



COMMONWEALTH OF VIRGINIA
COUNTY OF HENRICO

Virgil R. Hazelett, P.E.
County Manager

November 16, 2004

Commonwealth Foundation For Cancer Research
c/o Ms. Beverly W. Armstrong
CCA Industries, Inc.
One James Center
901 E. Cary Street, Suite 1500
Richmond, VA 23219

Re: Conditional Rezoning Case C-18C-03

Dear Ms. Armstrong:

The Board of Supervisors at its meeting on November 9, 2004, granted your request to conditionally rezone property from A-1 Agricultural District, O-2C Office District (Conditional), B-2C Business District (Conditional), and B-3 Business District to B-2C Business District (Conditional), Parcels 741-761-2931, 741-761-3418, 741-761-8532, 741-761-8112, 741-761-4704, 741-760-5792, 741-761-4645 and part of Parcels 741-760-6979, 742-760-1598, 741-759-0697 and 741-760-8628, described as follows:

Parcels A and B

Beginning at a point in the northeast terminus of Three Chopt Road, from said of point of beginning along the south line of West Broad Street N73°33'01"E, a distance of 38.08' to a point; thence S76°31'06"E, a distance 283' to a point; thence S81°50'03"E, distance of 140.61' to a point; thence S76°31'06"E, a distance of 273' to a point; thence S13°28'54"W, a distance of 17' to a point; thence S76°31'06"E, a distance of 28' to a point; thence N13°28'54"E, a distance of 17' to a point; thence S76°31'06"E, a distance of 115.88' to a point; thence S76°22'25"E, a distance of 9.34' to a point; thence S13°37'35"W, a distance of 16' to a point; thence S76°22'25"E, a distance of 17' to a point; thence N13°37'35"E, a distance of 16' to a point; thence S76°22'25"E, a distance of 32.66' to a point; thence leaving the south line of West Broad Street S13°37'35"W, a distance of 393.86' to a point; thence N76°22'25"W, a distance of 141.52' to a point; thence along a curve to the left having a radius of 225', a length of 212.42' to a point; thence S49°32'05"W, a distance of 214.99' to a point; thence S48°02'00"W, a distance of 128.93' to a point; thence S24°21'02"W, a distance of 84.09' to a point; thence N64°36'35"W, a distance of 519.04' to a point in the east line of proposed John Rolfe Parkway; thence along the east line of proposed John Rolfe Parkway in a northerly direction along a curve to the left having a radius of 5769.58' and a length of 102.53' to a point; thence along a curve to the left

having a radius of 2439.51', a length of 282.62' to a point; thence N21°05'56"E, a distance of 20.70' to a point; thence N19°56'04"E, a distance of 251.18' to a point; thence N26°22'58"E, a distance of 3.98' to a point; thence N25°59'56"E, a distance of 58.90' to a point in the south line of West Broad Street and the point of beginning, containing 14.23 acres.

The Board of Supervisors accepted the following proffered conditions, dated November 9, 2004, which further regulates the above described property in addition to all applicable provisions of Chapter 24, Code of Henrico (Zoning Ordinance):

1. **Berm in Buffer on West Broad Street.** The required buffer area along West Broad Street shall consist of a berm at least two (2) feet in height, unless prohibited because of wetlands or floodplain area or as otherwise requested and specifically permitted at the time of Plan of Development.
2. **Best Management Practice.** Best Management Practice structures shall be located outside of the landscaped buffers along West Broad Street and John Rolfe Parkway, except as a landscaping amenity or water-related feature and if requested and specifically permitted at the time of Plan of Development. Any above-ground Best Management Practice structure shall include an aeration feature to move water within such structure.
3. **Vehicular Access.** Unless otherwise requested and specifically permitted at the time of Plan of Development, there shall be no more than one (1) vehicular access point to the Property from John Rolfe Parkway and one (1) vehicular access point to the Property from West Broad Street, which shall be at the main access to the property adjacent to the east (at the traffic signal), which access shall be shared.
4. **Prohibited Uses.** The following uses shall be prohibited on the Property:
 - a. flea markets;
 - b. laundromats and self-service dry-cleaning establishments;
 - c. gun shop, sales and repairs, except that such gun sales and repairs shall be permitted in a store that sells a variety of sporting goods;
 - d. establishments whose primary business is check cashing and/or the making of payday loans as defined and regulated by Sections 6.1-432 et seq. and 6.1-444 et seq. of the Code of Virginia (1950), in effect as of the date of the approvals of these proffers (the foregoing shall not preclude banks, savings and loans or similar financial institutions that are not regulated by the foregoing Virginia Code sections);

- e. lodge and fraternal organization;
- f. sign printing and painting shop;
- g. skating rinks (unless such ice skating areas are an amenity of the pedestrian-oriented shopping center), roller skating rinks, model racing tracks, electronic video game rooms, bingo halls and billiard parlors unless such billiard parlors are associated with a restaurant;
- h. restaurants with drive-thru windows (not to exclude, however, restaurants with dedicated parking spaces for the pick-up of carry-out food), unless otherwise requested and specifically permitted at the time of Plan of Development;
- i. funeral home; mortuary and/or undertaking establishment;
- j. parking lots, commercial (nothing herein shall preclude parking lots as an accessory use to a principally permitted use);
- k. adult business as defined in the Henrico County Zoning Ordinance;
- l. billboards;
- m. attention-getting devices;
- n. truck stops;
- o. bars, which for purposes of this restriction, shall mean a business establishment whose primary business is the sale of alcoholic beverages for on-premises consumption. This restriction shall not prohibit the sale of alcoholic beverages in restaurants as licensed by the Virginia Department of Alcoholic Beverage Control;
- p. dance halls;
- q. automobile sales, rental, repair, service or towing services;
- r. off-track betting parlors;
- s. outside storage or sales, exclusive of outdoor dining; and
- t. permanent on-site recycling collection facility.

5. **Multiple Users.** The Property shall in the aggregate contain multiple users rather than a single "big box" retailer. No single user shall exceed twenty-five thousand (25,000) square feet in size.
6. **Architectural Treatment for Parcel A.** The exposed portions of the exterior wall surfaces (front, rear and sides) of any buildings constructed within Parcel A shall be similar in high quality of construction and shall have compatible architectural design (incorporating compatible, but not necessarily the same, design elements, color and architectural styles). Buildings on Parcel A shall also have an architectural style and use design elements compatible with the "Area II Renderings" as defined in Proffer 33 of Case C-70C-03, which such renderings are conceptual in nature and are provided only as an illustration of the quality of the design and architectural style of such buildings.

All buildings constructed on Parcel A shall have exposed exterior walls (above finished grade) constructed primarily of masonry brick, stone, precast concrete, exterior insulating finishing systems (E.I.F.S.) and/or glass and may have varying amounts of these exterior materials or an equivalent permanent architecturally finished material, unless different architectural treatment and/or materials are requested and specifically permitted at the time of Plan of Development. Wood or composite siding, natural or cultured stone, marble, pre-cast or cast-in-place architectural concrete, exposed aggregate concrete, exterior insulating finish systems, and/or glass, or an equivalent, permanent, architecturally finished material may be utilized as accent materials on such buildings.

No building on Parcel A shall be covered with or have exposed to view any painted or unfinished concrete block, sheet or corrugated aluminum, iron and/or steel or other materials unless requested and specifically permitted at the time of Plan of Development.

Roof design shall be implemented so as to minimize building mass and offer variations in building appearance which shall include utilizing pitched roofs.

All buildings shall have exposed exterior walls (above finished grade and exclusive of architectural features, windows and doors) constructed of at least thirty-five (35) percent brick.

7. **Architectural Treatment for Parcel B.** The exposed portions of the exterior wall surfaces (front, rear and sides) of any buildings constructed within Parcel B shall be similar in high quality of construction and shall have compatible architectural design (incorporating compatible design elements, color and architectural styles) with the property that is the subject of Case C-70C-03 and not otherwise amended hereby.

All buildings constructed on Parcel B shall have exposed exterior walls (above finished grade) constructed primarily of masonry brick, stone, precast concrete, exterior insulating finishing systems (E.I.F.S.) and/or glass and may have varying amounts of these exterior materials or an equivalent permanent architecturally finished material, unless different architectural treatment and/or materials are requested and specifically permitted at the time of Plan of Development. Wood or composite siding, natural or cultured stone, marble, pre-cast or cast-in-place architectural concrete, exposed aggregate concrete, exterior insulating finish systems, and/or glass, or an equivalent, permanent, architecturally finished material may be utilized as accent materials on such buildings.

All buildings shall have exposed exterior walls (above finished grade and exclusive of architectural features, windows and doors) constructed of at least thirty-five (35) percent brick.

8. **Height.** Exclusive of elevator penthouses, basements, fire, bulkhead and parapet walls, domes, mechanical equipment and other features requested and specifically permitted at the time of Plan of Development, no building shall exceed two (2) stories in height.
9. **Cash Proffers.** Prior to the release of a building permit, a cash proffer of \$2.81 per square foot of any building constructed on the Property applicable to the proposed commercial development shall be paid to Henrico County. The cash proffer amount is subject to the Marshall Swift Building Cost Index increase adjustments between the date of the acceptance by the County of these Proffers and the date on which the cash proffer payment is made. The total cash proffer due and payable shall be reduced by the value (as determined by the Director of Public Works) of any off-site transportation infrastructure improvements and donation of right-of-way as permitted by the policy of the County. The amount paid is to be used by the County only for transportation projects of the County as approved by the Director of Public Works for the area of the County generally outlined on the attached Exhibit A ("EXHIBIT A") (see case file). Cash proffers not used for the purposes specified in this proffer shall be returned fifteen (15) years after receipt to the payor or its successor. If the County does not approve a policy of a cash proffer system for commercial development within one year from the date of the acceptance by the County of these Proffers, then the requirements of this Proffer shall thereafter automatically and immediately terminate and be of no further force and effect. In such a case, any amounts previously paid to the County shall be refunded to the payor or, at the direction of the payor, its successor.
10. **Parking Lot and Exterior Lighting.** Parking lot lighting standards within the Property shall not exceed twenty-five (25) feet in height as measured from the

grade of the lighting standard, except as otherwise permitted at the time of Plan of Development.

Parking lot lighting standards shall not exceed twenty (20) feet in height as measured from the grade of the lighting standard within three hundred (300) feet of the boundary line of the Property along West Broad Street or John Rolfe Parkway. Parking lot lighting on the Property shall be produced from concealed lighting sources to minimize the impact of such lighting on adjacent properties, unless otherwise permitted at the time of Plan of Development. Exterior light fixtures shall be produced from concealed sources of light unless other low intensity decorative ornamental fixtures such as gas style lamps are approved at the time of Plan of Development. Such lighting shall be reduced to no more than a security level following the close of business operations each day. At no time shall the parking lot lighting exceed one-half (1/2) footcandle at the right-of-way lines along John Rolfe Parkway or West Broad Street.

The exterior lighting on Parcel A shall be designed with a cohesive plan so that all exterior lighting shall use compatible design elements. The exterior lighting on Parcel B shall be designed with a cohesive plan with the property that is the subject of Case C-70C-03 and not otherwise amended hereby.

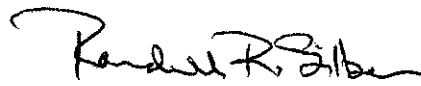
11. **Pedestrian/Vehicular Circulation.** Pedestrian circulation shall be provided throughout the Property. Except as required at the time of Plan of Development, such walkways along or on roads, parking areas and access areas used for motor vehicles on the Property shall be constructed of material different than such roads, parking areas and access areas. Such walkways may be constructed of, but not limited to, brick pavers, concrete, stamped concrete, aggregate concrete or other similar material. Pedestrian and vehicular circulation shall be coordinated with the property that is the subject of Case C-70C-03 (see case file).
12. **Site Coverage.** No more than seventy percent (70%) percent of the Property in the aggregate may be covered by buildings, parking areas and driveways.
13. **Underground Utility Lines.** All utility lines on the Property shall be underground, except for already existing utilities, junction boxes, meters, utility lines in wetland areas and utility lines required to be above ground by the utility company.
14. **Protective Covenants.** Prior to or concurrent with the conveyance of any part of the Property covered by a Plan of Development approved by Henrico County, Virginia (other than for the conveyance of easements, roads or utilities), the owner of the portion of the Property covered by such Plan of Development, or its successors and assigns, shall record a document in the Clerk's Office of the Circuit Court of Henrico County, Virginia, setting forth covenants that shall

provide for high standards of uniform maintenance (consistent with commercial "Class A" projects) of individual sites, common areas, open space, landscaping and private streets.

15. **Stone Mulch.** Aggregate stone media shall not be used as a mulch in any landscaped buffer area on the Property nor in any parking lot landscaping areas (including islands), unless otherwise requested and specifically permitted at the time of Plan of Development review.
16. **Severance.** The unenforceability, elimination, revision or amendment of any proffer set forth herein, in whole or in part, shall not affect the validity or enforceability of the other proffers or the unaffected part of any such proffer.
17. **Parking Lot Islands.** The parking aisle closest to West Broad Street shall include a landscaped island a minimum of every ten (10) spaces.
18. **Road Improvements.** The Owner of the Property shall provide at or prior to Plan of Development approval (i) land dedication and improvements to West Broad Street as necessary to construct a fourth, full east-bound lane commencing at the end of the planned John Rolfe Parkway improvements at or east of the intersection of the eastern right-of-way line of Three Chopt Road and the southern right-of-way line of West Broad Street, and running across the frontage of the Property terminating at the planned westernmost entrance to Englewood (opposite Brookhollow), and (ii) land dedication at the intersection of the eastern right-of-way line of John Rolfe Parkway and the southern right-of-way line of West Broad Street consistent with the current construction plans for John Rolfe Parkway.

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

Sincerely,



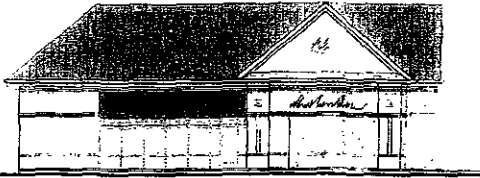
for Virgil R. Hazelett, P.E.
County Manager

Commercial Net Lease Realty Services, Inc.
November 16, 2004
Page 8

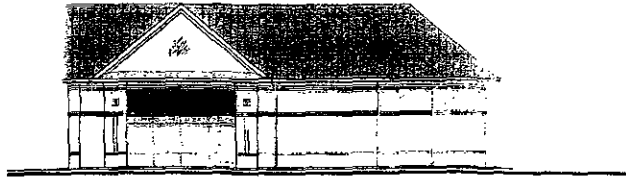
pc: Mr. Danny & Mrs. Diane Reid
Ms. Ruth I. Henley
The John J. and Ima M. Liesfeld Family, LLC
The County School Board of Henrico County, Virginia
Mr. James W. Theobald, Esquire
Director, Real Estate Assessment
Conditional Zoning Index



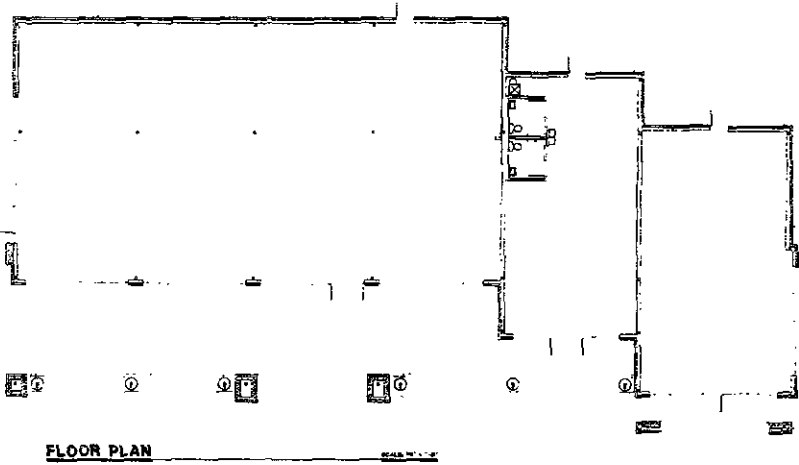
FRONT ELEVATION



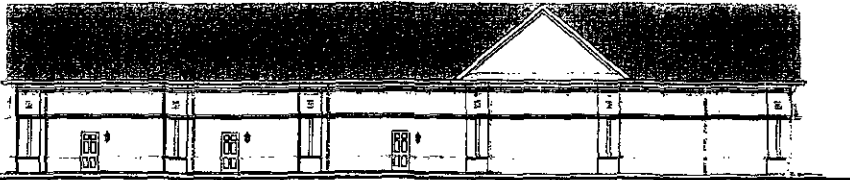
LEFT ELEVATION



RIGHT ELEVATION



FLOOR PLAN



REAR ELEVATION



FREEMAN
MURPHY &
ARCHITECTS

ONE EIGHT ONE
EIGHT EIGHT
EIGHT EIGHT

EXTERIOR ELEVATIONS AND FLOOR PLAN
ENGLEWOOD -- PROPOSED OUT PARCEL RETAIL
BROAD STREET AND INTERSTATE 64
HENRICO COUNTY, VIRGINIA

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