Crescent Place with 40 on-street spaces on Harrison Street and 73 spaces in the re-built town parking lot adjacent to Crescent Place in front of the live/work units proffered to be constructed by the applicant. This tabulation results in a total of 704 parking spaces available in the vicinity of Crescent Place comprised of 591 on-site parking spaces and 113 off-site public spaces.

This modification request is premised upon the following factors: (i) the mix of uses developed in a compact pattern reduces the need for each use to provide the maximum number of spaces for each use calculated separately; (ii) the compact pattern and the project’s location promotes pedestrian access within and to the site, reducing the need for parking; (iii) the urban infill character is designed to promote a lifestyle and expectations different from typical suburban development by trying to balance automobile use with pedestrian use - providing more than ample parking only encourages vehicular access; (iv) Virginia Regional Transit provides bus service along Harrison Street and (v) on-street parking both within the project (on private streets) and on adjacent Harrison Street will be available to all users, as is customarily found in the historic core of Leesburg and in most urban settings. Off-street parking fields are discouraged in traditional urban design, while on-street parking is considered a critical element of the street in traditionally designed communities. All dwelling units will have a garage, which by covenant will be required to be maintained for parking purpose only. Additionally, the applicant has proffered that the HOA will be responsible for outside grounds maintenance, which eliminates the need for residents to store yard maintenance equipment and tools in the garage.

II. Zoning Ordinance Section to be Modified

Section 11.9 Number of Off-Street Loading Spaces Required

	<i>Minimum Number of Loading Spaces Required</i>
<i>Offices</i>	<i>One standard loading space for the first 10,000 square feet of gross floor area, plus one space for each additional 20,000 square feet.</i>
<i>Eating Establishments</i>	<i>One standard loading space for the first 10,000 square feet of gross floor area, plus one space for each additional 25,000 square feet.</i>
<i>Retail Sales</i>	<i>One standard loading space for the first 15,000 square feet of gross floor area, plus one space for each additional 25,000 square feet.</i>

Requested Modification

Provide one standard loading spaces (15' by 30' in dimension) to serve the commercial uses for the property.

Justification for Modification

The proposed commercial component contained on the ground floor of live/work units will be comprised of smaller retail, restaurant and office uses, which will not have the need for large or numerous loading spaces. Excessive loading areas will detract from the traditional design of the project. This project should be viewed as being similar to uses in the H-1 historic overlay district, as a similar design, scale and mix of uses is being proposed. Section 11.10.1 of the Zoning Ordinance permits the Land Development Official to waive loading requirements in the H-1 district when the proposed use can be served adequately by an existing on- or off-street loading facility within proximity to the proposed use. Primarily, however, the small scale of the commercial uses will preclude the need for large or numerous deliveries.

III. Zoning Ordinance Sections to be Modified

Section 12.8.5.C Modification Buffer-Yard Requirements – Special Design

Buffer yard requirements may be waived or modified by the Land Development Official where the side of a building, a barrier and/or the land between that building and the property line has been specifically designed to minimize the adverse impact through a combination of architectural and landscaping techniques.

Section 12.8.6. D Screening – Alternative Screens and Modifications

Alternative planting programs that achieve the objectives of the required screens are permitted to allow flexibility in landscape design. The Land Development Official may approve any of the alternative screens provided below or a combination of the alternatives if the applicant can demonstrate that the objective of the screen has been met. The Land Development Official may reduce or eliminate the requirements for evergreen trees or shrubs if a landscape plan proposes the use of hedges, shrubs, walls or berms that achieve the objective of the required screen.

Requested Modification

The applicant is requesting to apply the buffers and setbacks as shown on Sheet 4 of the CP.

Justification for Modification

This urban infill style development is surrounded by a variety of uses; therefore, the applicant is proposing to provide separation from these uses using a variety of methods as depicted in the Buffers and Screening Table on Sheet 4 of the concept plan. The following describes the methods employed corresponding to the table:

A modification along the boundary labeled "A to B" on Sheet 4 is requested between the live-work units and the public parking lot. These units contain first floor commercial uses, which will face the parking lot with the intent of attracting the public to these commercial uses. Therefore, a buffer and screening is not desirable, since the uses need to be integrated with the public parking area and the sidewalk, not screened from those uses. A 15-foot wide buffer is proposed, which will include the sidewalk and canopy trees along the bottom of the retaining wall between the two uses. The retaining wall provides a semi-opaque separation, in addition to the vertical separation. A stair/ramp feature is proposed for transit between the two levels.

A modification along the boundaries between the AT&T facility and Crescent Place is requested. These buffer segments are labeled "C to K," "K to L," and "L to D" on Sheet 4, respectively, with proposed widths ranging from four to six feet. Each buffer segment will include an opaque composite fence along the perimeter of the to be expanded AT&T parcel with supplemental plantings appropriate to the buffer width as shown on Sheet 4 of the CP. The fence and plantings provide an opaque buffer between the two parcels. The AT&T site primarily houses equipment with infrequent visits by employees, which means an opaque buffer is appropriate between the two uses.

A modification along the boundary labeled "B to C" and "D to E" on Sheet 4 is requested between the residential uses and the commercial uses and the W&OD Trail. The width of buffer segment "B to C" is proposed to range

from zero to six feet, with the zero width proposed along the “Trail Front Promenade” extending from the commercial uses to the Trail, and buffer segment “D to E” will range from five to 15 feet in width. Both buffer segments will include a three-foot ornamental metal fence with supplemental plantings appropriate to the buffer width. Planters integrated within the Trail Front Promenade hardscape area will accommodate proposed landscaping along the zero width portion of buffer segment “B to C.” Evergreen trees will be minimized, however, since the Trail is considered a focal point for the community and the views of the Trail need to be kept open. This semi-opaque buffer will provide clear separation between the project and the W and OD Trail, while providing residents a view of the adjacent trail amenity. Three entrances from the property to the trail adjacent to on-site open space areas will invite trail users to visit the property – particularly the commercial uses.

A modification along the boundary labeled "E to F" on Sheet 4 is requested between the residential uses and adjacent commercial use. A buffer ranging from five to ten feet in width with an opaque screen consisting of a six-foot composite fence supplemented by plantings appropriate to the buffer width is proposed along this segment. The residents will not need to interact with the adjacent commercial use, Banner Glass, which makes the opaque screen appropriate for this segment of the perimeter.

A modification along the boundary labeled "G to H" on Sheet 4 is requested between the residential uses and the adjacent retail uses. A 10-foot wide buffer is proposed, which will include a retaining wall with six-foot opaque composite fence and plantings appropriate to the buffer width. The retaining wall, coupled with the vertical separation and opaque fence, provides an appropriate buffer between these uses.

A modification along the boundary labeled "H to I" on Sheet 4 is requested between the residential uses and the bank property. A six-foot wide buffer with six-foot opaque composite fence supplemented by plantings appropriate to the buffer width is proposed, since the existing buffer on the bank property ranges from 10-feet to 34-feet wide and is densely planted, providing an opaque buffer between the two properties.

A modification along the boundary labeled "I to J" on Sheet 4 is requested between the residential uses and the bank property. A buffer ranging from zero to twelve feet in width is proposed, which will include a six-foot

opaque composite fence and plantings appropriate to the buffer width. In addition, supplemental planting materials are proposed for the buffer on the Middleburg Bank property. The opaque composite fence, coupled with the on-site and the adjacent landscaping will provide an effective visual buffer adjacent to the bank drive-through area.

On the AT&T Corp. property, the following modifications also are requested.

- For the property line adjacent to Building I (buffer segment “L to D”), no buffer is proposed. Buffering between uses will be accomplished via the six-foot opaque composite fence and landscaping provided on the Crescent Place portion of the boundary.
- For the property line adjacent to the row of parking spaces (buffer segment “K to L”), a five-foot buffer width with plantings as shown on Sheet 4 of the CP is proposed, which will complement the six-foot opaque composite fence and landscaping provided on the Crescent Place portion of the boundary.
- For the property line adjacent to Building C (buffer segment “C to K”), a fifteen-foot buffer width with plantings as shown on Sheet 4 of the CP is proposed, which will complement the six-foot opaque composite fence and landscaping provided on the Crescent Place portion of the boundary.
- For the property line adjacent to the W and OD Trail (“buffer segment “C to D”), a three-foot buffer width with plantings and six-foot ornamental metal fence as shown on Sheets 4 and 19 of the CP is proposed.

IV. Zoning Ordinance Section to be Modified

Section 14.2.1.B Creek Valley Buffer – Buffer Setbacks – Standard Setbacks

150 feet on each side of the creek measured along the slope of the ground from the centerline of the channel of each creek or stream where the watershed is greater than 640 acres.

Requested Modification

The applicant proposes to reduce this setback as necessary to provide improvements to Harrison Street and develop the site as shown on the

Concept Plan. Town Branch is located 115-feet from the Crescent Place property boundary and 50-feet from the trail proposed for Raflo Park along the south side of Harrison.

Justification for Modification

The applicant is proposing an urban streetscape along the east side of Harrison Street as a continuation of downtown Leesburg. The 150 foot Creek Valley Buffer setback extends to the east side of Harrison Street. The buffer is being reduced to permit development adjacent to Harrison Street in keeping with the character of downtown Leesburg. The applicant will provide BMP practices as called for in Section 14.2.2 of the Zoning Ordinance. As an additional off-set to mitigate this modification, additional riparian plantings are proposed for Raflo Park as shown on Sheet 4 of the Concept Plan.

VI. Zoning Ordinance Sections to be Modified

Section 8.3.2 Lot Size – Lot Area - Single-family, attached – Lot Area 1,600 sq. ft. minimum – no more than 25% of total SFA units; Lot Area 2,000 sq. ft. minimum – no fewer than 75% of total SFA units.

Section 8.3.2 Lot Size – Lot Width – Single-family, attached – Lot Width 18 feet for lots less than 2,000 sq. ft.

Requested Modifications

The applicant proposes a minimum Lot Area of 815 square feet with an average lot size of 900 square feet and minimum Lot Width of 16 feet for the smaller (16-foot wide) single-family, attached dwelling units, and a minimum Lot Area of 1,000 square feet with an average lot size of 1,400 square feet and minimum Lot Width of 20 feet for the larger (20-foot wide) single-family, attached dwelling units. A proffer has been included in the proffer statement to provide at least two 20-foot units and one 16-foot unit in each stick of single family attached dwelling units.

Justification for Modification

This modification is requested to accompany a residential design and lay-out that is more urban in style than the suburban character that the zoning

ordinance requirement for minimum lot size and lot area would produce. Crescent Place is being developed as an urban-infill community located adjacent to the historic downtown area of Leesburg, as well as adjacent to two major open space amenities of Leesburg – the W&OD Trail and Raflo Park. Urban infill design means smaller unit and lot sizes, with better proximity to urban amenities than a standard suburban single family attached design.

VII. Zoning Ordinance Section to be Modified

Section 12.3.1.Twenty-Year Tree Canopy Requirements – All submittals of final subdivision plats or site plans under Article 13 of the Subdivision and Land Development Regulations shall include a plan for the preservation, planting and/or replacement of trees on the site to the extent that, at maturity of twenty years, minimum tree canopies or covers will provided in the areas designated in the Town of Leesburg Zoning Ordinance as follows:

E. Every platted lot shall have a minimum tree canopy coverage of 2 ½ percent or 3,000 sq. ft., whichever is less.

Requested Modification

The applicant proposes to meet the requirement of Section 12.3.1.C, which requires a twenty-year tree canopy of 15% with a density of 19.74 dwelling units per acre, following the proffered landscape on Sheet 4, but not provide the minimum tree canopy coverage on each individual lot.

Justification for Modification

As an urban infill-style development, the landscape plan is designed under an overall plan and not designed on individual lot basis. The landscape plan focuses on providing street trees along the internal private streets (street residential common parking courts) and surrounding the perimeter of the property, which will provide canopy coverage for the majority of the individual lots. The lots lacking in canopy coverage all front on one of the open space/green/plaza areas that by design are not providing tree canopy coverage, but rather an alternative open space area for community gathering and play space. This landscape plan provides tree canopy coverage for lots fronting on the street RCPCs (Buildings F, G, H, J, K, L, M, N, O, P, T, U and Z) and lots adjacent to the perimeter of the property (Buildings A, B, C

and I). Buildings D and E face Harrison Street, which has street trees, but the canopy from those trees will not provide coverage on the individual lots of those two buildings. Building Q fronts on the pedestrian plaza/green and is adjacent to perimeter landscaping, but will not have canopy coverage on the individual lots. The ends of Buildings R and S are adjacent to perimeter landscaping and RCPC street tree plantings, but front on open space with a portion of the walkway system that does not provide canopy coverage on the individual lots. The ends of Buildings V and X are adjacent to RCPC street tree plantings, which provides canopy coverage for the end lots, and Buildings W and X are adjacent to perimeter landscaping that does not provide canopy coverage on the individual lots. All four of these buildings, however, front on an open space/green that will remain free of canopy coverage in order to provide a clear space for active games and play. . As an additional off-set to mitigate this modification, additional riparian plantings are proposed for Raflo Park as shown on Sheet 4 of the Concept Plan.

VIII. Zoning Ordinance Section to be Modified

Section 10.4.5 Minimum Yard Requirements

C. Extensions into Required Yards. The following uses and structures shall be permitted to be located within required yards, subject to the limitations established herein. No structure may be erected over a public right-of-way or easement, except as permitted in the Town Code.

4. Balconies, Chimneys, Porches, Bay Windows, Steps and Landings. Balconies, chimneys, porches, bay windows, steps and landings which comprise less than one-third the length of the wall may project up to three feet into a required yard, but no closer than five (5) feet to any lot line.

5. Decks and Patios. . . . Uncovered decks, which are attached to the principal structure and are more than three (3) feet above grade on the lot, may extend into a required rear yard to within twenty (20) feet of the property line, however, side yard requirements shall apply....

Requested Modification

For the front entry stoops for the single family attached units, the applicant proposes that the stoop may extend to the front property line with a depth of 3.5 feet between the front of the principal structure and the front property line.

For the rear decks for the single family attached units, which are more than three feet above grade since they will be attached to the second level of the units, the applicant proposes that the deck may extend to the rear property line with a depth of four feet between the rear of the principal structure and the rear property line.

Justification for Modification

In this urban infill setting, the units are placed close to the private streets along the front and the residential parking courts along the rear. Therefore, the architectural features that are permitted to extend into the yards extend to the property line on these urban infill lots. This style of development is not designed to provide front and rear yards as open space for these units, but rather as elements of the streetscape. Residents sitting on the front stoops and rear decks will be able to interact as neighbors walk by on the street sidewalk or the residential parking court.

IX. Zoning Ordinance Section to be Modified

Section 11.6.2.C Parking Aisle Dimensions. Parking facilities shall provide travel aisles in compliance with the following minimum width aisle standards:

Minimum Aisle Widths Adjacent to Parking

*Parking Angle: 90 degrees
2-Way Traffic; 24-foot aisle width*

Requested Modification

The applicant proposes twenty-foot minimum aisle widths for the Residential Common Parking Courts 2 (RCPC2) labeled on Sheet 3 of the CP.

Justification for Modification

The RCPC2 will function as the alley providing vehicular access to the individual units and their on-lot garages and driveways. Although these travel ways meet the DCSM definition for a Residential Common Parking Court, they function as alleyways. The DCSM permits an 18-foot minimum

width for alleys and Crescent Place is providing a 20-foot minimum width for the RCPC2 travel ways. These travel way widths are appropriately modified to meet the DCSM requirements for RCPCs and alleyways, for which the Zoning Ordinance does not include standards distinct from general parking aisle standards.

MODIFICATIONS FOR THE AT&T CORP. PROPERTY

X. Zoning Ordinance Sections to be Modified

Section 12.8.5.C Modification Buffer-Yard Requirements – Special Design

Buffer yard requirements may be waived or modified by the Land Development Official where the side of a building, a barrier and/or the land between that building and the property line has been specifically designed to minimize the adverse impact through a combination of architectural and landscaping techniques.

Section 12.8.6. D Screening – Alternative Screens and Modifications

Alternative planting programs that achieve the objectives of the required screens are permitted to allow flexibility in landscape design. The Land Development Official may approve any of the alternative screens provided below or a combination of the alternatives if the applicant can demonstrate that the objective of the screen has been met. The Land Development Official may reduce or eliminate the requirements for evergreen trees or shrubs if a landscape plan proposes the use of hedges, shrubs, walls or berms that achieve the objective of the required screen.

Requested Modification

The AT&T owner is requesting to apply the buffers and setbacks as shown on Sheet 4 of the CP.

- For the property line adjacent to Building I on the LAP Property, no (0') buffer yard is proposed.
- For the property line adjacent to the row of parking spaces on the LAP Property, a five-foot buffer width with plantings and fence as shown on Sheets 4 and 19 of the CP is proposed.

- For the property line adjacent to Building C on the LAP Property, a fifteen-foot buffer width with plantings and fence as shown on Sheets 4 and 19 of the CP is proposed.
- For the property line adjacent to the W&OD Trail, a three-foot buffer width with plantings and fence as shown on Sheets 4 and 19 of the CP is proposed (with the exception of the area where there is an existing generator).

Justification for Modification

The AT&T property is currently in use as switching station providing telecommunication services to Leesburg. AT&T purchased on option to acquire additional land from the property owners prior to LAP to accommodate future expansion plans. AT&T and LAP have now reached agreement for a boundary line adjustment that is reflected on the CP to accommodate AT&T's use of its property and its future expansion plans. The building is unoccupied except for electronic equipment and is serviced approximately once a week. Since maintaining a constant source of power is critical to AT&T providing service to Leesburg, a back-up power generator also is located on the property. The proposed buffer modifications reflect the current and future of the property. A three-foot buffer width is proposed along the W&OD Trail to accommodate the location of existing structures and parking and driveway areas. No buffer is proposed along Building I, since the driveway access to the back-up power generator is provided along that property line. A fifteen-foot buffer can be provided along Building C without interference with the current use of the site. A five-foot buffer is proposed adjacent to the row of parking spaces in order to accommodate the proposed building expansion and driveway access to the back-up power generator.

Proposed Modification

The applicant proposes a spacing between entrances onto Industrial Court of 104.5 feet with the eastern entrance (closer to Catoctin Circle) being restricted to a one-way egress only entrance.

Justification for Modification

The design for Crescent Place involves private streets providing the primary vehicular access through the property and with residential common parking

courts providing vehicular access to the rear of individual units where the driveways and garages are located. Service vehicles, such as trash trucks, also need to access the residential common parking courts. Industrial Court provides entrances for a private street and a residential common parking court for the units located in the northeast corner of the property. These entrances are located at the end of Industrial Court in the bulb of the cul-de-sac., which means there is no through traffic at this end of Industrial Court. The Concept Plan for the rezoning of Crescent Place restricts the residential common parking court entrance onto Industrial Court to one-way egress only, which provides a safe condition for the two entrances with more than 100 feet of separation at the end of the cul-de-sac.