



Date of Meeting: July 16, 2015

**TOWN OF LEESBURG
PLANNING COMMISSION PUBLIC HEARING**

Subject: TLZM-2015-0001, Poet’s Walk

Staff Contact: Irish Grandfield, AICP, Senior Planner, DPZ

Applicant: Mark Ambach, Leesburg Senior Real Estate LLC
1001 E. Telecom Dr., Boca Raton, FL 33431
(561) 981-5252; mambach@silverco.com

Applicant’s Representative: Christine Gleckner, Walsh, Colucci, Lubeley, and Walsh
1 E. Market St., Suite 300, Leesburg, VA 201176
(571) 209-5776; cgleckner@thelandlawyers.com

Proposal: A request to allow a single story, 38,000 square foot nursing home on vacant land in Oaklawn Land Bay MUC2.

Planning Commission Critical Action Date: October 17, 2015

Recommendation: Staff recommends approval of the application.

Acceptance Date: February 10, 2015

Acceptance Modifications/Waivers: An Archeological Study Waiver was granted by the Land Development Official since an Archeological Study was already completed and submitted with the original Oaklawn rezoning application. Further, the site has been completely regraded since then making it even less likely that significant artifacts exist.

Web Link: A comprehensive listing of all application documents is found here:
<http://www.leesburgva.gov/government/departments/planning-zoning/active-land-use-applications/poet-s-walk-at-oaklawn>

Table 1. Property Information			
Address:	SE Quadrant of Oaklawn Drive & Brown Roan Drive	Zoning:	PRC
PIN #s:	233-30-2511 233-30-4276 233-30-1486	Permitted Density: Proposed Density:	0.40 FAR 0.28 FAR
Size:	8.7 acres	Planned Land Use:	Regional Office/Light Industrial

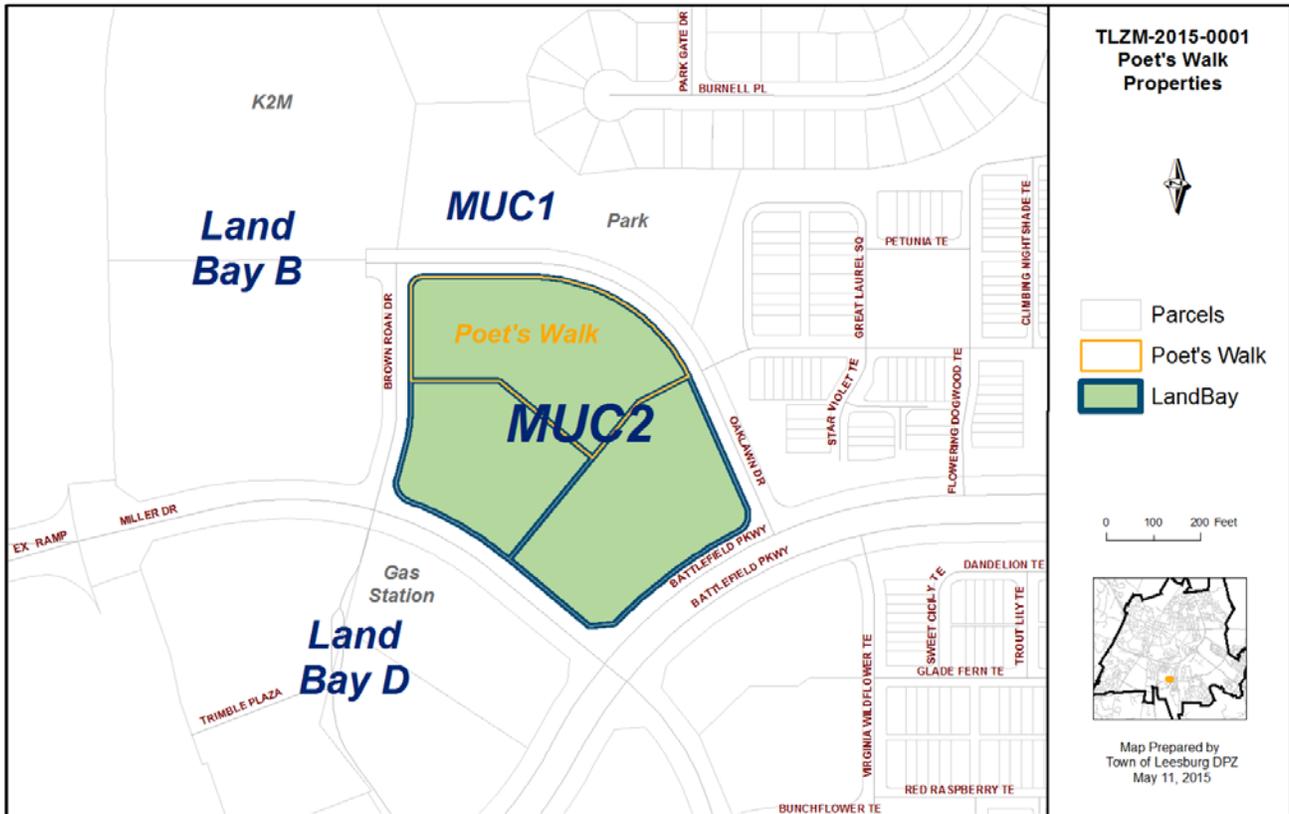


Figure 1. Location

Suggested Motions:

Approval

I move that Rezoning Application TLZM-2015-0001, Poet's Walk, be forwarded to the Town Council with a recommendation of approval, on the basis that the approval criteria of Zoning Ordinance Sections 3.3.15, 8.2.2.F, and 9.3.17 have been satisfied and that the proposal would serve the public necessity, convenience, general welfare and good zoning practice.

- Or -

Alternate Motion

I move that _____.

I. **APPLICATION SUMMARY:** The Applicant Leesburg Senior Real Estate LLC (“Leesburg Senior Real Estate LLC”) is requesting Rezoning approval to permit development of a one-story, 38,000 square foot nursing home with 68 beds on vacant land fronting Oaklawn Drive (see Attachment 1 (Concept Plan) and 2 (Statement of Justification)). The property is located in the PRC Zoning District. Rezoning Application TLZM-2015-0001 would allow the use on this site subject to the amended proffers in Attachment 3. The Town Plan designates this property as “Office/Light Industrial” on the Land Use Policy Map. Staff recommends approval finding the proposal consistent with the Zoning Ordinance and Town Plan.

Land Bay MUC2 is approved for a variety of uses including restaurant (up to 30,000s.f), service station or repair facility, convenience retail (up to 30,000 s.f.), office, and support uses as part of earlier Oaklawn rezonings (#ZM-159 and TLZM-2014-0004). Oaklawn Land Bay MUC2 currently does not allow for a nursing home as a land use. This rezoning request would amend the previously approved rezoning by allowing the nursing home use and offsetting potential traffic impacts by reducing the amount of allowable retail onsite.

II. **CURRENT SITE CONDITIONS:** The subject property has no assigned address and is located on Oaklawn Drive in southeast Leesburg (see Figure 2. Aerial). The 8.7 acre parcel is currently vacant and has been previously cleared and graded. With the exception of a daycare facility and credit union, the remainder of the Oaklawn site is primarily undeveloped although there are at least two active construction sites elsewhere in Oaklawn.



Figure 2. Aerial

V. STAFF ANALYSIS:

A. Review Summary:

1. ***Resolved Review Items:*** Two full reviews of the application were made and items discussed and resolved during the review included:
 - a. Plat deficiencies
 - b. Site design
 - c. Building design
 - d. Pedestrian access
 - e. Buffering, screening, landscaping
 - f. Site access
 - g. Site lighting
 - h. Sight distance
 - i. Onsite recycling
 - j. Future need to modify the existing Ingress/Egress easement
 - k. Proffers

2. ***Unresolved Review Items/Outstanding Issues:***
 - a. Additional landscaping requested at the community park across the street to the north from the site.

- ### B. Town Plan Compliance: TLZO Section 3.3.15 requires an assessment of how the proposed rezoning will comply with applicable provisions of the *Town Plan*. The site is located in the Southeast Planning Area. The Planned Land Use Policy Map designates this area as Office/Light Industrial, which seeks employment uses on the property (see Figure 4). Staff notes that the site is currently zoned Planned Residential Community (PRC) which would have permitted the nursing home if not for the fact that such a use was left off of the proffered use list as part of a rezoning.

The nursing home use will serve as a suitable transitional use from the existing townhouses to the east and the commercial uses planned to the west. In addition, development on this site will be compatible with Leesburg's character since the site is proffered to comply with the H-2 Design guidelines. Staff finds that the Applicant's proposal is not inconsistent with the goals and objectives of the *Town Plan*.

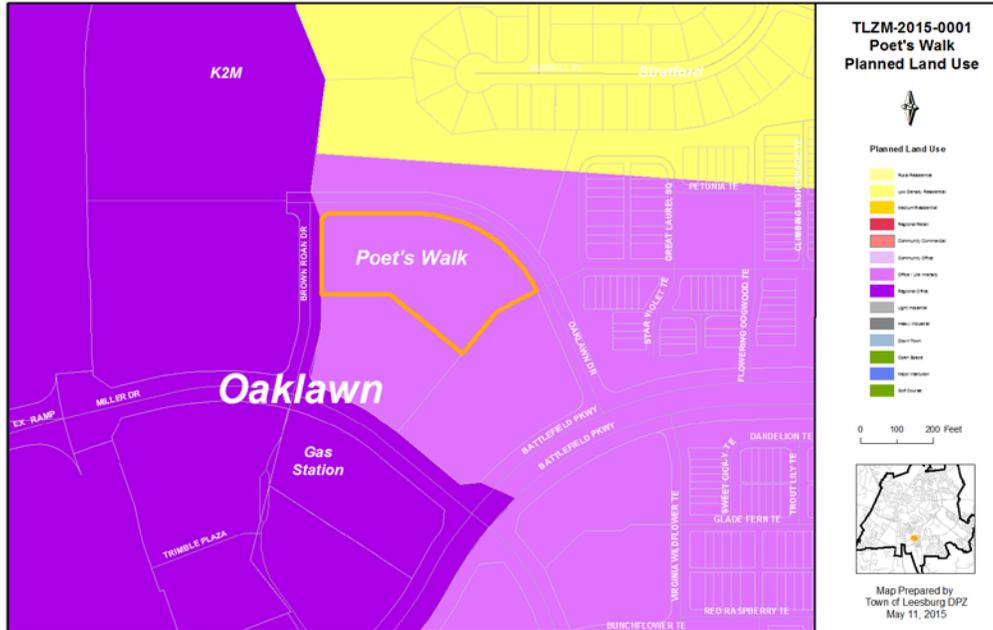


Figure 4. Planned Land Use

- C. **Transportation Analysis:** The applicant has submitted a traffic impact analysis demonstrating that the proposed use generates the same or less traffic than the currently allowable commercial uses of the site. The applicant has already constructed substantial road improvements including the necessary roads serving this site. The existing roads are sufficient to handle the limited amount of traffic generated by the proposed Nursing Home use.
- D. **Parking:** TLZO Sec. 11.3 sets the parking standards for this Nursing Home use as one parking space for every four beds. With 68 proposed beds the required parking is 17 spaces. The Concept Plan shows 49 parking spaces to be provided. In addition to the designated parking areas, loading and unloading areas are provided on the building's south face of the building away from the residential uses across Oaklawn Drive. The proposed parking meets the required standard.
- E. **Site Design:** The building is appropriately situated onsite. Access from Oaklawn Drive meets safety criteria. Onsite vehicle circulation is sufficient and adequate pedestrian access is provided. The dumpster location is located at the rear of the site and will be screened. The site design should function well and help minimize impacts on adjacent uses.
- F. **Building Design:** The property is not located in the H-2 Overlay District however the site is currently subject to the H-2 District Design Guidelines and BAR review per proffer #8. Building elevations are included as part of this rezoning plat. Proffer #2 requires

substantial conformance with these elevations. The BAR has reviewed the building elevations and determined that there are no issues related to scale, mass, height, or location (see Attachment 4 "Building Elevations"). During the site planning process, the applicant will need to obtain a Certificate of Appropriateness for the building. Staff finds that the building design is compatible in an area planned for Office/Light Industrial use.

G. Buffers and Screening: Buffers are provided in accordance with the approved proffers. Screening meets the requirements of the Zoning Ordinance. A 10-foot wide area of perimeter parking landscaping is provided between the parking areas and Oaklawn Drive consistent with TLZO Sec. 12.5.3. Staff recommends that the applicant consider offering to provide additional landscaping at the Oaklawn Homeowners Association park across the street from this site (subject to HOA approval) to improve the park's visual separation from the proposed memory care facility.

H. Fiscal Impact: Consistent with TLZO Sec. 3.3.6.J the applicant has submitted a Fiscal Impact Analysis prepared by RCLCO dated January 15, 2015. The study shows how the proposed nursing home use generates a similar positive impact to the approved commercial use. The analysis assumes buildout of the nursing home facility by 2017. Projected 20-year revenues are \$11,473,000 with expenditures forecast as \$1,441,000 for a net positive fiscal impact of \$10,032,000.

I. Utilities: The site is served adequately by sewer and water.

J. Specific Use Standards for a Nursing Home: TLZO Section 9.3.17 has one specific use standard for a Nursing Home facility: "*A nursing home shall be designed to accommodate service vehicles with access to the building at a side or rear entrance.*" The Concept Plan shows compliance with this use standard since service will be at the rear of the building facing toward future commercial uses and not toward the residential use to the east.

K. Proffers: TLZO Sec. 3.3.16 states in part, "*As part of an application for a rezoning, a property owner may voluntarily proffer in writing the provision of reasonable conditions to apply in addition to the requirements provided for in the applicable regulations.*" The existing proffers applicable to the Property will be replaced in their entirety by a new set of proffers. Areas of Oaklawn at Stratford not under Applicant's control (and therefore not part of the property) will be subject to the existing ZM-159 or TLZM-2005-0002 proffers as appropriate. The proffers cover substantial conformance with Concept Plan, allowable uses, transportation improvements and phasing, fire and rescue contribution, pedestrian improvements, setbacks, and utilities. Total cash contributions are as follows:

Table 3. Summary of Proffered Cash Contributions		
Type of Contribution	Amount	Total
Fire & Rescue (Proffer 6)	\$0.10/s.f. x 88,500	\$8,850

L. Rezoning Approval Criteria: Zoning Ordinance Section 3.3.15 establishes the following criteria for the Planning Commission and Town Council to use, in addition to other reasonable considerations, in making their decision regarding approval or disapproval of a zoning map amendment application. Listed below are the specific criteria with staff response.

- *Consistency with the Town Plan, including but not limited to the land use compatibility policies.* – As discussed in the Town Plan section of this report, staff finds the proposal generally consistent with the policies of the Town Plan. Although the proposed nursing home use is not specifically listed as a use for Community Commercial areas, “residential” uses are allowable. As noted, the Zoning Ordinance permits nursing homes in the PRC district. The proposal meets the design and density guidance and furthers the economic development objectives of the Plan.
- *Consistency with any binding agreements with Loudoun County, as amended, or any regional planning issues, as applicable.* - There are no applicable binding agreements or inconsistent regional planning issues.
- *Mitigation of traffic impacts, including adequate accommodation of anticipated motor vehicle traffic volumes and emergency vehicle access.* – The existing transportation network is adequate to handle the vehicular trips created by the proposed development. The proposed points of ingress and egress meet DCSM and Zoning Ordinance requirements.
- *Compatibility with surrounding neighborhood and uses.* – As discussed in this report, staff believes the application is compatible and adequately mitigates impacts of the proposed use.
- *Provision of adequate public facilities.* - The proposed amendment is consistent with prior land use approvals. No new public infrastructure is required to serve the site. Water, sewer, and stormwater management facilities will be addressed during site plan review and will be adequate to serve the site. The local road network was constructed by Oaklawn as proffered.

M. Planned District Approval Criteria: Zoning Ordinance Section 8.2.2.F lists additional rezoning plan approval criteria for planned developments. Staff finds that the Planned Development Rezoning Approval Criteria of TLZO Sec. 8.2.2.F are met by this proposal as outlined below.

Table 4. Summary of P-District Approval Criteria	
<u>TLZO Sec. 8.2.2.F Criteria</u>	<u>Analysis</u>
I. Achieves core planning objectives of health, safety, and welfare	Yes – As discussed in this report.
II. Characterized by superior architecture and site design	Yes – Subject to H-2 guidelines as discussed in this report.
III. Historic or archeological resources identified/protected	Resources unlikely due to significant re-grading of site.

VI. Findings for Approval:

- A. The proposal is in general conformance with the policies of the Town Plan; and
- B. The approval criteria of TLZO Sec. 3.3.15 have been satisfied; and
- C. The application meets the use standards criteria of TLZO Sec. 9.3.17; and
- D. The approval criteria of THZO Sec. 8.2.2.F have been met; and
- E. The proposal would serve the public necessity, convenience, general welfare and good zoning practice.

VII. Recommendation:

Staff recommends **approval** of TLZM-2015-0001, Poet's Walk.

Attachments

1. Rezoning plat dated February 2, 2015 and revised through June 5, 2015
2. February 2, 2015 Statement of Justification revised through April 12, 2015
3. Proffers dated February 2, 2015 and revised through June 12, 2015
4. Building Elevations dated April 24, 2015

NOTES

- Development of the property shall be in substantial conformance with this plan with respect to use, layout, and configuration of the property, with reasonable allowances for final architectural and engineering design, to meet Town of Leesburg zoning, subdivision and land development regulations.
- Properties subject to this application are PIN #'s 233-30-2511, 233-30-1486, and 233-30-4276.
- Owner: Oaklawn LLC.
- Current and Proposed Zoning: PRC
- All final plats, site plans and construction drawings are subject to the applicable town regulations. The applicant reserves the right to request modifications pursuant to the Subdivision and Land Development Regulations or the Design and Construction Standards Manual subsequent to approval of this Zoning Amendment.
- Approval of the Zoning map Amendment 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 (DCSM) except as specifically approved by Town Council or as shown as approved by Town Council on this Concept Plan and Supporting Documents.
- Stormwater runoff:
The existing Stratford lake Facility provides stormwater quality & quantity control. It is anticipated that all land bays within this Zoning Map Amendment will maintain the same storm flows, outfall locations and maximum level of imperviousness as shown on the previously approved stormwater management design for water quality and quantity within the existing Stratford lakes. Any deviations from these approved plans may result in the requirement of additional stormwater management facilities. Also, any uses deemed as "Hot Spots" (such as, but not limited to automotive service stations, car washes and/or auto repair facilities) may require additional "onsite" water quality devices according to the current version of the Town of Leesburg DCSM.
- Architectural Guidelines:
Certificate of Appropriateness from Town of Leesburg Board of Architectural Review for conformance with H-2 Corridor Design Guidelines is required (per proffers).

PERMITTED USE TABULATIONS

AC	Zoning	Max FAR	Use	Max SF	Notes
MUC2	PRC	0.40	Eating Establishment	25,500	
			Convenience Retail	30,000	*
			Office	30,000	*
			Nursing Home (68 Beds)	38,000	

* All allowable in MUC2, MUC5 or Land Bay B, or any combination thereof.

OPEN SPACE TABULATIONS

PRC

REQUIRED: A minimum of 25% of the area of the PRC Mixed Use Center district shall be established for open space. (Previously completed Residential to be included in calculations).

Minimum Open Space Required (+/-) = 66.03 Ac. (Total PRC Area per ZM-159) x 0.25 = 16.5 Ac.
PROVIDED: 17.1 Ac. (25.9 %) (previously provided in Residential Sections per ZM-159)
 To be supplemented with buffer areas in MUC 2.

POET'S WALK AT OAKLAWN MUC 2 ZONING MAP AMENDMENT TLZM-2015-0001

Attachment 1.



VICINITY MAP
SCALE: 1" = 1000'

CONCEPTUAL LANDSCAPE TABULATIONS
(SEE SHEET 8 FOR CONCEPTUAL LANDSCAPE PLAN)

Buffer Yard	BUFFER YARD WIDTH (FT)	BUFFER YARD LENGTH (FT)	SCREENING REQUIRED	PLANTINGS REQUIRED (per SF buffer)			PLANTINGS PROVIDED						
				Canopy (Large)	Canopy (Medium)	Understory	Evergreen	Shrubs	Canopy (Medium)	Understory	Evergreen	Shrubs	
A (Oaklawn Dr. across from SFA) per TLZM 2014-0004	17.5	109	S3 (A)	1,900	1/1000	1/500	1/500	1/100	2	2	4	4	19
B (Brown Roan Dr.) per TLZM 2014-0004	10	175	S2 (A)	1,750	1/1000	1/1000	0	1/100	2	2	0	4	18

BUFFER YARD TABULATION

LOCATION	LENGTH	WIDTH	PLANTINGS REQUIRED	PLANTINGS PROVIDED
NORTH	510'	10'	1 tree (1) per 40 LF street frontage; shrubs maximum 4 spacing or berm	13 Trees 123 Shrubs (and/or berm)
SOUTH	36	5'	1 Tree (2) and 3 shrubs per 50 LF	1 Tree 2 Shrubs
WEST	NA	NA	proffered S2 Buffer required per TLZM-2014-0004	See Buffer Yard Tabulation
EAST	NA	NA	proffered S3 Buffer required per TLZM-2014-0004	See Buffer Yard Tabulation

(1) trees shall be street trees as identified in Sec. 12.9.6 (Tree Selection and Cover Guide).

(2) trees shall be canopy trees as identified in Sec. 12.9.6 (Tree Selection and Cover

INTERIOR PARKING LOT LANDSCAPING

TOTAL PARKING SPACES	Parking Lot Area (SF)	Landscapes Area Required (5% SF)	Landscapes Area Provided (SF)	PLANTINGS REQUIRED	PLANTINGS PROVIDED
49	37,500	1,875	2,120	1 tree and 3 shrubs per 16 parking spaces	7 trees 9 shrubs

STREET TREES

STREET TREES REQUIRED = 795/40 = 20
 STREET TREES PROVIDED = 20

Plant Schedule

QUANTITY	TYPE	20 Year Canopy (Each - SF)	20 Year Canopy (Total - SF)
32	Large Canopy Trees	260	8,320
15	Medium Canopy Trees	185	2,775
8	Understory Trees	110	880
4	Small Evergreen Trees	25	100
8	Large Evergreen Trees	175	1,400
67	Total	13,475	13,475

SITE CANOPY TABULATION	
TOTAL SITE AREA	(SF) 133,866
Exclusions:	0
NET SITE AREA	133,866
TOTAL REQUIRED TREE CANOPY	13,387 10.0%
PRESERVED TREE CANOPY	0
PLANTED TREE CANOPY	13,475
TOTAL PROVIDED TREE CANOPY	13,475 10.1%

Attachment 1.

SHEET INDEX

- COVER SHEET
- REZONING PLAT
- EXISTING CONDITIONS
- CONCEPT PLAN
- CONCEPTUAL GRADING PLAN
- CONCEPTUAL LIGHTING PLAN
- OAKLAWN OVERALL ILLUSTRATIVE PLAN
- CONCEPTUAL LANDSCAPE PLAN
- CONCEPTUAL SIGHT DISTANCE PLAN & PROFILE

NO.	REVISION DESCRIPTION	DATE
2	Address Town Comments	6/6/2015
1	Address Town Comments	4/9/2015

DATE: 01-23-2015
 FILE NO: L190.100.
 DRN: R.I.E.K.
 CKD: S.J.W./J.I.I.
 SHEET 1 OF 9

SIMMONS & ASSOCIATES
 50 Carocin Circle, NE
 Suite 200
 Leesburg, VA, 20176
 PH: 703.777.2555
 FX: 703.777.5151
 EM: leesburg@psalld.com

POET'S WALK
 AT
OAKLAWN MUC 2
 ZONING MAP AMENDMENT
 TOWN OF LEESBURG, LOUDOUN COUNTY, VIRGINIA

TLZM-2015-0001

PROPERTY RECORDATION NOTES

(1) SUBDIVISION PLAT RECORDED AT INSTRUMENT # 20060913-0078894

MUC 2 AREA TABULATION

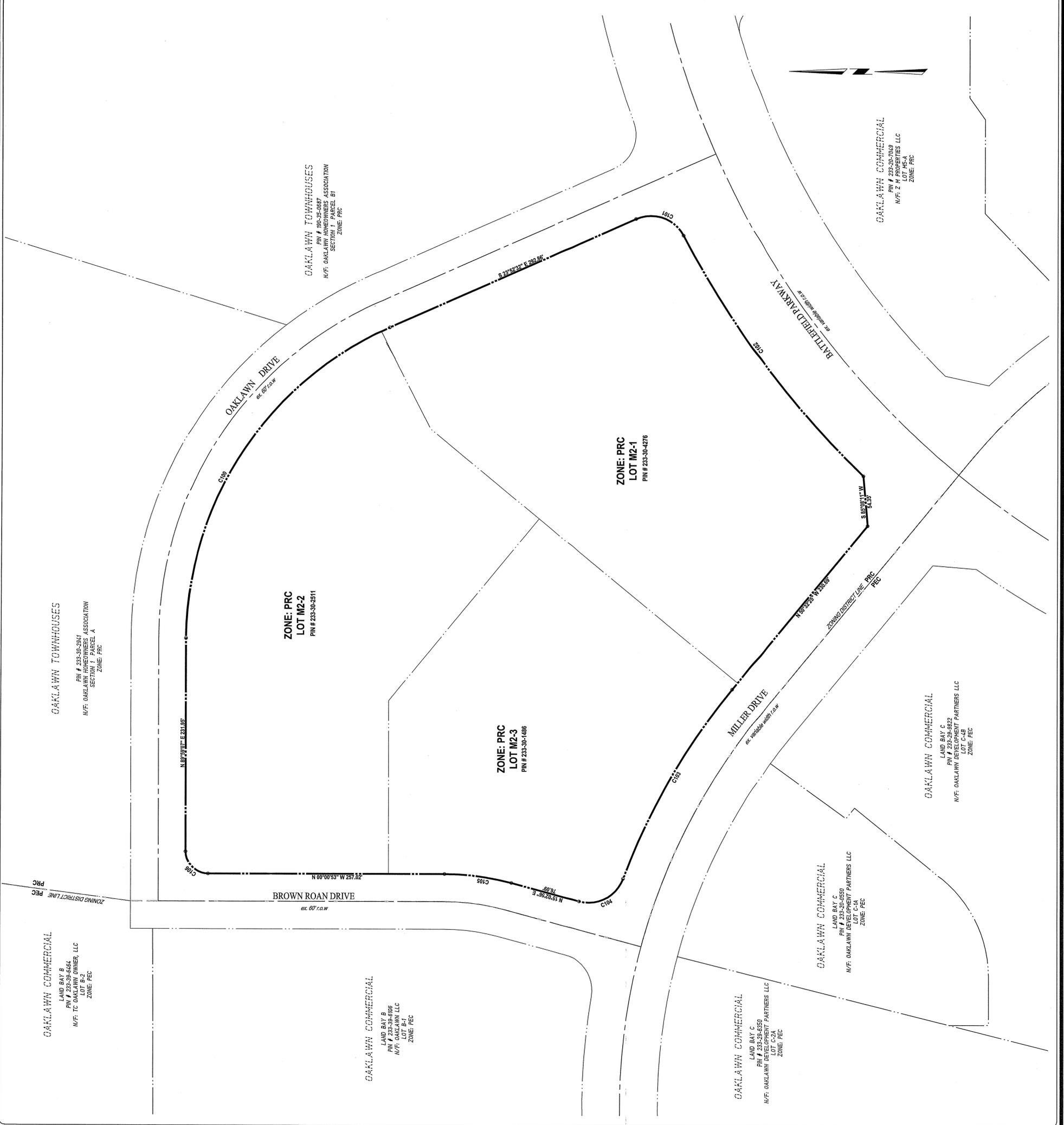
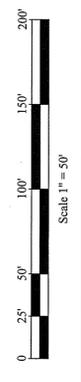
LOTS M2-1, M2-2, M2-3 378,368 SQ.FT. OR 8.6659 AC.

(NO CHANGE TO EXISTING ZONING DISTRICT BOUNDARIES IS PROPOSED WITH THIS APPLICATION).

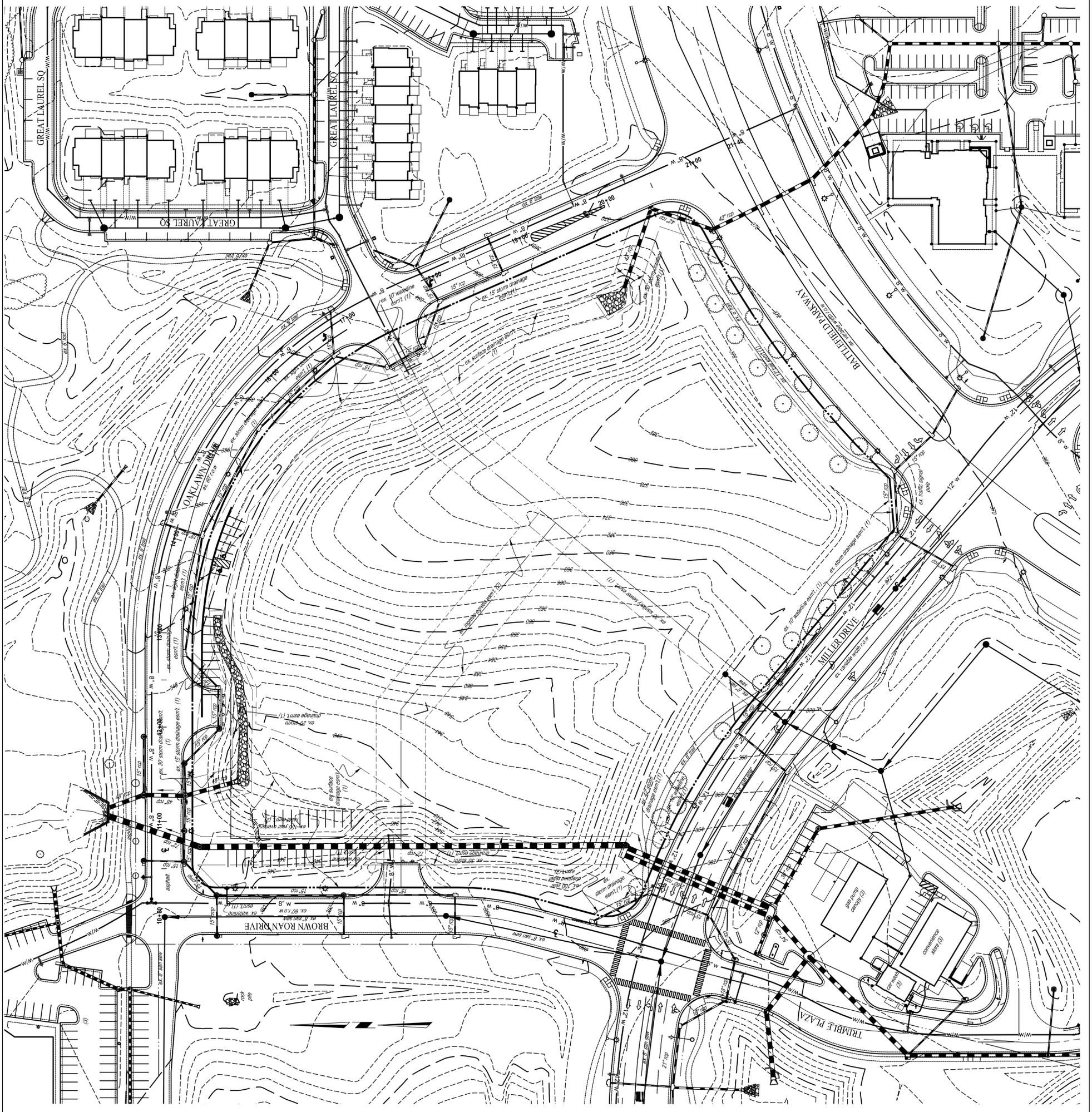
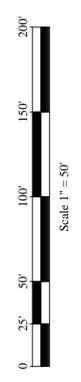
CURVE TABLE

NO.	DELTA	RADIUS	ARC LENGTH	CHORD BEARING	CHORD	TANGENT
C100	086°08'21"	370.00'	427.11'	S 56°56'43" E	403.78'	240.32'
C101	086°12'46"	40.00'	60.19'	S 19°19'52" W	54.67'	37.44'
C102	018°25'45"	1020.00'	328.08'	S 53°07'24" W	328.67'	165.47'
C103	019°05'55"	716.00'	236.66'	N 60°05'22" W	237.56'	120.45'
C104	084°41'14"	40.00'	59.12'	N 27°17'41" W	53.89'	36.45'
C105	015°03'49"	280.00'	73.61'	N 07°31'01" E	73.40'	37.02'
C106	090°00'00"	24.00'	37.70'	N 44°58'07" E	33.54'	24.00'

THIS PLAT IS IN ACCORDANCE WITH TOWN OF LEESBURG ZONING ORDINANCE SECTION 3.3.6.H (SUBMITTAL REQUIREMENTS FOR REZONING) AND IS BASED ON THE LAND RECORDS OF LOUDOUN COUNTY, VIRGINIA AND IS NOT THE RESULT OF A CURRENT BOUNDARY SURVEY BY THIS FIRM.



- NOTES:**
- EXISTING EASEMENTS RECORDATION DATA:
 (1) INSTRUMENT # 20060522-0045015
 (2) INSTRUMENT # 20060913-0078893
 - TOPOGRAPHIC DATA COMPILED FROM AERIAL PHOTOGRAPHS AND SITE PLANS SUPPLEMENTED WITH FIELD SHOT TOPOGRAPHY. C.I. = 2.
 - (3) INDICATES 'UNDER CONSTRUCTION'.
 - (4) INDICATES EXISTING TREES PLANTED ALONG MILLER DRIVE AND BATTLEFIELD PARKWAY FRONTAGES.

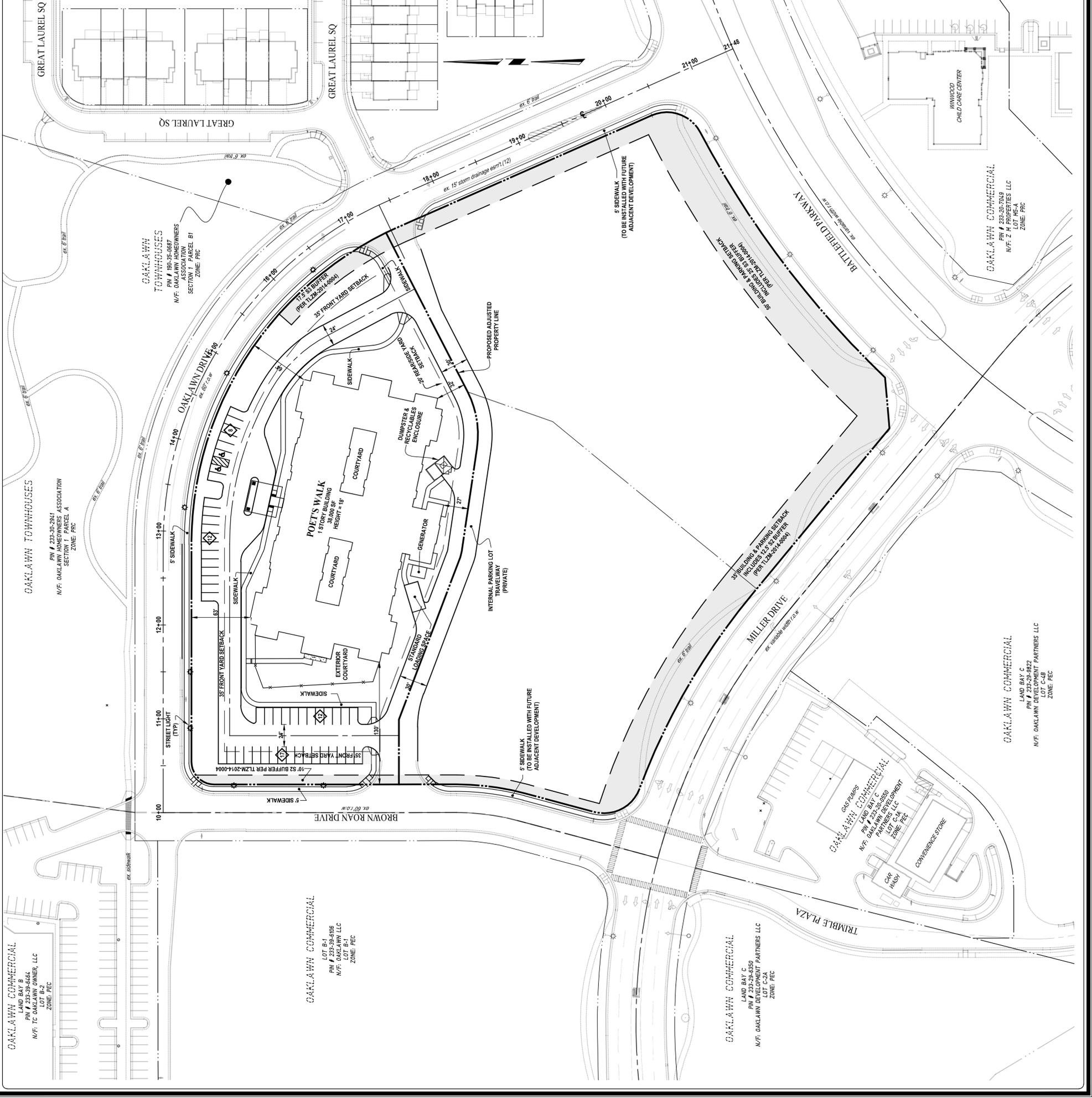
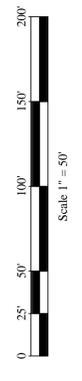


POET'S WALK SITE TABULATION
 Site Area (adjusted lot) +/- 3.07 Ac. or 133,886 SF
 Existing Zoning: PRC
 Proposed Zoning: PRC
 Existing Use: Vacant
 Proposed Use: 68 bed Nursing Home (memory care)

POET'S WALK
 PRC Mixed Use Center (MUC) District Requirements
 (Commercial Uses)

Standard	Required	Provided
Maximum Building Height	45'	38'
Minimum Lot Width	150 FT.	220 FT.
Minimum Lot Area	20,000 SF	133,886 SF
Minimum Yard/Setbacks		
Minimum Front:	35 FT.	63 FT.
Minimum Side:	20 FT.	32 FT.
Minimum Rear:	20 FT.	27 FT.
Maximum Overall Non Residential F.A.R.	0.40	0.28
Number of Parking Spaces (TLZO 11.3)		49 spaces
Nursing Home or Specialized Care Facility:	1 space per 4 beds/ 68 beds = 17 spaces 1 standard loading space for first 10,000 SF GFA, plus 1 space for each additional 100,000 SF GFA; GFA = 38,000 SF Number of Loading Spaces, TLZO 11.9: 1 (1st 10,000 SF) + (28,000/100,000) = 1.28 spaces Therefore, 1 standard loading space required	1 standard loading space
Landscaping		
Twenty Year Canopy Requirements (TLZO 12.3):	10% minimum	10% minimum
Street Trees:	per TLZO 12.4	per TLZO 12.4
Perimeter Parking Lot Screening:	per TLZO 12.5	per TLZO 12.5
Interior Parking Lot Landscaping:	per TLZO 12.6	per TLZO 12.6
Buffer Yards:	Per TLZO 2014-0004 - Not applicable to internal property lines.	none

NOTES:
 1. SEE CONCEPTUAL GRADING PLAN (SHEET 5) FOR EXISTING AND PROPOSED EASEMENTS, UTILITIES, GRADING, AND OVERLAND DRAINAGE.



OAKLAWN COMMERCIAL
 LAND BAY B
 PIN # 233-39-5424
 N/F: OAKLAWN DEVELOPMENT PARTNERS LLC
 LOT B-2
 ZONE: PRC

OAKLAWN COMMERCIAL
 LOT B-1 BONE
 PIN # OAKLAWN LLC
 N/F: OAKLAWN LLC
 LOT B-1
 ZONE: PRC

OAKLAWN COMMERCIAL
 LAND BAY C
 PIN # 233-39-8350
 N/F: OAKLAWN DEVELOPMENT PARTNERS LLC
 LOT C-4B
 ZONE: PRC

OAKLAWN COMMERCIAL
 LAND BAY C
 PIN # 233-39-8372
 N/F: OAKLAWN DEVELOPMENT PARTNERS LLC
 LOT C-4B
 ZONE: PRC

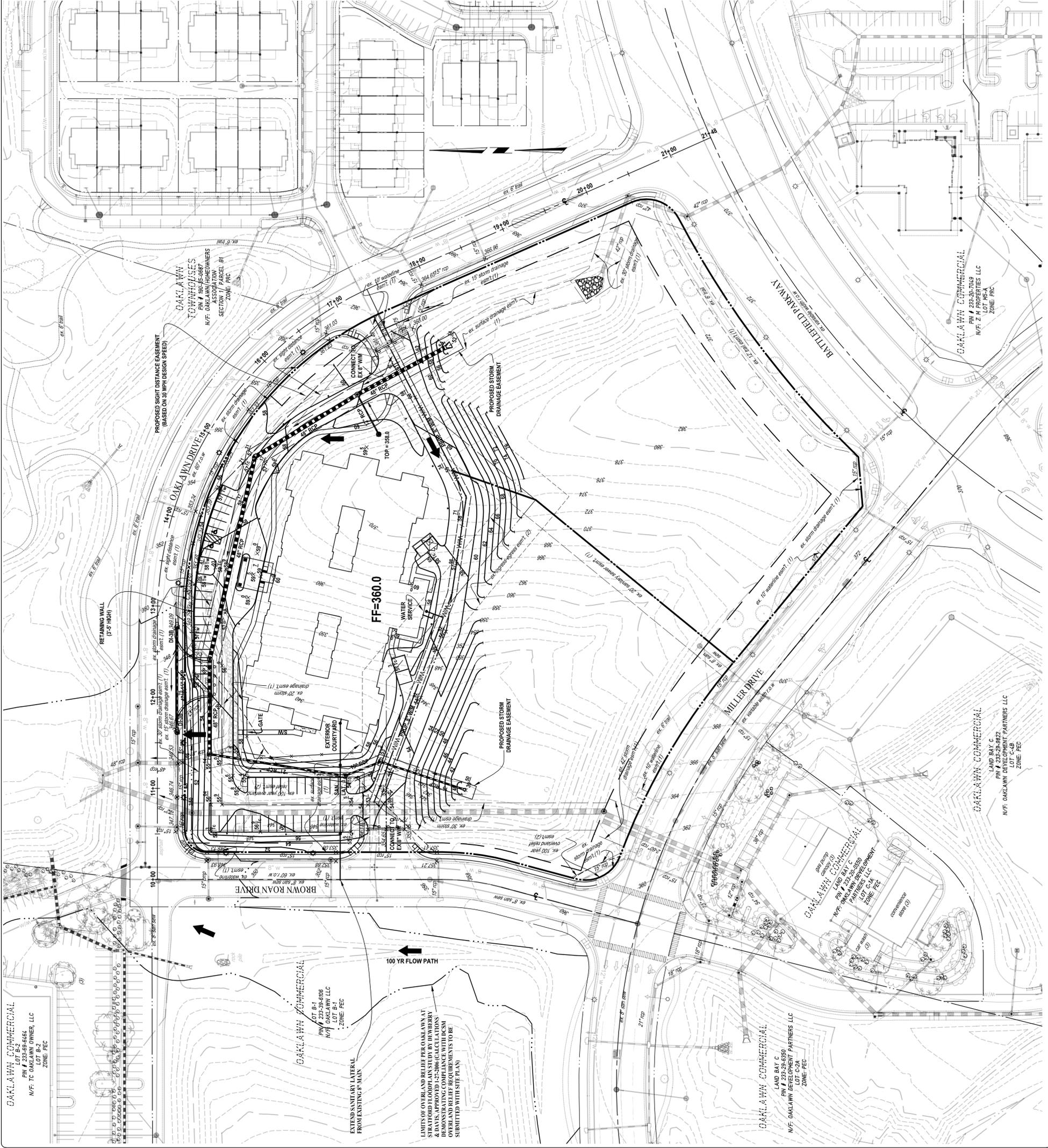
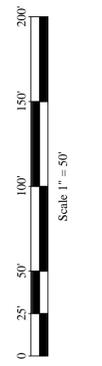
OAKLAWN COMMERCIAL
 LAND BAY C
 PIN # 233-39-8372
 N/F: OAKLAWN DEVELOPMENT PARTNERS LLC
 LOT C-4B
 ZONE: PRC

OAKLAWN COMMERCIAL
 PIN # 233-39-7949
 N/F: Z. H. PROPERTIES LLC
 LOT M5-A
 ZONE: PRC

OAKLAWN TOWNHOUSES
 PIN # 90-35-0687
 N/F: OAKLAWN HOMEOWNERS ASSOCIATION
 SECTION 17.11.1
 ZONE: PRC

OAKLAWN TOWNHOUSES
 PIN # 233-39-2841
 N/F: OAKLAWN HOMEOWNERS ASSOCIATION
 SECTION 17.11.1
 ZONE: PRC

- NOTES:**
- EXISTING EASEMENTS RECORDATION DATA:
 (1) INSTRUMENT # 20066522-0045015
 (2) INSTRUMENT # 20066913-0078893
 - TOPOGRAPHIC DATA COMPILED FROM AERIAL PHOTOGRAPHS AND SUPPLEMENTED WITH FIELD SHOT TOPOGRAPHY. C.I. = 2.
 - (3) INDICATES 'UNDER CONSTRUCTION'.
 - INDICATES EXISTING TREES PLANTED ALONG MILLER DRIVE AND BATTLEFIELD PARKWAY FRONTAGES.
 - INDICATES 100YR OVERLAND RELIEF FLOW PATH.



OAKLAWN COMMERCIAL
 LOT B-2
 PH # 233-69-6464
 N/F: TC OAKLAWN OWNER, LLC
 ZONE: FEC

OAKLAWN COMMERCIAL
 LOT B-1 A ONE
 LOT B-1
 PH # 233-69-6464
 N/F: TC OAKLAWN LLC
 ZONE: FEC

EXTEND SANITARY LATERAL
 FROM EXISTING 8\"/>

LIMITS OF OVERLAND RELIEF PER OAKLAWN AT
 STRATFORD FLOODPLAIN STUDY BY DEWBERRY
 & DAVIS, APPROVED 1-27-2006 (CALCULATIONS
 DEMONSTRATING COMPLIANCE WITH DCSM
 OVERLAND RELIEF REQUIREMENTS TO BE
 SUBMITTED WITH THIS PLAN)

OAKLAWN COMMERCIAL
 LAND BAY C
 PH # 233-69-6464
 N/F: OAKLAWN DEVELOPMENT PARTNERS LLC
 LOT C-2A
 ZONE: FEC

OAKLAWN COMMERCIAL
 LAND BAY C
 PH # 233-69-6464
 N/F: OAKLAWN DEVELOPMENT PARTNERS LLC
 LOT C-2A
 ZONE: FEC

OAKLAWN COMMERCIAL
 LAND BAY C
 PH # 233-69-6464
 N/F: OAKLAWN DEVELOPMENT PARTNERS LLC
 LOT C-4B
 ZONE: FEC

OAKLAWN COMMERCIAL
 PH # 233-69-7049
 N/F: Z M PROPERTIES LLC
 LOT M5-A
 ZONE: FEC

PROPOSED SIGHT DISTANCE EASEMENT
 (BASED ON 50 MPH DESIGN SPEED)

OAKLAWN COMMERCIAL
 TOWNHOUSES
 PH # 233-69-7049
 N/F: OAKLAWN HOMEOWNERS
 ASSOCIATION
 SECTION 1 PARCEL B1
 ZONE: FEC

RETAINING WALL
 (3'-6\"/>

BROWN ROAD DRIVE

FF=360.0

WATER SERVICE

EXTERIOR COURTYARD

100 YR FLOW PATH

PROPOSED STORM DRAINAGE EASEMENT

PROPOSED STORM DRAINAGE EASEMENT

PROPOSED STORM DRAINAGE EASEMENT

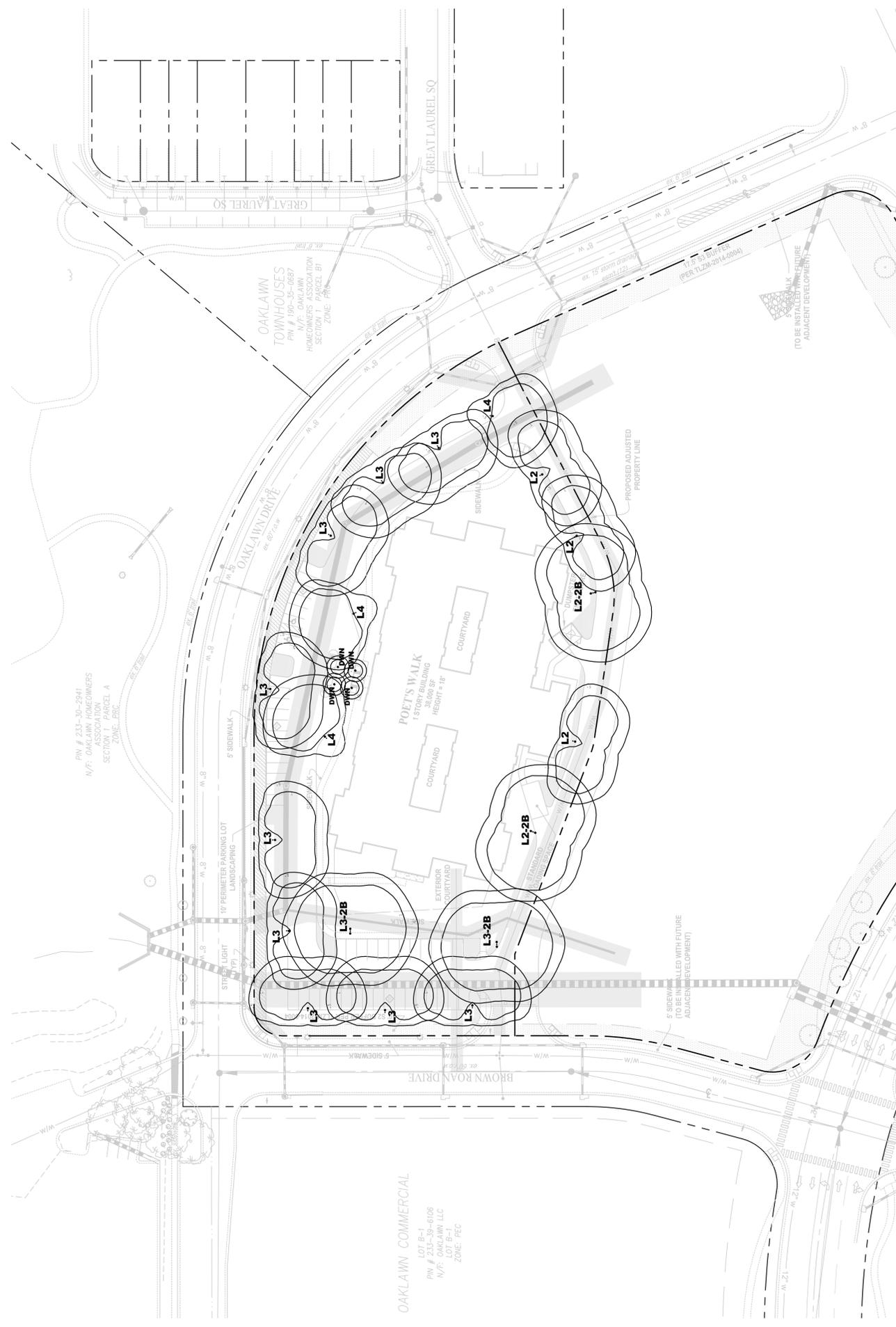
MILLER DRIVE

BATTLEFIELD PARKWAY

OAKLAWN COMMERCIAL
 LAND BAY C
 PH # 233-69-6464
 N/F: OAKLAWN DEVELOPMENT PARTNERS LLC
 LOT C-4B
 ZONE: FEC

OAKLAWN COMMERCIAL
 LAND BAY C
 PH # 233-69-6464
 N/F: OAKLAWN DEVELOPMENT PARTNERS LLC
 LOT C-2A
 ZONE: FEC

OAKLAWN COMMERCIAL
 LAND BAY C
 PH # 233-69-6464
 N/F: OAKLAWN DEVELOPMENT PARTNERS LLC
 LOT C-2A
 ZONE: FEC



Photometrics Prepared by:
LIGHTING VIRGINIA CENTRAL
 400G-2 Southlake Blvd.
 Richmond, VA 23236
 Tel: 804-379-7777
 www.lightingvirginia.com

PHOTOMETRIC DESIGN NOTES:

- NO ALTERATIONS OR MODIFICATIONS SHALL BE MADE TO THIS PLAN WITHOUT THE PERMISSION OF LIGHTING VIRGINIA CENTRAL, ADAMS PARNELL, LLC.
- THE OUTPUT ON THIS PHOTOMETRIC LAYOUT IS SPECIFIC TO THE MANUFACTURER AND CONFIGURATION OF THE LIGHTING FIXTURES. ANY SUBSTITUTIONS OR DEVIATIONS FROM THIS PLAN MAY INCUR SIGNIFICANTLY DIFFERENT RESULTS. ANY SUBSTITUTIONS MUST RECEIVE ENGINEER AND ARCHITECT APPROVAL. REVIEW COSTS, REWORKED PHOTOMETRIC LAYOUTS, PRODUCT SUBMITTALS AND A FULL SET OF ILLUMINATION REPORTS WILL SOLELY BE THE RESPONSIBILITY OF ANY CONTRACTING FIRM MAKING A SUBSTITUTION, AND MUST COMPLY WITH DESIGN CRITERIA AND WITH ANY APPLICABLE JURISDICTIONAL CODES.
- SITE DETAILS PROVIDED HEREON ARE REPRODUCED ONLY AS A VISUALIZATION AND FIELD DEVIATIONS MAY SIGNIFICANTLY AFFECT PREDICTED PERFORMANCE. PRIOR TO INSTALLATION, CRITICAL SITE INFORMATION (POLE LOCATIONS, ORIENTATION, MOUNTING HEIGHT, ETC.) SHOULD BE COORDINATED WITH THE CONTRACTOR AND/OR SPECIFIER RESPONSIBLE FOR THE PROJECT.
- LUMINAIRE DATA IS TESTED TO INDUSTRY STANDARDS UNDER LABORATORY CONDITIONS AND SUPPLIED BY OTHERS TO LIGHTING VIRGINIA. OPERATING VOLTAGE AND NORMAL MANUFACTURING TOLERANCES OF LAMP, BALLAST, AND LUMINAIRE MAY AFFECT FIELD RESULTS.
- CONFORMANCE TO FACILITY CODE AND OTHER LOCAL REQUIREMENTS IS THE RESPONSIBILITY OF THE OWNER AND/OR THE OWNERS REPRESENTATIVE.
- CHECK GRAPHIC SCALE. DOCUMENTS PRINTED OR PLOTTED FROM ELECTRONIC FILES MAY OCCUR AT OTHER THAN THE DESIRED OR ASSUMED GRAPHIC SCALES. IT IS THE RESPONSIBILITY OF THE RECIPIENT TO VERIFY THAT THE PRINTED OR PLOTTED TO-SCALE DRAWINGS IS PRINTED TO SCALE.

LIGHT FIXTURE NOTES:

- ALL POLE-MOUNTED FIXTURES ARE AT A 20' MOUNTING HEIGHT.
- ALL FIXTURES ON THIS PLAN ARE FULL CUT-OFF
- FINAL SITE PLAN SHALL DEMONSTRATE THAT LIGHT LEVELS AT BOUNDARY LINES WITH PUBLIC RIGHT-OF-WAY DO NOT EXCEED 0.3 FC

PRIME DESIGN
 ENGINEERING, P.C.
 8804 GENERAL COUCHS CT
 FREDERICKSBURG, VA 22407
 Tel: (540) 785-4303
 Fax: (540) 785-4329
 ©2015 Prime Design Engineering, P.C.
 VIRGINIA

CONCEPTUAL LIGHTING PLAN
 ZONING MAP AMENDMENT
 TOWN OF LEBURG
 LOUDOUN COUNTY

Symbol	Qty	Label	Arrangement	Total Lamp Lumens	LLF	[MANUFAC]	Description	Lum. Lumens	Arr. Watts
●●	3	L2	SINGLE	N.A.	0.900	ARCHITECTURAL AREA LIGHTING	UCL-T2-56LED-4K-700	9636	130
●●	9	L3	SINGLE	N.A.	0.900	ARCHITECTURAL AREA LIGHTING	UCL-T3-56LED-4K-700	9486	130
●●	3	L4	SINGLE	N.A.	0.900	ARCHITECTURAL AREA LIGHTING	UCL-T4-56LED-4K-700	9397	130
●●●	2	L2-2B	BACK-BACK	N.A.	0.900	ARCHITECTURAL AREA LIGHTING	UCL-T2-56LED-4K-700	9636	260
●●●	2	L3-2B	BACK-BACK	N.A.	0.900	ARCHITECTURAL AREA LIGHTING	UCL-T3-56LED-4K-700	9486	260
●	4	DWN	SINGLE	1800	0.900	PRESCOLITE	CFT632HEB-STF602H-DIFFUSE-26W	433	26

ALL AREA LIGHT FIXTURES:

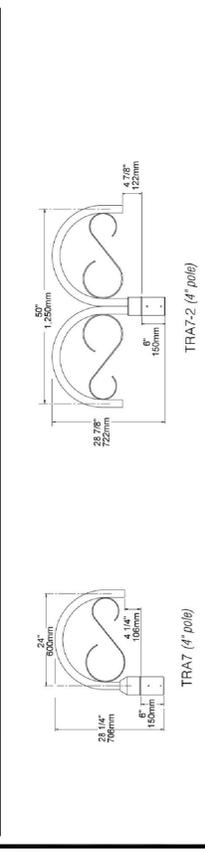
UCL (LED) – Universe Large Housing Scale

- MicroCore™ & MicroEmitter technologies
- First decorative, modular system with precise LED aiming capabilities
- Surge protection included
- 0-10v dimming ready
- IP65 construction
- DLC OPL Listed
- Powder coat finish in 13 standard colors with a polymer primer sealer



UCL (MicroCore)

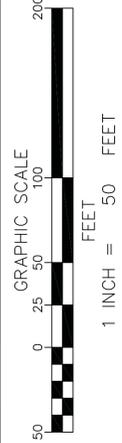
TRA7/TRA7-2 – Period Pole Mount Arms



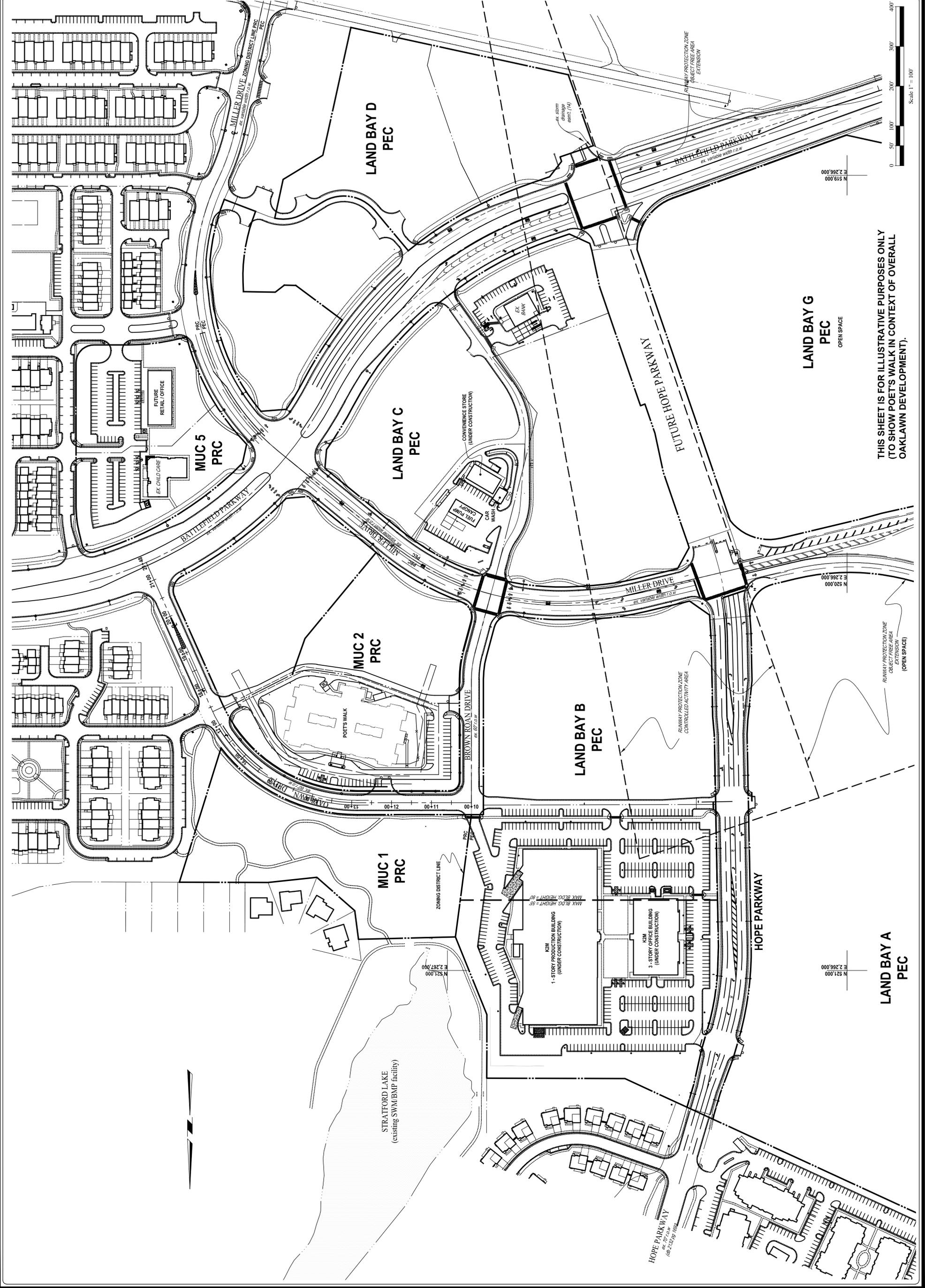
TRA7

TRA7-2 (4' pole)

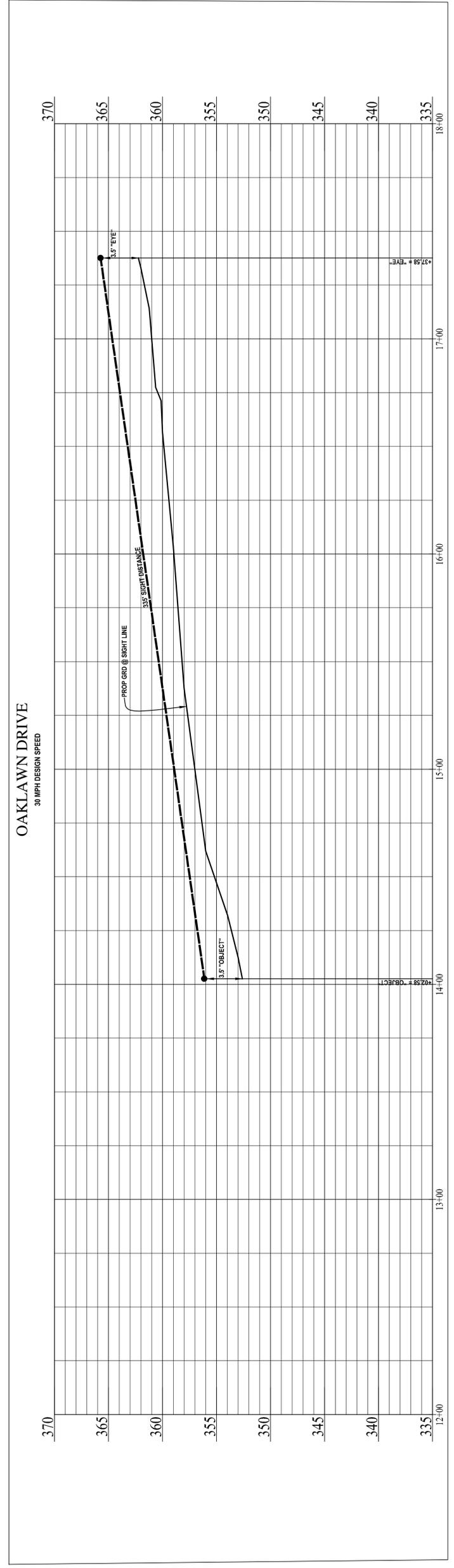
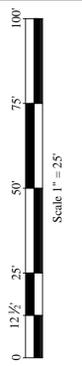
TRA7-2 (4' pole)



1 INCH = 50 FEET



THIS SHEET IS FOR ILLUSTRATIVE PURPOSES ONLY
(TO SHOW POET'S WALK IN CONTEXT OF OVERALL
OAKLAWN DEVELOPMENT).



Scale: 1" = 25' H
1" = 5' V

**TLZM 2015-0001, POET'S WALK AT OAKLAWN MUC 2
APPLICATION FOR CONCEPT PLAN AND PROFFER AMENDMENT**

STATEMENT OF JUSTIFICATION

**JANUARY 23, 2015
REVISED FEBRUARY 12, 2015
REVISED APRIL 10, 2015**

Introduction

Leesburg Senior Real Estate, LLC has filed an amendment to the concept plan and proffer statement for the 8.7 acre Oaklawn land bay designated as MUC 2, a non-residential land bay of the Oaklawn mixed-use community. The land bay is located between Battlefield Parkway, Miller Drive, Oaklawn Drive and Brown Roan Drive. The land bay is zoned PRC/MUC, Planned Residential Community/Mixed Use Center and is subject to the proffers associated with TLZM-20014-0004. The land bays surrounding MUC 2 include the Oaklawn open space parcel to the north, the Oaklawn residential community to the east, the commercial land bay with the child care center to the southeast, the commercial land bay with the approved gas station special exception to the south and the office land bay for the possible future expansion of the K2M facility to the west.

The applicant is requesting a Concept Plan Amendment and Proffer Amendment to TLZM-2014-0004 for land bay MUC 2 to amend the uses permitted in MUC 2 to permit a nursing home facility along with the retail, restaurant and office uses currently permitted in MUC 2.

1. Nature of the Request and Proposed Uses

The MUC 2 land bay currently permits a maximum of 30,000 square feet of eating establishments and 30,000 square feet of neighborhood, community and specialty retail or office, which also can locate in land bays MUC 5 or B. The proposal adds a 38,000 square foot, 68 bed nursing home facility, reduces the eating establishment square footage to 28,500 square feet and maintains the 30,000 square feet of office and retail.

Poet's Walk Memory Care

Poet's Walk Memory Care specializes in caring for seniors with various memory impairments and a unique "Medical Model of Care". In addition to beautiful decor, the state-of-the-art community packs a powerful medical punch. The residents get the perfect balance of quality of care and quality of life, while their families enjoy peace of mind. Poet's Walk is designed and built exclusively for residents

with memory impairments such as Alzheimer's, Parkinson's, Lewy-Body and other related dementias. While other assisted living communities may offer a wing of memory care rooms, the Poet's Walk state-of-the-art community features 68 spacious, light-filled apartments all on one level, as well as finely appointed common areas and professionally landscaped outdoor courtyards with walking paths. Poet's Walk offers a full complement of senior memory care, assisted living services and amenities including dining, housekeeping and professional laundry services. Poet's Walk offers Memory Care, Respite Care, Coordinated Hospice Care and Rehabilitative Care services. The services provided include medical care along with a variety of life enrichment socialization activities.

2. Transportation

Oaklawn is served by an excellent road network already constructed by the developers of Oaklawn, which includes Battlefield Parkway through the property, Miller Drive, and the Dulles Greenway interchange. Nearly all of the transportation improvements proffered under ZM #159 have been constructed, with the exception of Hope Parkway. The transportation improvements already constructed under the existing proffers (ZM #159) have been included in the revised proffers as the Phase 1 transportation improvements, with associated levels of development included in Phase 1. The four lanes of Hope Parkway between Miller Drive and the existing terminus of Hope Parkway now constitute the Phase 2 improvements with associated levels of development included in Phase 2, including the new user in Land Bay B. Two lanes of Hope Parkway between Battlefield Parkway and Miller Drive constitute Phase 3 and the remaining two lanes of Hope Parkway between Battlefield Parkway and Miller Drive constituting Phase 4.

Development of land bay MUC 2 may proceed under the Phase 1 transportation improvements, which already have been constructed. The application is taking a neutral trip generation approach, which means the eating establishment use is being reduced to 28,500 square feet to keep the trip generation levels the same as was included in the 2002 traffic study.

3. Impacts on Adjacent Uses and Measures Proposed to Mitigate such Impacts

The proposed amendments retain essentially the same mix and level of uses in the land bays under the current concept plan for Oaklawn. The additional nursing home facility will locate in the portion of land bay MUC 2 across from the Oaklawn open space parcel and adjacent to the less traveled Oaklawn Drive and Brown Roan Drive roadways. The remaining commercial uses in land bay MUC 2 will front on the more heavily traveled Miller Drive and Battlefield Parkway roadways. As such, the proposed nursing home is not expected to have an

impact on adjacent uses. The current roadway improvements and proffered landscape plans are sufficient to buffer the proposed use from the adjacent uses. The service side of the nursing home will face the commercial parcels in MUC 2, which will provide compatibility within the MUC 2 land bay.

4. Area Calculations for Each Use

The proposed revised proffers increases the maximum square footage of nonresidential floor area in the PRC/MUC district to 145,500, including the addition of a 38,000 square foot nursing home facility. In Land Bay MUC 2, 28,500 square feet of eating establishments, 30,000 square feet of convenience retail and office and a 38,000 square foot nursing home are permitted.

5. Proposed Building Floor Area Ratio (FAR)

The application is maintaining the .4 maximum overall FAR and the .6 maximum FAR on an individual lot. The concept plan includes the site tabulation table, which contains the maximum possible floor area of each use in each land bay. The MUC 2 land bay will result in a maximum FAR of .25, while a maximum FAR of .4 is permitted.

6. Relationship of the Proposal to the Town Plan

The proposed amendment merely adds an additional use to the mixed-use center of Oaklawn and does not fundamentally alter Oaklawn's relationship to the Town Plan. General Objective 12 in Chapter 6, Land Use, specifically addresses the proposed use as follows:

Provide institutional uses...throughout the Town.

- a. Facilities should be compatible in scale and design with existing or planned development in the vicinity.*

The proposed nursing home will be compatible in scale and design with the development in the vicinity as evidenced by the building elevations submitted with the application. Furthermore, the facility is subject to BAR review according to the H-2 Guidelines, which is a proffered feature of Oaklawn.

- b. Facilities should not have a negative impact in terms of automobile traffic, noise, lighting, and visibility.*

The technical memorandum provided by the traffic consultant indicates that there will be no negative impact in terms of automobile traffic. The nursing

home use will have no noise or lighting impacts and will not affect visibility in Oaklawn.

- c. *Fiscal studies should be provided with land development applications to assess the potential loss in tax revenue where residential or institutional uses are proposed for land that is designated for non-residential use.*

The fiscal impact analysis submitted with the application indicates that there will be a slight fiscal benefit, since most of the approved commercial uses are being retained.

7. Justifications for the Required Approval Criteria

- A. *Consistency with the Town Plan, including but not limited to the Land Use Compatibility policies*

The Town Plan is addressed above.

- B. *Consistency with any binding agreements with Loudoun County, as amended, or any regional planning issues, as applicable*

There are no agreements with Loudoun County with respect to Oaklawn, and there are no regional planning issues affected by the proposed proffer and concept plan amendments.

- C. *Mitigation of traffic impacts, including adequate accommodation of anticipated motor vehicle traffic volumes and emergency vehicle access*

The current Oaklawn proffers were designed to mitigate the traffic impacts by including a detailed road phasing plan with associated development levels accompanying each phase. Most of these roadways have been built. With the proposed nursing home in MUC 2 and the proposed reduction in approved in approved restaurant use by 1,500 square feet, there will be no net increase in trips from MUC 2. The nursing home will generate five fewer AM peak hour trips, similar PM peak hour trips and 42 fewer daily trips, which means that the proposed use will have no additional impact on the roadway network as compared to the approved use in MUC 2.

- D. *Compatibility with surrounding neighborhood and uses*

The proposed amendments retain essentially the same mix and level of uses in the land bays under the current concept plan for Oaklawn. The additional

nursing home facility will locate in the portion of land bay MUC 2 across from the Oaklawn open space parcel and adjacent to the less traveled Oaklawn Drive and Brown Roan Drive roadways. The remaining commercial uses in land bay MUC 2 will front on the more heavily traveled Miller Drive and Battlefield Parkway roadways. As such, the proposed nursing home is not expected to have an impact on adjacent uses. The current roadway improvements and proffered landscape plans are sufficient to buffer the proposed use from the adjacent uses. The service side of the nursing home will face the commercial parcels in MUC 2, which will provide compatibility within the MUC 2 land bay.

E. Provision of adequate public facilities

The provision of adequate public facilities was addressed during #ZM-159. The proposed amendment application does not alter the provision of adequate public facilities. The proposed amendment maintains adequate levels of service throughout the development of Oaklawn.

8. Any Proposed Variations or Modifications of Submittal Requirements

No such requests are included in the proposed amendment.

9. Traffic Impact Analysis

A Technical Memorandum prepared by Gorove/Slade Associates, Inc. dated January 12, 2015 is submitted as part of the application submission package. The memorandum concludes that with the proposed nursing home in MUC 2 and the proposed reduction in approved in approved restaurant use by 1,500 square feet, there will be no net increase in trips from MUC 2. The nursing home will generate five fewer AM peak hour trips, similar PM peak hour trips and 42 fewer daily trips, which means that the proposed use will have no additional impact on the roadway network as compared to the approved use in MUC 2.

10. Section 8.2.2.F. Approval Criteria:

1. No PD Rezoning Plan shall be considered unless the Town Council first approves the concept plan and finds the proposed planned development promotes the public health, safety and welfare. The applicant shall show and the Town Council shall find that a proposed planned development:

a. Is in conformity with the Town Plan.

Section 6, above, provides a complete discussion of consistency with the Town Plan.

b. Achieves the purposes of Section 1.5 and Section 8.1.1, as well or better than would development under other zoning district regulations.

The property already has been zoned to the PRC Mixed-Use Center zoning district. The proposed amendment does not change the zoning district category. The PRC/MUC district permits the nursing home, which needs to be added to the concept plan and proffers.

c. Could not be accomplished through other methods, such as variances or rezoning to a conventional zoning district.

The property already has been zoned to PRC Mixed-Use Center zoning district. The proposed amendment does not change the zoning district category. The PRC/MUC district permits the nursing home, which needs to be added to the concept plan and proffers.

d. Is compatible with the surrounding neighborhood.

The proposed amendments retain essentially the same mix and level of uses in the land bays under the current concept plan for Oaklawn. The additional nursing home facility will locate in the portion of land bay MUC 2 across from the Oaklawn open space parcel and adjacent to the less traveled Oaklawn Drive and Brown Roan Drive roadways. The remaining commercial uses in land bay MUC 2 will front on the more heavily traveled Miller Drive and Battlefield Parkway roadways. As such, the proposed nursing home is not expected to have an impact on adjacent uses. The current roadway improvements and proffered landscape plans are sufficient to buffer the proposed use from the adjacent uses. The service side of the nursing home will face the commercial parcels in MUC 2, which will provide compatibility within the MUC 2 land bay.

e. Mitigates conflicts of use with adverse impacts on existing and planned development.

The proposed nursing home will not have an adverse impact on adjacent uses.

f. Provides adequate public facilities and amenities.

The current zoning for the property provides for adequate public facilities and amenities, and these features are not being altered by the proposed amendment.

g. Adequately accommodates anticipated motor vehicle traffic volumes including emergency vehicle access.

The proffered road improvements from #ZM-159 have either been completed or are being continued under the proposed amended proffers. With the proposed nursing home in MUC 2 and the proposed reduction in approved in approved restaurant use by 1,500 square feet, there will be no net increase in trips from MUC 2. The nursing home will generate five fewer AM peak hour trips, similar PM peak hour trips and 42 fewer daily trips, which means that the proposed use will have no additional impact on the roadway network as compared to the approved use in MUC 2.

h. Preserves existing vegetation to the greatest extent possible.

The property already has been cleared and there is virtually no existing vegetation to be preserved. Street trees are being provided as part of the streetscape landscaping along all public streets as a landscape feature throughout Oaklawn.

i. Mitigates unfavorable topographic and geological conditions.

There are no unfavorable topographic or geological conditions on the land bay.

j. Includes appropriate noise attenuation measures.

Noise attenuation measures are not anticipated, and the noise standards contained in the zoning ordinance will be adhered to.

2. Planned Development Districts shall be characterized by superior architectural treatment and site planning as measured by the following criteria:

a. Architectural treatment should avoid massive, monolithic and repetitive building types, facades and setbacks.

Building elevations are provided with the zoning amendment application, demonstrating compliance with this criterion. Additionally, the land bay is subject to the H-2 Guidelines and review and approval by the BAR.

b. Landscaping should increase the visual quality of building design, open space, vehicular and pedestrian areas and screen areas of low visual interest (such as storage and delivery areas) from public view.

Oaklawn is implementing an attractive streetscape landscaping plan along the major public roadway frontages and already has installed such landscaping along

the roads that have been built. In Land Bay MUC 2, buffer-yards are provided along the Battlefield Parkway, Miller Drive, Brown Roan Drive and a portion of the Oaklawn Drive street frontages. No buffer yard is required along Oaklawn Drive where the nursing home is across from the park, but a ten-foot perimeter parking landscaping strip is being provided along this portion of the Oaklawn Drive frontage.

c. Street and parking systems should contribute to the aesthetic character of the development.

The proposed amendments do not alter the parking as shown on the approved concept plan.

d. Signs should be subject to uniform regulations, be compatible with the design and scale of development and contribute to the visual character of the development.

Signage will meet the requirements of the Zoning Ordinance and will be designed to complement the architecture. Additionally, signs are subject to the H-2 Guidelines and BAR approval.

e. Neighborhood retail commercial and office uses where provided should blend architecturally with surrounding residential uses or be appropriately separated by distance, screening or topography.

The nursing home use will blend architecturally as evidenced by the building elevations provided in the application and will be subject to the H-2 Guidelines and BAR review and approval.

f. Open space, recreation and other public facilities should be integrated with the organizational scheme of the neighborhood and town.

The proposed amendments do not alter the open space, recreation and other public facilities included in the approved concept plan.

g. Pedestrian and bicycle circulation systems should be included to assure safe and convenient access between properties and with the neighborhood.

The proposed amendments do not alter the pedestrian and bicycle circulation systems included in the approved concept plan.

h. Nonresidential uses should be located on arterial or collector streets without creating through traffic in residential areas.

The proposed amendments do not alter the location of the land bays where nonresidential uses may locate.

i. Site plan should be arranged to maximize the opportunity for privacy and security by residents.

The siting of the nursing home provides privacy and security of the nursing home residents as well as the existing Oaklawn and Stratford residents.

3. Applicant shall provide the following information prior to approval to determine if there are historic and/or archeological resources of local, state or national significance that are worthy of protection on the proposed site:

The property already has been cleared and graded and the proposed amendments do not alter the areas that may be developed under the approved concept plan.

11. Section 9.3.17 Nursing Homes Use Standard

A nursing home shall be designed to accommodate service vehicles with access to the building at a side or rear entrance.

The proposed concept plan depicts driveway access for service vehicles to an entrance at the rear of the building.

12. Conclusion

The proposed amendments to the Oaklawn proffers and concept plan will enable in institutional uses to locate in a mixed-use setting, while maintaining most of the approved commercial uses in land bay MUC 2. The use will provide an increasingly needed service while not detracting from the roadways or the Town's fiscal impact. For these reasons, the applicant respectfully requests staff support and Planning Commission and Town Council approval for this worthy project.

TLZM-2015-0001 PROFFER STATEMENT
SUBMITTED BY
Leesburg Senior Real Estate, LLC
IN CONNECTION WITH APPROVAL BY THE TOWN OF LEESBURG OF A

CONCEPT PLAN AMENDMENT AND PROFFER CONDITION AMENDMENT

TO THE STRATFORD PRC AND PEC ZONING APPROVED IN
REZONING APPLICATION #ZM-159

February 2, 2015

Revised April 10, 2015

Revised June 12, 2015

Pursuant to Section 15.2-2303 *et seq.* of the Code of Virginia (1950), as amended, and Section 3.3.16 of the Zoning Ordinance of the Town of Leesburg (hereinafter referred to as the “Zoning Ordinance”), Leesburg Senior Real Estate, LLOC and Oaklawn, LLC and their successors in interest (hereinafter referred to as the “Applicant”), who constitute the applicant herein and fee simple owner, respectively, of approximately 8.7 acres of land described as Loudoun County Tax Map Parcels PIN# 233-30-2511, 233-30-1486 and 233-30-4276 (collectively, the “Property”) and who are seeking approval by the Town of Leesburg (hereinafter referred to as the “Town”) of a proffer condition amendment and concept plan amendment to the PRC zoning applicable to the Property as approved by the Town in Rezoning Application #ZM-159 (the “Rezoning”), hereby submit the following voluntary proffers which are contingent upon Town approval of this above-referenced proffer condition amendment and concept plan amendment referenced herein as #TLZM-2015-0000.

I. Land Use

1. Relationship to Prior Stratford Proffers

The following parcels that were included in the original Stratford rezoning remain subject to #ZM-159 and TLZM-2005-0002: Loudoun County Parcel Identification Numbers (PIN ##) 233-29-7610, 233-20-7049, 233-20-7427, 233-20-0977, 233-20-3672, and 233-19-5156. Additionally, the following parcels remain subject to TLZM-2014-0004: PIN## 233-38-8942, 233-39-6464, 233-39-6106, 233-29-6350, 233-29-9822, 233-20-0550, 233-20-3806, 233-19-8457, 233-10-1658, 233-30-2941 and 233-29-0512. Further, these proffers and these amendments supersede all prior approved proffers that have previously governed the Property. The Stratford Proffers and Concept Plan previously accepted by the Town in Rezoning Application #ZM-95, as amended in Rezoning Application #ZM-116, Rezoning Application #ZM-130, Rezoning Application #ZM-138, Rezoning Application #ZM-161, Rezoning Application #ZM-2002-05, Rezoning Application #ZM 2005-000 and Rezoning Application TLZM-2014-0004 are rescinded and superseded by the proffers and rezoning plans set forth in this Rezoning Application #TLZM-2015-0000 for the Property.

2. Concept Plan

Development of the Property shall be in substantial conformance with Sheets 1 through 9 of the Rezoning/Concept Plan, prepared by Paciulli, Simmons and Associates and dated January 23, 2015 and revised through June 12, 2015. The Rezoning/Concept Plan 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.

3. PRC Mixed-Use Center District

The Applicant proffers that the development in Land Bays MUC 1, 2 and 5 in the PRC Mixed-Use Center district of the Property (including the Oaklawn parcels not subject to this rezoning application) shall consist of a maximum of 145,500 square feet of nonresidential uses, which shall be broken down approximately as follows:

- 1.) Eating establishments (in land bay MUC 2) - up to a maximum of 28,500 square feet.
- 2.) Convenience retail and office uses (in Land Bays MUC 2 and/or MUC 5) shall not exceed a total of 30,000 square feet each. (These uses or any combination thereof also may locate as an alternative in Land Bay B located in the PEC District.)
- 3.) Service station with convenience food store and/or car wash (in Land Bay MUC 2) - up to a maximum of 5,000 square feet and eight fueling stations. (This use may locate as an alternative in Land Bay C located in the PEC District.)
- 4.) Park/open space – minimum 4.0 acres
- 5.) Nursing home – up to a maximum of 38,000 square feet.

II. Transportation

4. Timing of Proffered Transportation Improvements

Proffer 10 below sets forth a phasing plan that specifies the road improvements that will be made during each phase of the development of Oak Lawn and that also specifies the level of development, which may occur during that phase. In addition, each of the phases set forth in Proffer 10 below specifies the land bay, the type of use and the maximum permitted square footage for each use that may develop during that phase. The transportation improvements specified in the phases are sequential and cannot be developed out of order; however the transportation improvements may be constructed in advance of the development they are intended to serve (e.g., Phase 2 road improvements may be constructed once Phase 1 road improvements are made even though the maximum Phase 1 development potential has not been achieved). In addition, land bay development may take place for any of the phases, once the transportation improvements for that phase and any prior phases have been made regardless of whether prior land bay development has occurred (e.g., Phase 2 development may occur once Phase 1 and Phase 2 road improvements are made, even if no Phase 1 land bay development has occurred). Land bay development may proceed once the transportation improvements for that phase have been constructed or bonded for construction, except as provided for in the Agreement. All proffered road improvements specified for each phase shall be approved by the Town and bonded for construction by the Applicant prior to Town approval of the first development plan or subdivision for any of the uses that the phasing plan specifies may be constructed during that phase.

5. Phasing

The Applicant shall provide public street improvements in accordance with the following phasing plan.

A. Phase One

- 1) Phase 1. The road improvements listed in sub-paragraph a), below, have been completed as of the date of this proffer statement, which means that the all of the Phase I development listed in Paragraph 10.A.2 below may be constructed as of the date of this proffer statement.
 - a) The Phase 1 improvements shall include construction of:
 - (i) The northbound exit ramp of the Dulles Greenway/Battlefield Parkway interchange to Miller Drive/Hope Parkway.
 - (ii) The southbound entrance ramp of the Dulles Greenway/ Battlefield Parkway interchange accessed in the interim from Tolbert Lane until such time as the Battlefield Parkway interchange is constructed by the owners of the Dulles Greenway. This entrance shall include right and left tum lanes on Tolbert Lane.
 - (iii) Dedication of up to a maximum of 50 feet for a typical right-of- way section for Sycolin Road along the Oaklawn's frontage on Sycolin Road.
 - (iv) The northern two-lane section of the four-lane divided Battlefield Parkway between Sycolin Road and Tolbert Lane or Battlefield Parkway interchange, if constructed or bonded for construction. Battlefield Parkway will make a full transition in accordance with the DCSM. A four-lane approach to the intersection with Sycolin Road shall be constructed if Battlefield Parkway at Sycolin Road on the east side of Sycolin Road is constructed as a four-lane section.
 - (v) The traffic signal at Battlefield Parkway and Miller Drive.
 - (vi) A contribution of 15% of the cost of the traffic signal at Tolbert Lane and Evergreen Mills Road.
 - (vii) The traffic signal at Tolbert Lane and the Dulles Greenway southbound on-ramp.
 - (viii) The four-lane undivided section of Miller Drive between Hope Parkway and Battlefield Parkway
 - (ix) The four-lane undivided section of Miller Drive between Battlefield Parkway and Tolbert Lane
 - (x) The southern two lanes of the four-lane divided section of Battlefield Parkway between Sycolin Road and Tolbert Lane or the Dulles Greenway/Battlefield

Parkway interchange, if constructed by others.

b) Phase 1 improvements shall include construction of:

- (i) Land Bay C:
 - Up to 10,000 s.f. free-standing car wash
 - Up to 4,000 s.f. fast food eating establishment with drive-through window
 - Up to 10,000 s.f. eating establishment uses
 - Up to 4,000 s.f. bank with drive-through
 - One service station with convenience retail food store and/or car wash up to a maximum of 5,000 s.f. and up to eight fueling stations
 - Up to 15,000 s.f. retail pharmacy with drive-through window
 - Any of the other support uses listed in proffer 4.B, above

- ii) Land Bay D:
 - Up to 200,000 s.f. office and light intensity industrial uses
 - Up to 4,000 s.f. fast food eating establishment with drive-through window
 - One service station that may include a convenience retail food store and/or car wash up to a maximum of 5,000 s.f. and up to eight fueling stations but is not required to include these facilities
 - Up to 10,000 s.f. eating establishment uses
 - Any of the other support uses listed in proffer 4.B, above

- iii) Land Bay MUC 1: Park – minimum of 4.0 acres

- iv) Land Bay MUC 2:
 - Up to 28,500 s.f. eating establishment uses
 - Up to 30,000 s.f. neighborhood, community or specialty retail uses
 - Up to 30,000 s.f. office uses
 - Up to 38,000 s.f. nursing home use**
 - (The retail and/or office uses also may locate in Land Bays MUC 5 or B or any combination thereof.)
 - Any of the other support uses listed in proffer 4.B, above

- (v) Land MUC 5: Up to 10,000 s.f. child care center

B. Phase Two

1) Phase 2

a) Phase 2 improvements shall include construction of:

- (i) The traffic signal at Hope Parkway/Miller Drive/Dulles Greenway ramp.
- (ii) The four-lane undivided section of Hope Parkway between the

intersection of Miller Drive and the northern Property boundary connecting with the existing Hope Parkway section pursuant to the Agreement, also including the transition from Hope Parkway to Ramp A.

- b) The development that may occur once the Phase 2 roadway improvements are constructed or bonded for construction pursuant to the Agreement will include:
 - (i) All of the Phase 1 development listed in Proffer 10.A.1.b, above
 - (ii) Land Bay A: Up to 120,000 s.f. recreational facility (which also may locate alternatively in Land Bay B)
Up to 110,000 s.f. hotel/motel/conference center use (which also may locate alternatively in Land Bay B)
 - (iii) Land Bay B: Up to 300,000 s.f. office and light intensity industrial uses
Convenience retail and office uses not exceeding a total of 30,000 square feet each (to the extent not located in Land Bays MUC 2 and/or MUC 5).
 - (iv) Land Bay C: Up to 150,000 s.f. office and light intensity industrial uses

2) Interim Phase 2

- a) Notwithstanding the improvements listed in Proffer II.10.A.1.a, above, and only if the Town fails to perform its obligations under the Agreement, the Applicant may construct the eastern two-lane section of Hope Parkway between Miller Drive and the Land Bay B entrance in order to provide road access to a Land Bay B user of no greater than 185,000 square feet without completing all of the Phase 2 improvements listed in Proffer II.10.B.1.a, above.
- b) If interim Phase 2 is implemented, then development of more than 185,000 square feet in Land Bay B shall proceed in accordance with Phases 2, 3 and 4 as listed in Proffer II.10.B.1.a, above.

If the Applicant fails to perform its obligations under the Agreement, Interim Phase 2 shall be an option for the Applicant only if the Town also fails to perform its obligations as set forth in Proffer II.10.B.2.a, above; otherwise, development shall proceed in accordance with Phases 2, 3 and 4 as listed in Proffer II.10.B.1.A, above.

C. Phase Three

1) Phase 3

- a) Phase 3 improvements shall include construction of:
 - (i) A two-lane section of the four-lane divided Hope Parkway from Miller Drive to Battlefield Parkway.

(ii) The traffic signal at Battlefield Parkway and Hope Parkway.

b) The development that may occur once the Phase 3 roadway improvements are constructed or bonded for construction will include:

(i) All of the Phase 1 and Phase 2 development listed in Proffers 10.A.1.b and 10.B.1.b, above

(ii) Land Bay A: Up to 280,000 s.f. office use
Up to 10,000 s.f. eating establishment uses

Land Bay C: Up to 86,000 s.f. office and light intensity industrial uses

D. Phase 4

- 1) Phase 4 road improvements shall include construction of the remaining two lanes of the four-lane divided roadway section of Hope Parkway between Miller Drive and Battlefield Parkway.
- 2) The development that may occur once the Phase 4 roadway improvements are constructed or bonded for construction will include up to 300,000 s.f. of office uses.

E. Cash Equivalent Contribution

If the road improvements specified under Phases 3 and 4, above, are completed by others, the Applicant shall provide the cash equivalent contribution for the cost of providing these improvements, upon reaching the development thresholds specified in Phases 3 and 4, above. More specifically, prior to approval of the zoning permit for any of the development permitted under proffer 10.C.1.b (i) and (ii), above, and the road improvements specified under proffer 10.C.1.a (i) and (ii) have been constructed by the Town, the Applicant shall contribute the cash equivalent of the cost to construct those improvements to the Town in the amount of the contribution to be determined as evidenced by paid receipts or invoices or similar documentation for the costs incurred to construct such improvements. In addition, prior to approval of the zoning permit for any of the development permitted under proffer 10.D.2, above, and the road improvements specified under proffer 10.D.1, above, has been constructed by others, the Applicant shall contribute the cash equivalent of the cost to construct those improvements to the Town of Leesburg, the amount of the contribution to be determined as evidenced by paid receipts or invoices or similar documentation for the costs incurred to construct such improvements and as escalated according to the Consumer Price Index. The payment of this cash equivalent contribution as escalated shall be paid in two equal installments at one-year intervals from the date of the first payment. This proffer also shall apply to Phase 2 in the event Hope Parkway is constructed by others, but not under the terms of the Agreement.

III. Community Facilities

6. Fire/Rescue Contribution

The Applicant agrees that prior to obtaining each zoning permit for individual commercial and office buildings to be constructed on the Property, the Applicant shall pay the Town a

one-time contribution in the sum of TEN CENTS (\$0.10) per gross square foot of commercial and office development construction on the Property as a nonrefundable cash donation for the benefit of fire and rescue facilities providing service to the Property, which monies will be provided by the Town to fund fire and rescue services. Notwithstanding the above, no payments under this paragraph shall be required for any buildings to be devoted to uses such as non-profit owned buildings, non-profit day care facilities, religious buildings, fire and rescue facilities, library, post office, non-profit health care, or governmental service facilities. 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 as such time as a tax payment for these services is adopted by either the Town of Leesburg or County of Loudoun that is levied on the Property. This contribution shall be adjusted from the date of approval of this rezoning application at a rate equal to any fluctuations in the Consumer Price Index.

7. Pedestrian Network

The Property shall be served by a pedestrian network as depicted on Sheet 4 of 9 of the Rezoning/Concept Plan. Each sidewalk segment will be constructed as part of the site plan for each portion of land bay MUC 2 with frontage on Battlefield Parkway, Miller Drive, Brown Roan Drive or Oaklawn Drive, as applicable.

IV. Other

8. Architectural Guidelines

In order to ensure that development of Oaklawn at Stratford is in conformance with the criteria set forth in Section 8.2.F.2 of the Zoning Ordinance, development of the Property shall adhere to the Town of Leesburg H-2 Corridor Design Guidelines dated March 1, 1990 with review and approval of all structures in these land bays by the Town's Board of Architectural Review and with the right to appeal that Board's decision to the Town Council. In addition to demonstrating architectural conformance with the H-2 Corridor Design Guidelines, all buildings shall screen rooftop mechanical equipment (i.e., HVAC units) from view from the public streets.

9. Setback Areas

The Rezoning/Concept Plan shows setback areas along public roads and Property boundaries on Sheet 4. These setback areas are intended to be primarily open space areas, and no building or parking areas shall be permitted within the setback area. Landscaping, as depicted on the Rezoning/Concept Plan, shall be the primary feature of the setback areas with sidewalks, trails, driveway crossings and utilities also permitted within the setback area.

10. Utilities

The Applicant shall pay for costs associated with the relocation of any existing Town utilities that are necessitated by the development of the Property. The Applicant shall adhere to Town policies and regulations for on-site and off-site utility improvements

required by the development of the Property.

11. Other

Approval of this application TLZM-2015-0000 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-2015-0000, and all final plats, development plans, and construction plans shall remain subject to these applicable Town regulations.

The undersigned Owners of record of the Property, do hereby voluntarily proffer the conditions stated above, which conditions shall be binding on the Owner, its successors and assigns, and all owners of any portions of the Property and shall have the effect specified in Section 15.2-2297, et seq. of the Code of Virginia (1950), as amended.

(SIGNATURE PAGES TO FOLLOW)

Witness the following signatures and seals this _____ day of _____, 2015.

Oaklawn, LLC

A Virginia limited liability company

By: Keane Oaklawn Group, LLC.

Its manager, a Virginia limited liability company

By: Keane Oaklawn Manager, LLC,

Its manager, a Virginia limited liability company

By: _____

Name: _____

Its: _____

State of _____

City/County of _____. To-wit:

I, _____, a Notary Public in and for the State and County aforesaid, do hereby certify that _____ as _____ of Keane Oaklawn Manager, LLC, manager for Keane Oaklawn Group, LLC, manager for Oaklawn, LLC has signed the foregoing writing, which is dated _____, 2015 and has this day acknowledged the same before me in the aforesaid State and County.

Given under my hand this _____ day of _____, 2015.

Notary Public

My Commission Expires: _____

Leesburg Senior Real Estate, LLC
A Delaware Limited Liability Company

By: _____
Its manager, a Florida Limited Liability Company

By: _____
Name: _____
Its: _____

State of _____
City/County of _____. To-wit:

I, _____, a Notary Public in and for the State and County aforesaid,
do hereby certify that _____ as _____ of
_____, manager for Leesburg Senior Real Estate, LLC has signed
the foregoing writing, which is dated _____, 2015 and has this day acknowledged
the same before me in the aforesaid State and County.

Given under my hand this _____ day of _____, 2015.

Notary Public
My Commission Expires: _____



1. SOUTH ELEVATION

SCALE: 3/32" = 1'-0"



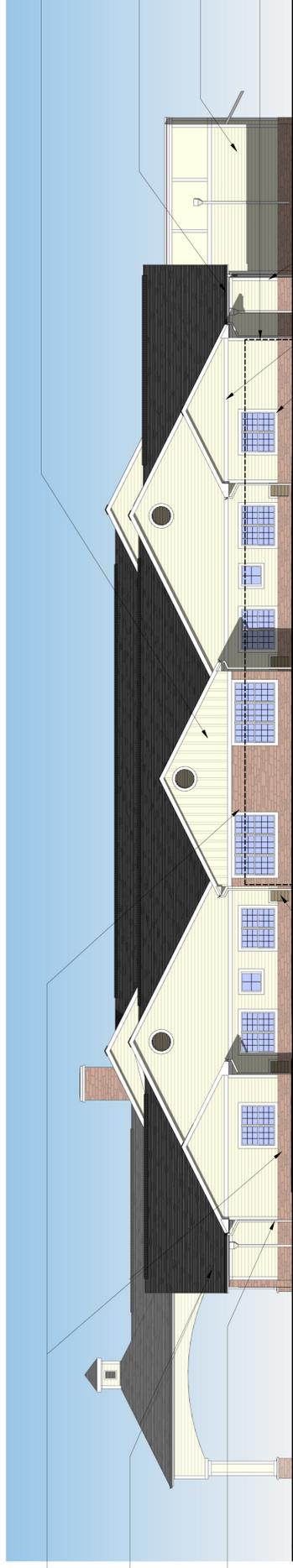
2. NORTH ELEVATION

SCALE: 3/32" = 1'-0"

MANUFACTURED STONE VENEER, TYP
 CENTURION STONE (OR APPROVED EQUAL)
 FIELD: "ARIZONA" CUT FACE
 TRIM/ CHISELED EDGE ACCENTS:
 "APPALACHIAN"
 GROUT TECHNIQUE: DRY STACK
 GROUT COLOR: TBD BY ARCHITECT
 GAF LIFETIME TIMBERLINE NATURAL SHADOW
 ASPHALT SHINGLES, TYP
 (COLOR: CHARCOAL)

PREFINISHED METAL DOWNSPOUTS, TYP
 (COLOR: SHERWIN WILLIAMS
 "MARSHMALLOW 7001")

VTAC LOUVERS, TYP
 (COLOR AT LAP SIDING: PAINT TO MATCH
 COLOR AT STONE: SHERWIN WILLIAMS
 "GAUNTLET GRAY 7019")



CERTAINTED FIBER CEMENT BOARD & BATTEN, TYP
 (BOARD COLOR: SHERWIN WILLIAMS
 "ANTIQUÉ WHITE" 6119
 BATTEN COLOR: SHERWIN WILLIAMS
 "MARSHMALLOW 7001")

PREFINISHED METAL GUTTERS, TYP
 (COLOR: BLACK)

CERTAINTED FIBER CEMENT SIDING, TYP
 (PAINT: SHERWIN WILLIAMS
 "ANTIQUÉ WHITE" 6119)

LINE OF 7' HIGH VINYL FENCE IN FRONT, TYP
 (COLOR: CREAM / TAN)

CERTAINTED FIBER CEMENT TRIM, TYP
 (PAINT: SHERWIN WILLIAMS "MARSHMALLOW" 7001)

3. WEST ELEVATION (SOUTH ELEVATION SIM)

SCALE: 3/32" = 1'-0"

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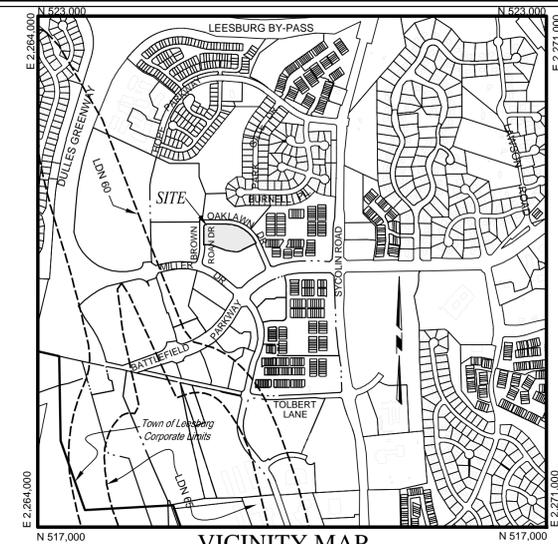
SILVER PROPERTIES POET'S WALK IX MEMORY CARE - ELEVATIONS

LOCATION: OAKLAWN DRIVE, LEESBURG, VIRGINIA
 OWNER: SILVER CAPITAL DEVELOPMENT COMPANY
 DATE: APRIL 24, 2015
 LRS PROJECT NUMBER: 215021
 SCALE: 3/32" = 1' - 0" (WHEN PRINTED AT FULL SIZE 24"X36")

NOTES

- Development of the property shall be in substantial conformance with this plan with respect to use, layout, and configuration of the property, with reasonable allowances for final architectural and engineering design to meet Town of Leesburg zoning, subdivision and land development regulations.
- Properties subject to this application are PIN #'s 233-30-2511, 233-30-1486, and 233-30-4276.
- Owner: Oaklawn LLC.
- Current and Proposed Zoning: PRC
- All final plats, site plans and construction drawings are subject to the applicable town regulations. The applicant reserves the right to request modifications pursuant to the Subdivision and Land Development Regulations or the Design and Construction Standards Manual subsequent to approval of this Zoning Amendment.
- Approval of the Zoning map Amendment 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 (DCSM) except as specifically approved by Town Council or as shown as approved by Town Council on this Concept Plan and Supporting Documents.
- Stormwater runoff:
The existing Stratford lake Facility provides stormwater quality & quantity control. It is anticipated that all land bays within this Zoning Map Amendment will maintain the same storm flows, outfall locations and maximum level of imperviousness as shown on the previously approved stormwater management design for water quality and quantity within the existing Stratford lakes. Any deviations from these approved plans may result in the requirement of additional stormwater management facilities. Also, any uses deemed as "Hot Spots" (such as, but not limited to automotive service stations, car washes and/or auto repair facilities) may require additional "onsite" water quality devices according to the current version of the Town of Leesburg DCSM.
- Architectural Guidelines:
Certificate of Appropriateness from Town of Leesburg Board of Architectural Review for conformance with H-2 Corridor Design Guidelines is required (per proffers).

POET'S WALK AT OAKLAWN MUC 2 ZONING MAP AMENDMENT TLZM-2015-0001



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Planners
Surveyors
Landscape Architects
Wetland Specialists
Environmental Scientists
Archaeologists

POET'S WALK
AT
OAKLAWN MUC 2
ZONING MAP AMENDMENT
TOWN OF LEESBURG, LOUDOUN COUNTY, VIRGINIA

CONCEPTUAL LANDSCAPE TABULATIONS (SEE SHEET 8 FOR CONCEPTUAL LANDSCAPE PLAN)

Buffer Yard		BUFFER YARD WIDTH (FT)	BUFFER YARD LENGTH (FT)	SCREENING REQUIRED	AREA (SF)	PLANTINGS REQUIRED (per SF buffer)					PLANTINGS PROVIDED				
						Canopy (Large)	Canopy (Medium)	Understory	Evergreen	Shrubs	Canopy (Large)	Canopy (Medium)	Understory	Evergreen	Shrubs
A	(Oaklawn Dr. across from SFA) per TLZM 2014-0004	17.5	109	S3 (A)	1,900	1/1000	1/1000	1/500	1/500	1/100	2	2	4	4	19
B	(Brown Roan Dr.) per TLZM 2014-0004	10	175	S2 (A)	1,750	1/1000	1/1000	0	1/500	1/100	2	2	0	4	18

PERIMETER PARKING LOT SCREENING				
LOCATION	LENGTH	WIDTH	PLANTINGS REQUIRED	PLANTINGS PROVIDED
NORTH	510'	10'	1 tree (1) per 40 LF street frontage; shrubs maximum 4' spacing or berm	13 Trees 123 Shrubs (and/or berm)
SOUTH	36	5'	1 Tree (2) and 3 shrubs per 50 LF	1 Tree 2 Shrubs
WEST	NA	NA	proffered S2 Buffer required per TLZM-2014-0004	See Buffer Yard Tabulation
EAST	NA	NA	proffered S3 Buffer required per TLZM-2014-0004	See Buffer Yard Tabulation

(1) trees shall be street trees as identified in Sec. 12.9.6 (Tree Selection and Cover Guide).
(2) trees shall be canopy trees as identified in Sec. 12.9.6 (Tree Selection and Cover

INTERIOR PARKING LOT LANDSCAPING					
TOTAL PARKING SPACES	Parking Lot Area (SF)	Landscape Area Required (5% SF)	Landscape Area Provided (SF)	PLANTINGS REQUIRED	PLANTINGS PROVIDED
49	37,500	1,875	2,120	1 tree and 3 shrubs per 16 parking spaces	7 trees 9 shrubs

STREET TREES	
STREET TREES REQUIRED = 795/40 = 20	
STREET TREES PROVIDED = 20	

Plant Schedule			
QUANTITY	TYPE	20 Year Canopy (Each - SF)	20 Year Canopy (Total - SF)
32	Large Canopy Trees	260	8,320
15	Medium Canopy Trees	185	2,775
8	Understory Trees	110	880
4	Small Evergreen Trees	25	100
8	Large Evergreen Trees	175	1,400
67	Total		13,475

SITE CANOPY TABULATION		
	(SF)	
TOTAL SITE AREA	133,866	
Exclusions:	0	
NET SITE AREA	133,866	
TOTAL REQUIRED TREE CANOPY	13,387	10.0%
PRESERVED TREE CANOPY	0	
PLANTED TREE CANOPY	13,475	
TOTAL PROVIDED TREE CANOPY	13,475	10.1%

SHEET INDEX

- COVER SHEET
- REZONING PLAT
- EXISTING CONDITIONS
- CONCEPT PLAN
- CONCEPTUAL GRADING PLAN
- CONCEPTUAL LIGHTING PLAN
- OAKLAWN OVERALL ILLUSTRATIVE PLAN
- CONCEPTUAL LANDSCAPE PLAN
- CONCEPTUAL SIGHT DISTANCE PLAN & PROFILE

NO.	REVISION DESCRIPTION	DATE
2	Address Town Comments	6/5/2015
1	Address Town Comments	4/9/2015

PERMITTED USE TABULATIONS

AC	Zoning	Max FAR	Use	Max SF	Notes
MUC 2			Eating Establishment	28,500	
8.7	PRC	0.40	Convenience Retail	30,000	*
			Office	30,000	*
			Nursing Home (68 Beds)	38,000	

* Allowable in MUC 2, MUC 5 or Land Bay B, or any combination thereof.

OPEN SPACE TABULATIONS

PRC

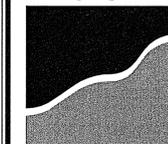
REQUIRED: A minimum of 25% of the area of the PRC Mixed Use Center district shall be established for open space. (Previously completed Residential to be included in calculations).

Minimum Open Space Required (+/-) = 66.03 Ac. (Total PRC Area per ZM-159) x 0.25 = 16.5 Ac.

PROVIDED: 17.1 Ac. (25.9%) (previously provided in Residential Sections per ZM-159)
To be supplemented with buffer areas in MUC 2.

TLZM-2015-0001

DATE: 01-23-2015
FILE NO: L190.100.
DRN: R.E.K.
CKD: S.J.W.III
SHEET 1 OF 9



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Surveyors
Landscape Architects
Wetland Specialists
Environmental Scientists
Archaeologists

PROPERTY RECORDATION NOTES

(1) SUBDIVISION PLAT RECORDED AT INSTRUMENT # 20060913-0078894

MUC 2 AREA TABULATION

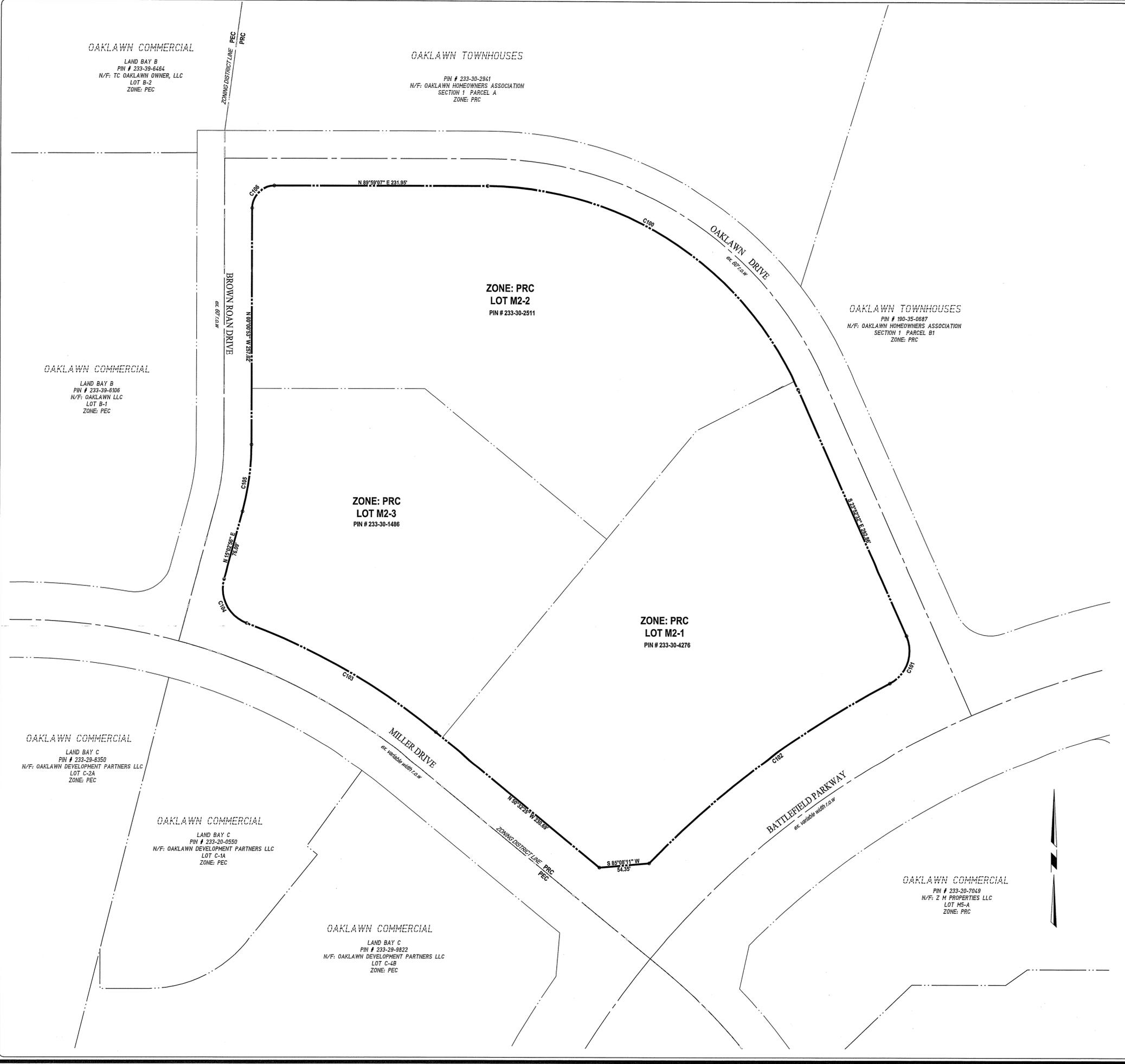
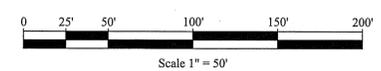
LOTS M2-1, M2-2, M2-3 378,358 SQ.FT. OR 8.6859 AC.

(NO CHANGE TO EXISTING ZONING DISTRICT BOUNDARIES IS PROPOSED WITH THIS APPLICATION).

CURVE TABLE

NO.	DELTA	RADIUS	ARC LENGTH	CHORD BEARING	CHORD	TANGENT
C100	066°08'21"	370.00'	427.11'	S 56°56'43" E	403.79'	240.92'
C101	086°12'48"	40.00'	60.19'	S 19°13'52" W	54.67'	37.44'
C102	018°25'45"	1020.00'	328.08'	S 53°07'24" W	326.67'	165.47'
C103	019°05'53"	716.00'	238.66'	N 60°05'22" W	237.56'	120.45'
C104	084°41'14"	40.00'	59.12'	N 27°17'41" W	53.89'	36.45'
C105	015°03'49"	280.00'	73.61'	N 07°31'01" E	73.40'	37.02'
C106	090°00'00"	24.00'	37.70'	N 44°59'07" E	33.94'	24.00'

THIS PLAT IS IN ACCORDANCE WITH TOWN OF LEESBURG ZONING ORDINANCE SECTION 3.3.6.H (SUBMITTAL REQUIREMENTS FOR REZONING) AND IS BASED ON THE LAND RECORDS OF LOUDOUN COUNTY, VIRGINIA AND IS NOT THE RESULT OF A CURRENT BOUNDARY SURVEY BY THIS FIRM.

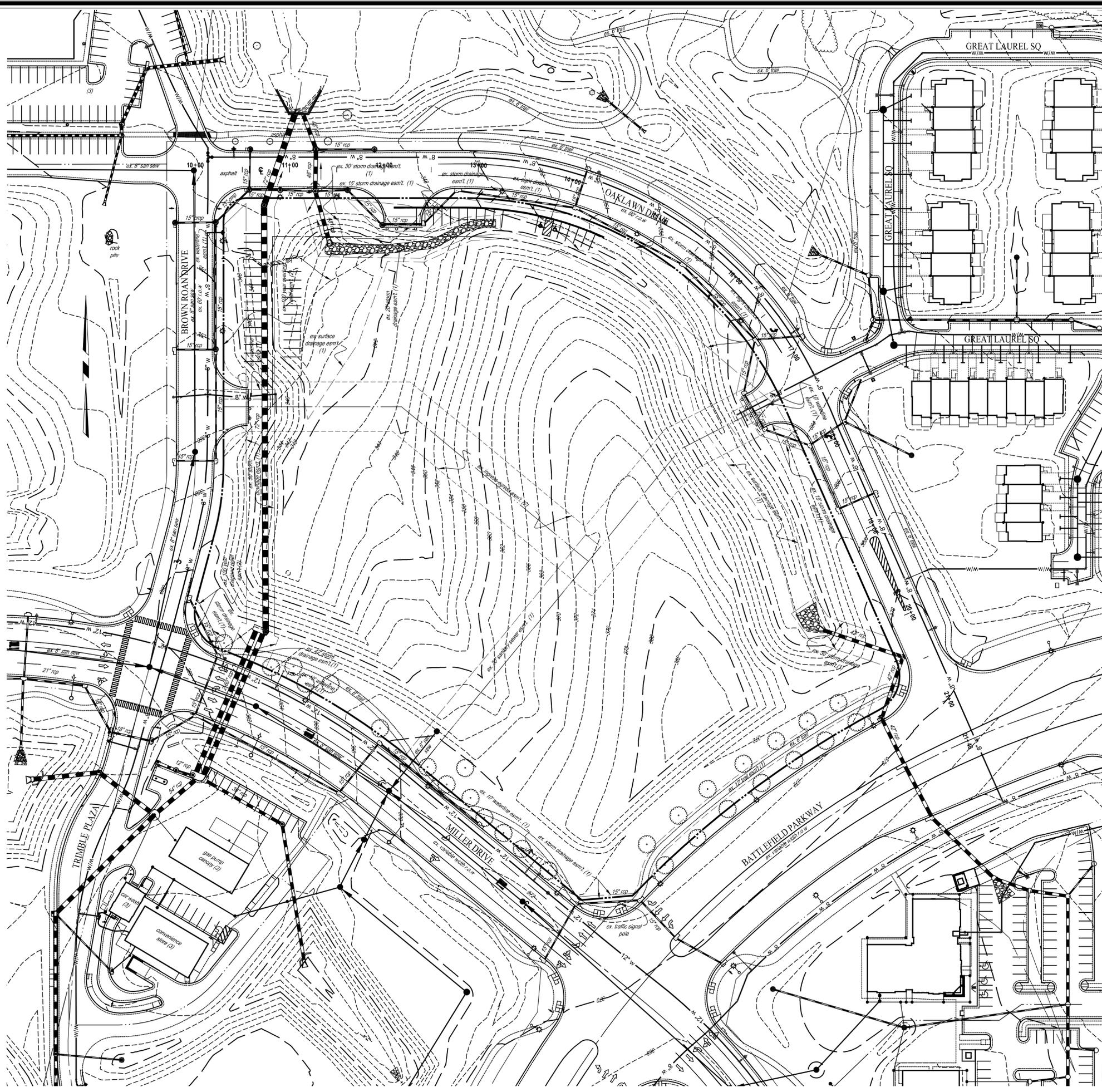


POET'S WALK
 AT
OAKLAWN MUC 2
ZONING MAP AMENDMENT
 LOUDOUN COUNTY, VIRGINIA
 TOWN OF LEESBURG

REZONING PLAT



DATE: 01-23-2015
 FILE NO.: L190.100.
 DRN: R.E.K.
 CKD: S.J.W.III
 SHEET **2** OF **9**



- NOTES:**
- EXISTING EASEMENTS RECORDATION DATA:
 - INSTRUMENT # 20060522-0045015
 - INSTRUMENT # 20060913-0078893
 - TOPOGRAPHIC DATA COMPILED FROM AERIAL TOPOGRAPHY AND PREVIOUSLY APPROVED SITE PLANS SUPPLEMENTED WITH FIELD SHOT TOPOGRAPHY. C.I. = 2.
 - (3) INDICATES "UNDER CONSTRUCTION".
 - INDICATES EXISTING TREES PLANTED ALONG MILLER DRIVE AND BATTLEFIELD PARKWAY FRONTAGES.

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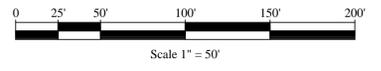
POET'S WALK
AT
OAKLAWN MUC 2
ZONING MAP AMENDMENT

TOWN OF LEESBURG
LOUDOUN COUNTY, VIRGINIA

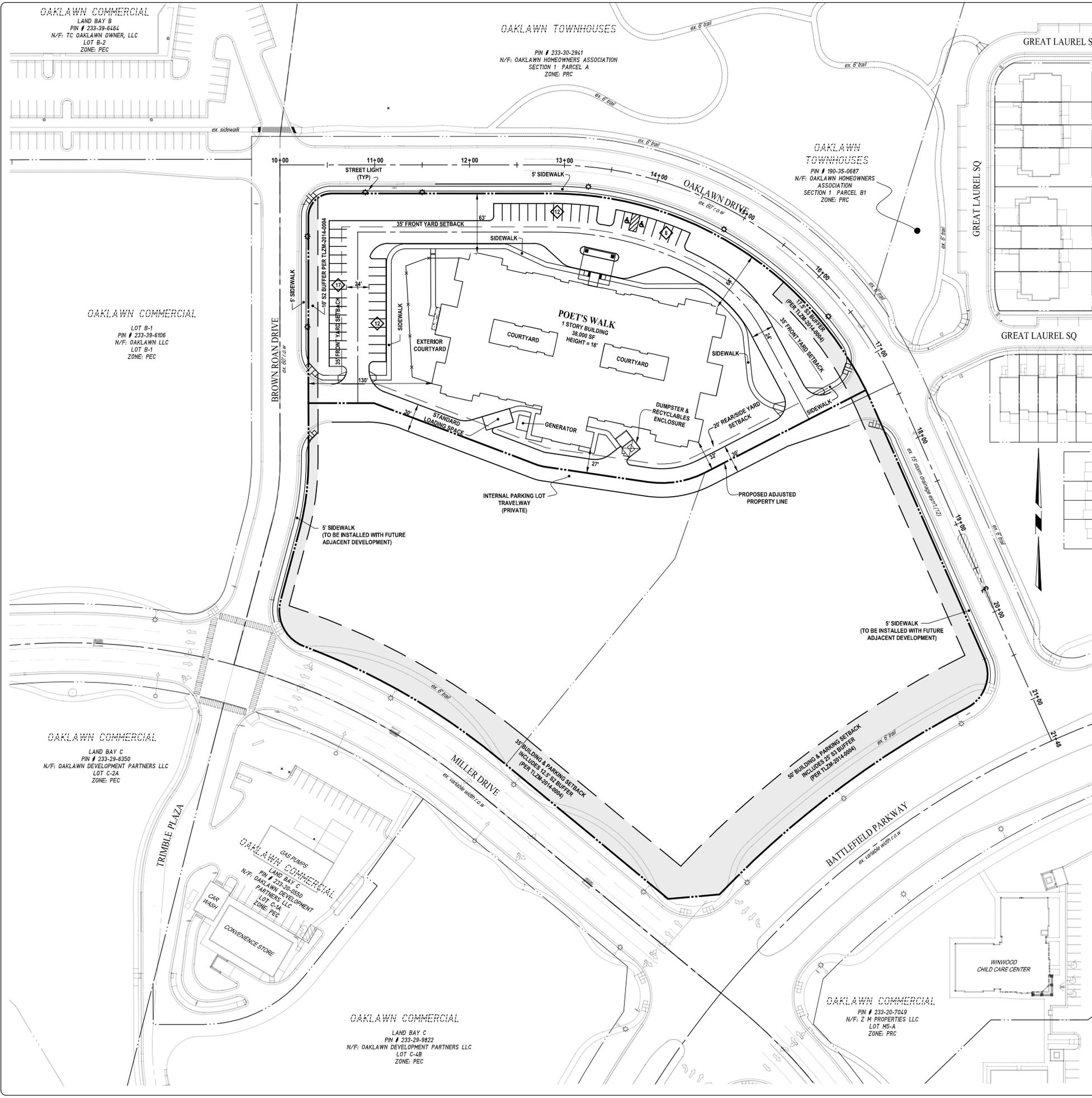
EXISTING CONDITIONS

DATE: 01-23-2015
FILE NO: L190.100.
DRN: R.E.K.
CKD: S.J.W.III

SHEET 3 OF 9



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POET'S WALK SITE TABULATION

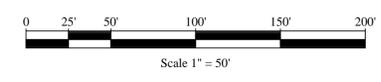
Site Area (adjusted Lot)	+/- 3.07 Ac. or 133,886 SF
Existing Zoning	PRC
Proposed Zoning	PRC
Existing Use:	Vacant
Proposed Use:	68 bed Nursing Home (memory care)

POET'S WALK
PRC Mixed Use Center (MUC) District Requirements
(Commercial Uses)

Standard	Required	Provided
Maximum Building Height	45'	18'
Minimum Lot Width	150 Ft.	220 Ft.
Minimum Lot Area	20,000 SF	133,886 SF
Minimum Yard/Setbacks		
Minimum Front:	35 Ft.	63 Ft.
Minimum Side:	20 Ft.	32 Ft.
Minimum Rear:	20 Ft.	27 Ft.
Maximum Overall Non Residential F.A.R.	0.40	0.28
Number of Parking Spaces (TLZO 11.3)		
Nursing Home or Specialized Care Facility:	1 space per 4 beds/ 68 beds = 17 spaces	49 spaces
Number of Loading Spaces, TLZO 11.9:	1 standard loading space for first 10,000 SF GFA, plus 1 space for each additional 100,000 SF GFA: GFA = 38,000 SF 1 (1st 10,000 SF) + (28,000/100,000) = 1.28 spaces Therefore, 1 standard loading space required	1 standard loading space
Landscaping		
Twenty Year Canopy Requirements (TLZO 12.3):	10% minimum	10% minimum
Street Trees:	per TLZO 12.4	per TLZO 12.4
Perimeter Parking Lot Screening:	per TLZO 12.5	Adjacent to public streets: 10' wide min. Adjacent to internal property line: 5' min.
Interior Parking Lot Landscaping:	per TLZO 12.6	per TLZO 12.6
Buffer Yards:	Per TLZM-2014-0004 - Not applicable to internal property lines.	none

NOTES:

- SEE CONCEPTUAL GRADING PLAN (SHEET 5) FOR EXISTING AND PROPOSED EASEMENTS, UTILITIES, GRADING, AND OVERLAND DRAINAGE.



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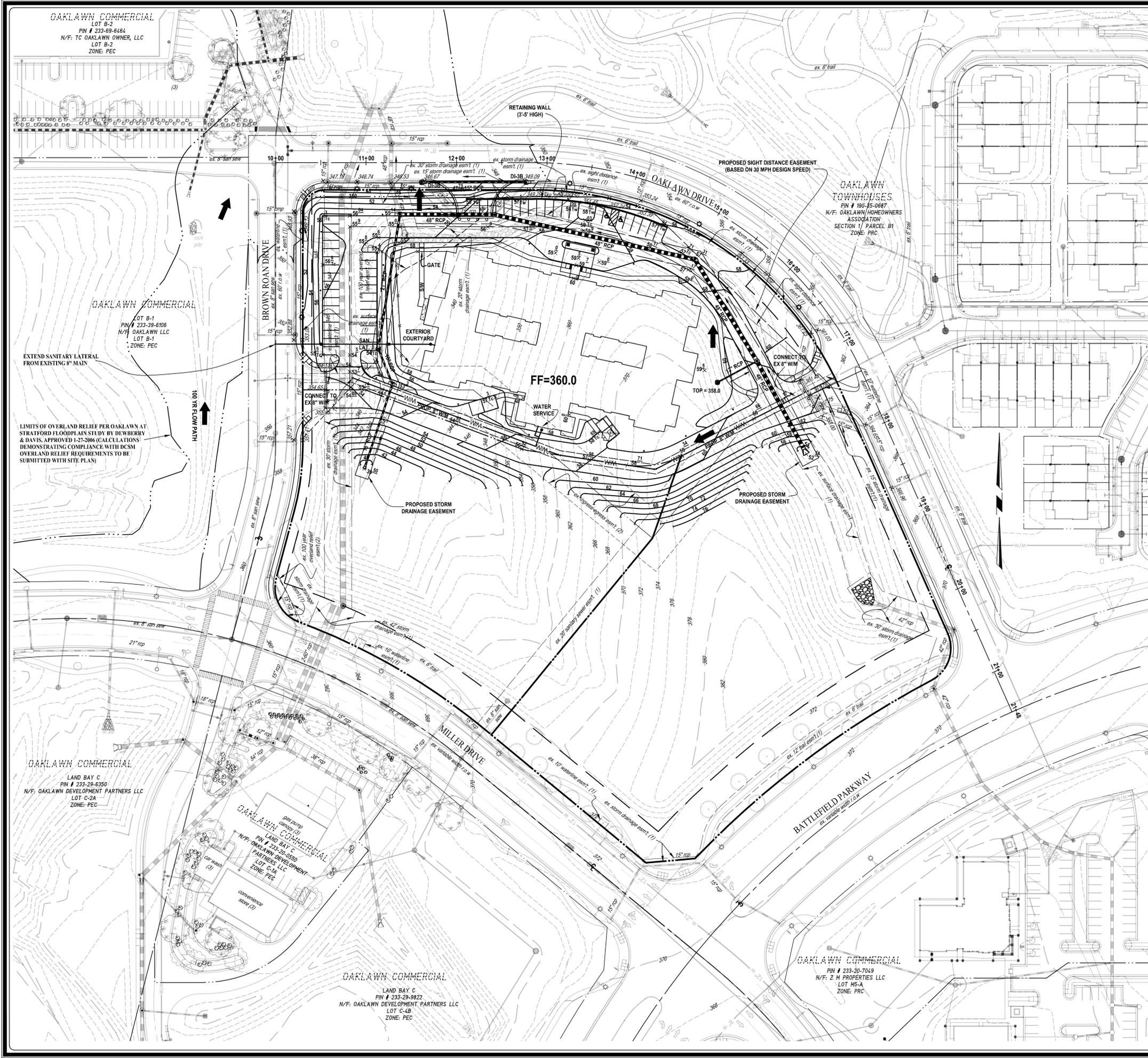
POET'S WALK
AT
OAKLAWN MUC 2
ZONING MAP AMENDMENT

LOUDOUN COUNTY, VIRGINIA
TOWN OF LEESBURG

CONCEPT PLAN

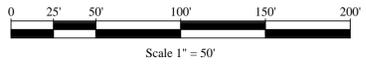
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SHEET 4 OF 9



NOTES:

1. EXISTING EASEMENTS RECORDATION DATA:
 - (1) INSTRUMENT # 20060522-0045015
 - (2) INSTRUMENT # 20060913-0078893
2. TOPOGRAPHIC DATA COMPILED FROM AERIAL TOPOGRAPHY AND PREVIOUSLY APPROVED SITE PLANS SUPPLEMENTED WITH FIELD SHOT TOPOGRAPHY. C.I. = 2'.
3. (3) INDICATES "UNDER CONSTRUCTION".
4. INDICATES EXISTING TREES PLANTED ALONG MILLER DRIVE AND BATTLEFIELD PARKWAY FRONTAGES.
5. INDICATES 100YR OVERLAND RELIEF FLOW PATH.



PACIULLI

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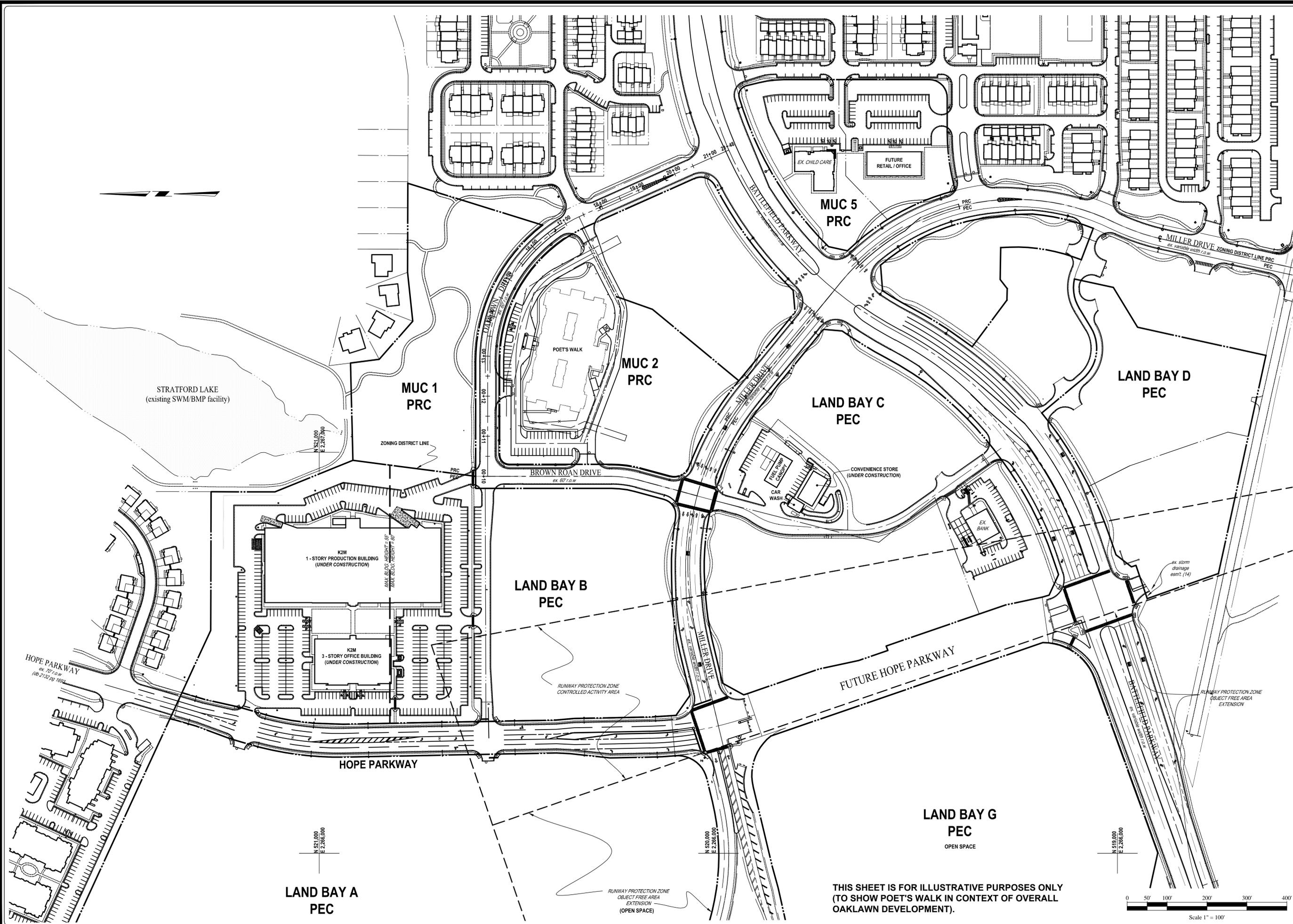
Engineers
Planners
Surveyors
Landscape Architects
Wetland Specialists
Environmental Scientists
Archaeologists

POET'S WALK
AT
OAKLAWN MUC 2
ZONING MAP AMENDMENT

LOUDOUN COUNTY, VIRGINIA

CONCEPTUAL GRADING PLAN

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THIS SHEET IS FOR ILLUSTRATIVE PURPOSES ONLY
 (TO SHOW POET'S WALK IN CONTEXT OF OVERALL
 OAKLAWN DEVELOPMENT).

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POET'S WALK
 AT
OAKLAWN MUC 2
ZONING MAP AMENDMENT
 LOUDOUN COUNTY, VIRGINIA
 TOWN OF LEESBURG

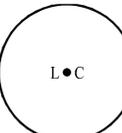
OAKLAWN
OVERALL ILLUSTRATIVE
PLAN

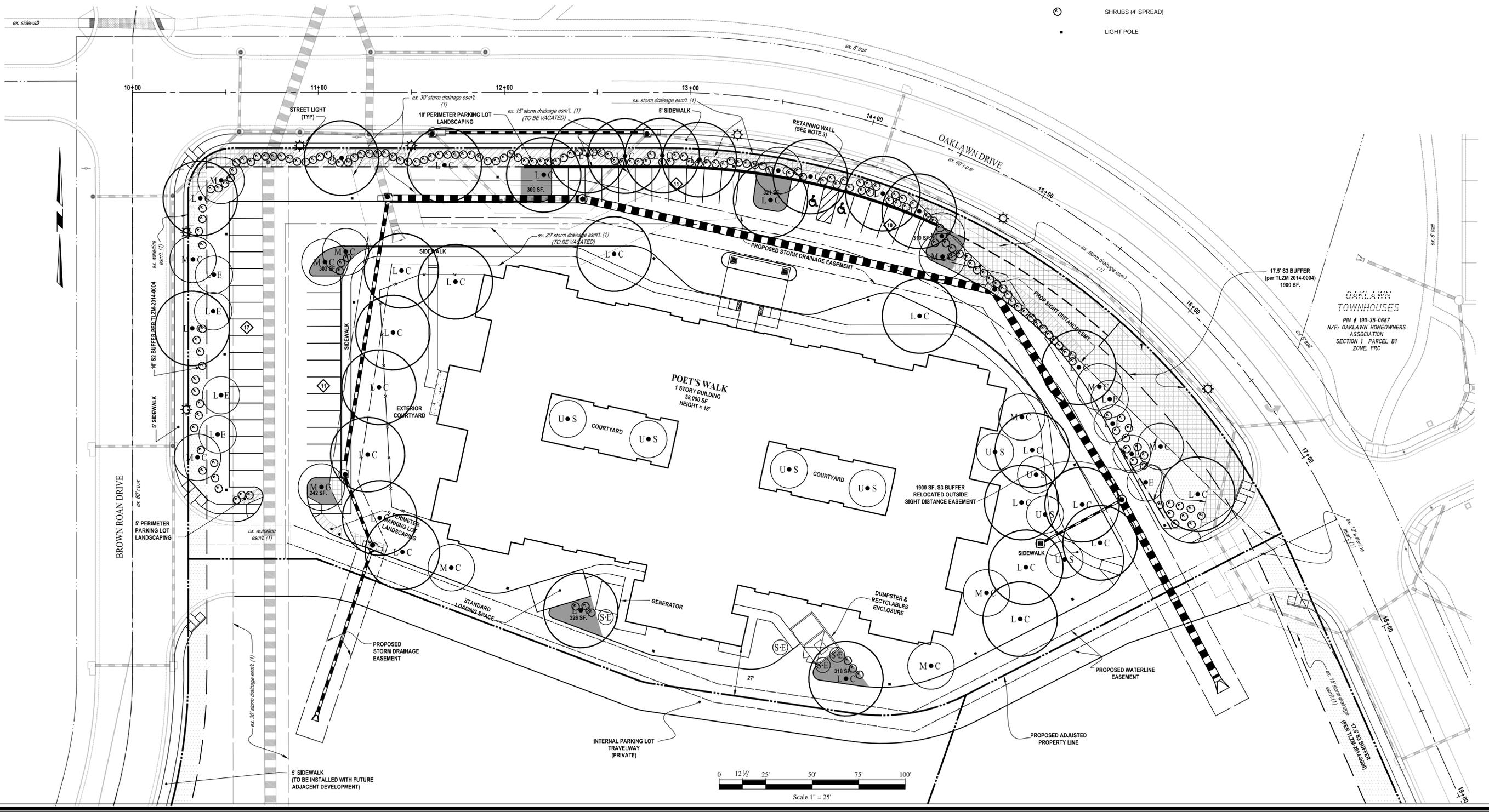
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 FILE NO: L190.100.
 DRN: R.E.K.
 CKD: S.J.W.III
 SHEET 7 OF 9

NOTES:

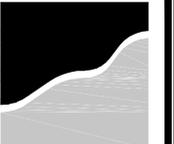
- EXISTING EASEMENTS RECORDATION DATA:
 (1) INSTRUMENT # 20060522-0045015
 (2) INSTRUMENT # 20060913-0078893
- TREES LOCATED WITHIN 20' OF LIGHT POLE DO NOT COUNT TOWARD MINIMUM CANOPY REQUIREMENT (TLZM-12.6.3.E) ALL TREES SHOWN ARE GREATER THAN 20' FROM LIGHT POLES.
- PROVIDE ORNAMENTAL METAL FENCE ON RETAINING WALL (APPROX. 42" HIGH).

LEGEND:

-  DENOTES INTERIOR PARKING LOT LANDSCAPE AREA
-  DENOTES PERIMETER PARKING LOT SCREENING AREA
-  DENOTES LANDSCAPE AREA ENCUMBERED BY TOWN UTILITY EASEMENTS (TREES NOT PERMITTED IN UTILITY EASEMENTS; TREES AND SHRUBS NOT PERMITTED IN SIGHT DISTANCE EASEMENT)
-  LARGE CANOPY TREE (40' SPREAD)
-  MEDIUM CANOPY TREE (25' SPREAD)
-  UNDERSTORY TREE (20' SPREAD)
-  LARGE EVERGREEN TREE (20' SPREAD)
-  SMALL EVERGREEN TREE (8' SPREAD)
- SHRUBS (4' SPREAD)
- LIGHT POLE

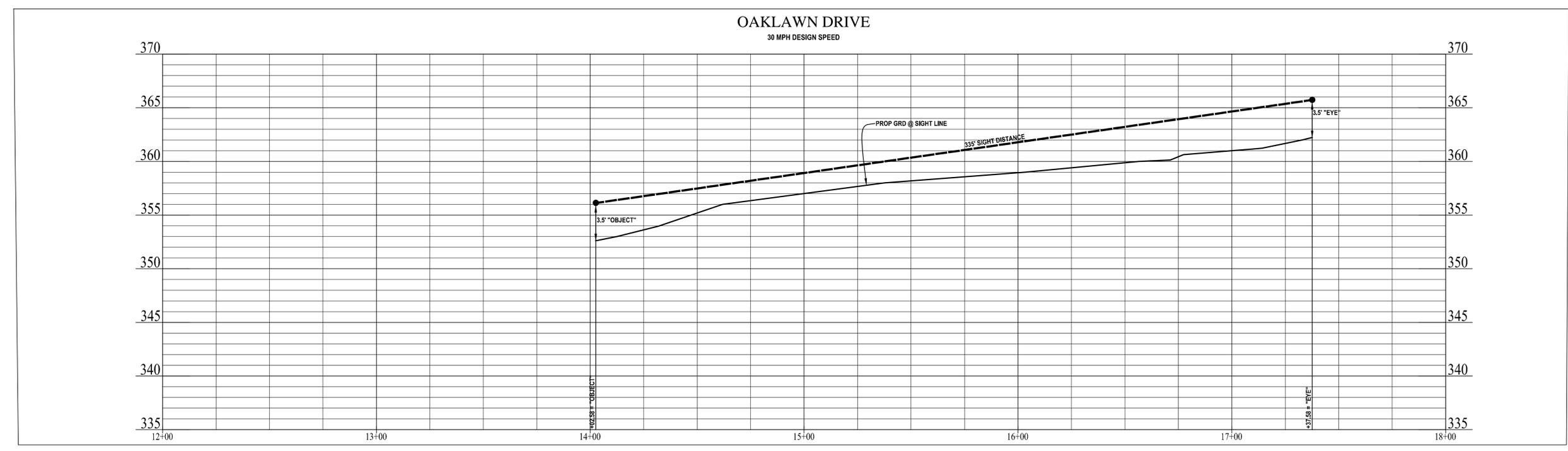
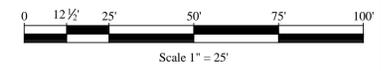
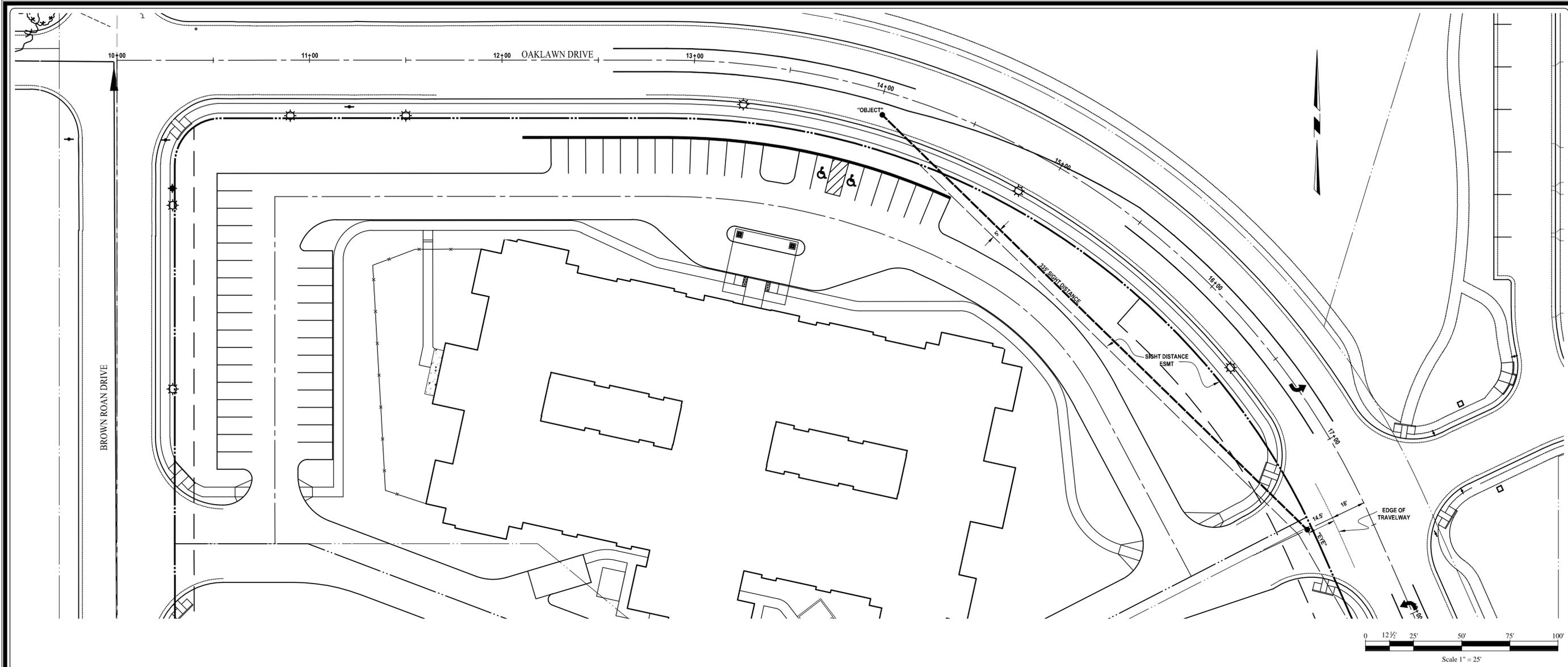


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POET'S WALK
AT
OAKLAWN MUC 2
ZONING MAP AMENDMENT
LOUDOUN COUNTY, VIRGINIA
TOWN OF LEESBURG

CONCEPTUAL SIGHT DISTANCE
PLAN AND PROFILE



Scale: 1" = 25' H
1" = 5' V

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