

County of
Goochland

A-1 to RTHC
10.6 Ac.

A-1*

PARCEL 2

PARCEL 1

A-1 to R-6C
38.5 Ac.

A-1*

A-1 to O-3C
16.6 Ac.

A-1 to B-2C
4.5 Ac.

W. BROAD ST

A-1*

Parcels or Portions thereof identified on this sheet
are within the West Broad Street Overlay District
and are subject to Special Regulation

C-18C-12

Zoning

Mixed Use Development

Three Chopt District

400

Feet



PS May 2012

Ref: 730-765-7288



COMMONWEALTH OF VIRGINIA
COUNTY OF HENRICO

Virgil R. Hazelett, P.E.
County Manager

November 2, 2012

Atack WB Investors, LLC
4191 Innslake Drive
Glen Allen, VA 23060

Re: Rezoning Case C-18C-12

Dear Mr. Atack:

This letter supersedes the letter dated October 16, to reflect corrected proffers.

The Board of Supervisors, at its meeting on October 9, 2012, approved your request to conditionally rezone from A-1 Agricultural District to B-2C Business District (Conditional) part of Parcel 730-765-7288 containing 4.5 acres located along the north line of W. Broad Street (U.S. Route 250) at the Goochland County line; from A-1 Agricultural District to O-3C Office District (Conditional) part of Parcels 730-765-7288, 730-766-8989, 731-766-6068, and 731-766-8757 containing 16.6 acres located along the north line of W. Broad Street (U.S. Route 250) approximately 730' east of the Goochland County line; from A-1 Agricultural District to R-6C General Residence District (Conditional) part of Parcels 730-766-8989, 731-766-6068, 731-766-8757, and 730-765-7288 containing 38.5 acres located on the north line of W. Broad Street (U.S. Route 250) bounded by the Goochland County line to the west and Interstate 64 to the north; and from A-1 Agricultural District to RTHC Residential Townhouse District (Conditional) part of Parcel 730-766-8989 containing 10.6 acres located 1,000' north of the north line of W. Broad Street (U.S. Route 250) bounded by the Goochland County line to the west and Interstate 64 to the north, described as follows:

RTHC

Commencing at a point on the north right-of-way line of West Broad Street, said point being 875.86' west of the west line of Cold Hill Lane; thence along said north right-of-way line of West Broad Street, the following courses and distances: N 75°14'34" W, 69.33 feet to a point; N 14°45'26" E, 23.00 feet to a point; N 75°14'34" W, 23.00 feet to a point; S 14°45'26" W, 23.00 feet to a point; N 75°14'34" W, 67.00 feet to a point; S 14°45'26" W, 2.00 feet to a point; N 75°14'34" W, 1099.22 feet to a point on the County line between Henrico County and Goochland County; thence leaving said north right-of-way line of West Broad Street and along said County line, N 3°28'51" E, 504.44 feet to a point; thence continuing along said County line, N 70°55'38" W, 1.71 feet to a point; thence, continuing along said County line N 16°56'35" E, 498.93 feet to the true and actual point of beginning; thence, N 16°56'35" E, 1164.29 feet to a point on the south right-of-way line of Interstate Route 64; thence, along said right-of-way, S 56°35'31" E, 58.05 feet to a point; thence, continuing along said right-of-way, S 58°49'01" E, 330.89 feet to a point; thence, continuing along said right-of-way, S 61°27'05" E, 264.49 feet to a point; thence, continuing along said right-of-way, along a non-tangent curve to the left having a radius of 17298.26 feet, a central angle of 00°03'07", a tangent length of 7.85 feet, the long chord of which bears

S 58°07'41" E for a distance of 15.71 feet with a radial line in of N 31°53'53" E and a radial line out of S 31°50'45" W for an arc length of 15.71 feet to a point; thence, leaving said right-of-way, along a non-tangent curve to the right having a radius of 4276.83 feet, a central angle of 10°08'58", a tangent length of 379.80 feet, the long chord of which bears S 41°26'49" W for a distance of 756.61 feet with a radial line in of N 53°37'40" W and a radial line out of S 43°28'42" E for an arc length of 757.60 feet to a point; thence, along a non-tangent curve to the right having a radius of 886.38 feet, a central angle of 30°25'14", a tangent length of 241.00 feet, the long chord of which bears S 63°20'48" W for a distance of 465.11 feet with a radial line in of N 41°51'49" W and a radial line out of S 11°26'35" E for an arc length of 470.61 feet to the true and actual point of beginning and containing 459,627 square feet or 10.6 acres of land.

O-3C

Beginning at a point on the north right-of-way line of West Broad Street, said point being 875.86' west of the west line of Cold Hill Lane and being the true and actual point of beginning; thence along said north right-of-way line of West Broad Street the following courses and distances: N 75°14'34" W, 69.33 feet to a point; N 14°45'26" E, 23.00 feet to a point; N 75°14'34" W, 23.00 feet to a point; S 14°45'26" W, 23.00 feet to a point; N 75°14'34" W, 67.00 feet to a point; S 14°45'26" W, 2.00 feet to a point; N 75°14'34" W, 383.61 feet to a point; thence, leaving said right-of-way, N 13°52'18" E, 237.58 feet to a point; thence, N 75°11'25" W, 340.02 feet to a point; thence, N 14°25'54" E, 357.42 feet to a point; thence, N 45°11'41" E, 38.74 feet to a point; thence, S 76°51'40" E, 242.84 feet to a point; thence, N 43°51'38" E, 287.44 feet to a point; thence, S 76°23'27" E, 891.61 feet to a point; thence, S 15°47'49" W, 219.29 feet to a point; thence, S 82°57'46" W, 499.13 feet to a point; thence, S 07°36'14" W, 501.88 feet to the true and actual point of beginning and containing 724,143 square feet or 16.6 acres of land.

R-6C Parcel 1

Commencing at a point on the north right-of-way line of West Broad Street, said point being 875.86' west of the west line of Cold Hill Lane; thence, along said north right-of-way line of West Broad Street, the following courses and distances: N 75°14'34" W, 69.33 feet to a point; N 14°45'26" E, 23.00 feet to a point; N 75°14'34" W, 23.00 feet to a point; S 14°45'26" W, 23.00 feet to a point; N 75°14'34" W, 67.00 feet to a point; S 14°45'26" W, 2.00 feet to a point; N 75°14'34" W, 383.61 feet to a point; thence, leaving said right-of-way, N 13°52'18" E, 237.58 feet to a point; thence, N 75°11'25" W, 340.02 feet to the true and actual point of beginning; thence, N 57°21'09" W, 124.60 feet to a point; thence, N 67°33'47" W, 319.79 feet to a point; thence, N 03°28'51" E, 179.29 feet to a point; thence, N 70°55'38" W, 1.71 feet to a point; thence, N 16°56'35" E, 498.93 feet to a point; thence, along a non-tangent curve to the left having a radius of 886.38 feet, a central angle of 30°25'14", a tangent length of 241.00 feet, the long chord of which bears N 63°20'48" E for a distance of 465.11 feet with a radial line in of N 11°26'35" W and a radial line out of S 41°51'49" E for an arc length of 470.61 feet to a point; thence, S 78°12'53" E, 737.85 feet to a point; thence, S 12°54'43" W, 203.33 feet to a point; thence, S 75°40'13" E, 86.02 feet to a point; thence, S 14°04'36" W, 243.47 feet to a point; thence, N 76°23'27" W, 327.83 feet to a point; thence, S 43°51'38" W, 287.44 feet to a point; thence, N 76°51'40" W, 242.84 feet to a point; thence, S 45°11'41" W, 38.74 feet to a point; thence, S 14°25'54" W, 357.42 feet to the true and actual point of beginning and containing 783,663 square feet or 18.0 acres of land.

R-6C Parcel 2

Commencing at a point on the north right-of-way line of West Broad Street, said point being 875.86' west of the west line of Cold Hill Lane; thence, leaving said right-of-way line, N 7°36'14" E, 501.88 feet to a point; thence, N 82°57'46" E, 499.13 feet to a point; thence, N 15°47'49" E, 219.29 feet to the true and actual point of beginning; thence, N 76°23'27" W, 563.78 feet to a point; thence, N 14°04'36" E, 243.47 feet to a point; thence, N 75°40'13" W, 86.02 feet to a point; thence, N 12°54'43" E, 203.33 feet to a point; thence, N 78°12'53" W, 737.85 feet to a point; thence, along a non-tangent curve to the left having a radius of 4276.83 feet, a central angle of 10°08'58", a tangent length of 379.80 feet, the long chord of which bears N 41°26'49" E for a distance of 756.61 feet with a radial line in of N 43°28'42" W and a radial line out of S 53°37'40" E for an arc length of 757.60 feet to a point on the south right-of-way line of Interstate Route 64; thence, along said right-of-way, along a non-tangent curve to the left having a radius of 17298.26 feet, a central angle of 02°53'26", a tangent length of 436.46 feet, the long chord of which bears S 59°35'58" E for a distance of 872.63 feet with a radial line in of N 31°50'45" E and a radial line out of S 28°57'19" W for an arc length of 872.73 feet to a point; thence, continuing along said right-of-way, S 57°35'32" E, 136.18 feet to a point; thence, continuing along said right-of-way, S 66°13'50" E, 101.47 feet to a point; thence, leaving said right-of-way, S 15°47'49" W, 780.13 feet to the true and actual point of beginning and containing 894,206 square feet or 20.5 acres of land.

B-2C

Commencing at a point on the north right-of-way line of West Broad Street, said point being 875.86' west of the west line of Cold Hill Lane; thence along said north right-of-way line of West Broad Street the following courses and distances: N 75°14'34" W, 69.33 feet to a point; N 14°45'26" E, 23.00 feet to a point; N 75°14'34" W, 23.00 feet to a point; S 14°45'26" W, 23.00 feet to a point; N 75°14'34" W, 67.00 feet to a point; S 14°45'26" W, 2.00 feet to a point; N 75°14'34" W, 383.61 feet to a point to the true and actual point of beginning; thence, continuing along said right-of-way, N 75°14'34" W, 715.61 feet to a point; thence, leaving said right-of-way, N 03°28'51" E, 325.15 feet to a point; thence, S 67°33'47" E, 319.79 feet to a point; thence, S 57°21'09" E, 124.60 feet to a point; thence, S 75°11'25" E, 340.02 feet to a point; thence, S 13°52'18" W, 237.58 feet to the true and actual point of beginning and containing 195,886 square feet or 4.5 acres of land.

The Board of Supervisors accepted the following proffered conditions, dated October 8, 2012, which further regulate the above described property in addition to all applicable provisions of Chapter 24, Code of Henrico (Zoning Ordinance):

Only the following uses shall be permitted on the subject property:

APPLICABLE TO ALL

1. **Conceptual Master Plan.** Development of the Property shall be in general conformance with the Conceptual Master Plan attached hereto as "Exhibit A" entitled "Atack-West Broad Conceptual Plan" prepared by Cite Design, dated August, 2012 (the "Master Plan"), (see case file) which Master Plan is conceptual in nature and

may vary in detail, unless otherwise requested and specifically approved at the time of Plan of Development and/or subdivision review.

2. **Protective Covenants.** Prior to or concurrent with the final approval of the initial Plan of Development and/or subdivision for any tract, a document setting forth covenants (the "Covenants") shall be recorded in the Clerk's Office of the Circuit Court of Henrico County, Virginia (the "County") setting forth controls on the development and maintenance of such tract and establishing an owners' association (the "Association"). A master Association may be established for the entire Property, provided a separate Association may, but shall not be required to, be applicable to any particular tract or combination of tracts. The Covenants shall provide for high standards of uniform maintenance (consistent with commercial "Class A" and high end residential projects) of individual sites, common areas, open space, landscaping and private streets. The Association shall establish uniform rules related to the standards for approval by the Association of improvements within a particular tract, including, but not limited to, construction of any buildings and other structures and signage.
3. **Pedestrian Areas/Sidewalks.** There shall be pedestrian walkways and amenities designed throughout the Property within and connecting various tracts, which amenities shall include the following items: landscaped and natural areas, pedestrian gathering areas, street furniture, benches, accessory picnic areas, pedestrian lighting and pedestrian access ways connecting to sidewalks and walking areas within and adjoining various tracts. The divided main entrance road (the "Entrance Road") and the road accessing the RTHC Property shall have sidewalks on at least one side of said roads.
4. **Underground Utilities.** All utility lines on the Property shall be underground, except for junction boxes, meters, existing and/or relocated existing overhead utility lines and lines in wetland areas. Electrical junction boxes and meters shall be screened from public view at ground level at the perimeter of the tract with use of a wall, fencing, landscaping, or such other method as may be approved at the time of Plan of Development and/or subdivision review.
5. **Best Management Practice.** Best Management Practice structures shall be located outside of any landscaped buffer within the Property, except as a landscaping amenity or water-related feature and if requested and specifically permitted by the Director of Planning or the Planning Commission at the time of subdivision and/or Plan of Development review for any tract. Any above-ground wet Best Management Practice structure shall include an aeration feature to move water within such structure.
6. **Conservation Areas.** Notwithstanding the uses permitted and regulated by the zoning of the Property, such portion(s) of the Property which lie within a one hundred (100) year flood plain as determined by definitive engineering studies approved by the Department of Public Works, and/or such portion(s) of the Property which may be inundated by waters impounded to a maximum elevation determined in a controlled, regulated manner by a structure or structures approved by the Department of Public Works, may only be used for the following purposes:

- a. Stormwater management and/or retention areas;
- b. Ponds, lakes and similar areas intended as aesthetic and/or recreational amenities and/or wildlife habitats;
- c. Access drives, utility easements, signage, walkways and recreational facilities installed in a manner to minimize their impacts; and
- d. Such additional uses to the uses identified in (a), (b) and (c) above as may be deemed compatible and of the same general character by the Planning Administrator (Director of Planning) pursuant to Chapters 19 and 24 of the County Code (the "Zoning Ordinance").

The Owner shall, prior to Plan of Development and/or subdivision approval for areas that include such flood plain, apply to rezone such portions of the Property to a C-1 Conservation District.

The location and limits of such portion(s) of said Property shall be established by Plan(s) of Development and/or subdivision plats approved pursuant to the Zoning and/or Subdivision Ordinance.

7. **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.
8. **Access to the East.** The Entrance Road shall be constructed to the eastern line of the Property as generally shown on the Master Plan (see case file). If ever determined by the County Traffic Engineer that no access will be available or desired to the east, this connection may be deleted.
9. **Street Trees.** The Entrance Road and the easternmost access road from West Broad Street shall have trees planted on both sides of the roads at an average spacing of fifty (50) feet between trees. Actual plantings shall be depicted on a street tree plan to be approved at the time of Plan of Development or Landscape Plan approval.
10. **Transportation Improvements.** To mitigate the impact of development on the Property and subject to the provisions below, the developer shall construct certain road improvements consisting of the following:
 - a. Western-Most Access:
 - i. full cost of traffic signalization;
 - ii. install a 200 foot right turn lane with a 100 foot taper on westbound U.S. Route 250 for traffic entering the Property;
 - iii. provide dual left turn lanes from eastbound West Broad Street entering the Property; and

- iv. provide three egress lanes exiting the Property comprised of a single right turn lane and two left turn lanes;

b. Eastern-Most Access:

- i. install a 200 foot right turn lane with a 100 foot taper on westbound U.S. Route 250 for traffic entering the Property;
- ii. provide one ingress lane entering the Property; and
- iii. provide two egress lanes exiting the Property, a right turn lane and a left turn lane.

Dedication to VDOT, free and unrestricted, of any additional right-of-way (or easements) required for the improvements identified above. Should the dedicated property not be utilized within thirty (30) years of the date of the dedication, title to the dedicated property will revert to the applicant or its successors in interest.

- 11. **Transportation Phasing Plan.** Prior to any Plan of Development or subdivision approval, a phasing plan for the required roadway improvements, as identified in Proffered Condition 10, shall be submitted to and approved by the Department of Public Works and VDOT. Notwithstanding the foregoing, the Entrance Road and the eastern-most access road shall be constructed prior to the issuance of any Certificates of Occupancy for the R-6C Parcel 2 multi-family rental units.

APPLICABLE TO B-2C ZONED PARCELS

- 12. **Exterior Materials/Architecture.** The exposed portion of each exterior wall surface (front, rear and sides) of any building (excluding rooftop screening materials for mechanical equipment) shall be similar to the exposed portions of other exterior walls of such building in architectural treatment and materials. Any building shall have exposed exterior walls (above finished grade and exclusive of trim) of brick, glass, E.I.F.S., stone, stone veneer, split face block, cementitious, composite-type siding, architectural-grade metal panels, or a combination of the foregoing, unless different architectural treatment and/or materials are specifically approved with respect to the exposed portion of any such wall, at the time of Plan of Development. A minimum of forty (40) percent of each façade of buildings which face West Broad Street, excluding windows, doors, breezeways, gables and architectural design features, shall be of brick, stone or stone veneer construction. No building shall be covered with or have exposed to view any painted or unfinished concrete block, or industrial-grade metal, unless otherwise specifically approved at the time of Plan of Development. Any sloped roofs shall be constructed of slate, simulated slate, standing seam metal or textured fiberglass shingles or cedar shakes, concrete or composition shingles. Any canopies over fuel pumps shall be of the same architectural design and materials as the principal building and any lighting over any fuel pumps shall be recessed, flat lens fixtures. The B-2C Property buildings shall be generally complementary in design and materials with the O-2C Property buildings as proffered herein, unless otherwise specifically approved at the time of Plan of

Development. The standard of compatibility may be met through scale, materials, forms, and/or colors. Retail users will be permitted to include prototypical or corporate identification architectural elements in the design of their building or space.

13. **Parking Lot Lighting.** Parking lot lighting fixtures shall not exceed twenty (20) feet in height as measured from the grade at the base of the lighting standard, unless otherwise requested, described and specifically approved, or if required, at the time of Plan of Development. Lighting shall be directed to minimize glare on public roads and adjacent properties. Direct embedded light poles and standards shall be prohibited.
14. **Prohibited Uses.** The following uses shall be prohibited:
 - a. billiard, bagatelle, video game or a bingo parlor;
 - b. flea markets or antique auctions;
 - c. billboards;
 - d. recycling facilities;
 - e. funeral homes, mortuaries, crematories and/or undertaking establishments;
 - f. dance halls;
 - g. truck stops;
 - h. gun shop, sales and repair;
 - i. parking garages or commercial parking lots as a principal use;
 - j. sign painting shops;
 - k. free-standing communication towers;
 - l. car washes as a principal use;
 - m. car title loan operations;
 - n. adult businesses as defined by Section 24-3 of the Henrico County Code;
 - o. establishments whose primary business is check cashing and/or the making of payday loans as defined and regulated by Sections 6.2-2100 et seq. and 6.2-1800 et seq. of the Code of Virginia (the foregoing shall not preclude banks, savings and loans or similar financial institutions that are not regulated by the foregoing Virginia Code sections);
 - p. 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;
 - q. automotive filling and service stations including towing service, not to exclude convenience food store or similar use with fuel pumps.
 - r. there shall be no more than one convenience food store with fuel pumps and no more than one restaurant with a drive-through window on the B-2C Property.
15. **Refuse Containers/Trash Receptacles/Recycling Activities.** Dumpsters, trash receptacles, not including convenience cans, and recycling receptacles shall be screened from public view with masonry enclosures compatible with the architectural design of the retail buildings at ground level at the B-2C Property lines as approved at the time of Plan of Development. The gates and doors on the masonry refuse screens shall be of a substantial and durable material as determined at the time of

Plan of Development. Support posts, gate frames, hinges and latches shall be of a sufficient size and strength to allow the gates to function without sagging or becoming a visual eyesore as determined at the time of Plan of Development. The number of refuse containers shall be adequate for the development as determined at the time of Plan of Development. Convenience cans shall be within or part of a decorative container.

16. **Mechanical Equipment.** Mechanical equipment shall be screened from public view at ground level at the B-2C Property lines as approved at the time of Plan of Development.

APPLICABLE TO O-3C ZONED PARCELS

17. **Loading Docks.** Loading docks shall be screened from public view at ground level at the O-3C Property lines, as approved at the time of Plan of Development review by use of a masonry or split-face screening wall or other architectural feature similar to the exterior material as the building on which it is located, landscaping, or such other method as may be approved at the time of Plan of Development review.
18. **Exterior Materials: Elevations.** Development of the O-3C Property shall be in general conformance with the architectural appearance shown on the elevations attached hereto as Exhibit B, Pages 1-3 entitled "MOB & Office Elevation Examples", (see case file) unless otherwise requested and specifically approved at the time of Plan of Development. The exposed portion of each exterior wall surface (front, rear and sides) of any building (excluding rooftop screening materials for mechanical equipment) shall be similar to the exposed portions of other exterior walls of such building in architectural treatment and materials. Any building shall have exposed exterior walls (above finished grade and exclusive of trim) of brick, glass, E.I.F.S., stone, stone veneer, split face block, cementitious, composite-type siding, architectural-grade metal panels or a combination of the foregoing, unless different architectural treatment and/or materials are specifically approved with respect to the exposed portion of any such wall, at the time of Plan of Development. A minimum of forty (40) percent of each façade of buildings which face West Broad Street, excluding windows, doors, breezeways, gables and architectural design features, shall be of brick, stone, or stone veneer construction. No building shall be covered with or have exposed to view any painted or unfinished concrete block, or industrial-grade metal, unless otherwise specifically approved at the time of Plan of Development. Any sloped roofs shall be constructed of slate, simulated slate, standing seam metal or textured fiberglass shingles or cedar shakes, concrete or composition shingles.
19. **Parking Lot Lighting.** Parking lot lighting fixtures shall not exceed twenty (20) feet in height as measured from the grade at the base of the lighting standard, unless otherwise requested, described and specifically approved, or if required, at the time of Plan of Development. Lighting shall be directed to minimize glare on public roads and adjacent properties. Direct embedded light poles and standards shall be prohibited.

20. **Refuse Containers/Trash Receptacles/Recycling Activities.** Dumpsters, trash receptacles, not including convenience cans, and recycling receptacles shall be screened from public view with masonry enclosures compatible with the architectural design of the office buildings at ground level at the O-3C Property lines as approved at the time of Plan of Development. The gates and doors on the masonry refuse screens shall be of a substantial and durable material as determined at the time of Plan of Development. Support posts, gate frames, hinges and latches shall be of a sufficient size and strength to allow the gates to function without sagging or becoming a visual eyesore as determined at the time of Plan of Development. The number of refuse containers shall be adequate for the development as determined at the time of Plan of Development. Convenience cans shall be within or part of a decorative container
21. **Mechanical Equipment.** Mechanical equipment shall be screened from public view at ground level at the O-3C Property lines as approved at the time of Plan of Development.
22. **Prohibited Use.** Funeral homes and undertaking establishments shall be prohibited.

**APPLICABLE TO R-6C PARCEL 1 FOR
CONDOMINIUMS AND/OR TOWNHOMES**

23. **Minimum Sizes.** The minimum finished floor area of each home shall be 1390 square feet.
24. **Architectural Treatment.** Any homes constructed on R-6C Parcel 1 shall be generally in conformance with the elevations attached hereto as Exhibit C, Pages 1-7 entitled 'Parcel 1 — Proposed Condominium & Townhome Elevations' (Pages 1-3 are "Revised 8/09/12"), (see case file) unless requested and approved by the Director of Planning at the time of Plan of Development Review.
25. **Building Materials.** All buildings shall have exposed exterior walls (above grade and exclusive of trim) of stone, stone veneer, brick, hardi-plank, or a combination of the foregoing unless different architectural treatment and/or materials are specifically approved with respect to the exposed portion of any such wall, at the time of Plan of Development review. A minimum of thirty-five (35) percent in the aggregate, of the exterior portions of the front building wall surfaces of each building, excluding windows, doors, breezeways, gables and architectural design features, shall be of brick, stone or stone veneer construction. The ends of units of any townhouse or condominium building that are parallel and adjacent to the Entrance Road shall contain a minimum of two (2) windows.
26. **Foundations.** All finished floor areas, except basements, shall be constructed above grade or give the appearance of being constructed above grade. The exterior portions of all residential foundations, including the exterior portion of foundations below the first floor level which is visible above grade, shall be constructed of brick, stone or stone veneer. There shall be a minimum vertical height of twelve (12)

inches of brick, stone or stone veneer above grade utilized on slab-on-grade foundations to present the appearance of a crawl space.

27. **Cantilevering.** There shall be no cantilevered chimneys or closets. Any first floor cantilevered items shall be limited to box or bay-type windows only, shall not extend beyond a maximum of twenty-four (24) inches from the predominant plane of the side of the home, nor shall the bottom be less than three (3) feet above the grade level below. Any usable floor space on the first floor such as breakfast nooks shall not be cantilevered. Items on the second floor such as balconies, decks, box or bay-type windows may be cantilevered, but shall include decorative corbels. The exposed portions of all fireplace chimneys shall be of brick or stone.
28. **Sound Suppression.** Interior walls between homes shall have a minimum sound transmission coefficient rating of 54. A cross-sectional detail, reviewed and approved by a certified architect or engineer as to the methodology to accomplish the sound coefficient rating, shall be included in the building permit application.
29. **Garages.** Each home shall have a minimum of a one (1) car attached, rear-loaded garage.
30. **Driveways.** All driveways directly serving individual homes shall be constructed of concrete, aggregate materials, brick or stone pavers.
31. **Marketing.** All homes shall be marketed for sale as "Owner-occupied".
32. **Private Streets.** Prior to issuance of a permanent Certificate of Occupancy for any home, the developer shall provide the Planning Department certification from a licensed engineering firm that the roadways within the development were constructed according to the approved plan and in compliance with Henrico County road design standards and specifications, to include proper compaction of sub-base soils, utility trenches, base stone and asphalt, but excluding road widths, turning radii, cross over and entrance spacing, sight distance and vertical curves, or a bond in an amount satisfactory to the Director of the Department of Public Works shall be provided to Henrico County for items not yet completed. The internal roads within the R-6C Parcel 1 Property shall be private and shall be maintained by the Homeowners Association.
33. **Street Lights.** Street lights shall be provided and shall not exceed sixteen (16) feet in height. The street lights shall be non-glare and residential in character.
34. **Condominium Act.** Any condominiums constructed on the R-6C Parcel 1 Property shall be submitted to the Virginia Condominium Act.
35. **Density.** There shall be no more than one hundred seventy eight (178) residential units developed on R-6C Parcel 1. Subject to the foregoing limitation on density, the line between R-6C Parcels 1 and 2 and the proffers respectively applicable thereto, may be shifted within the overall R-6 zoning parcels.

36. **Units in a Row.** There shall be no more than eight (8) residential units developed in a row on the R-6C Parcel 1 Property.

APPLICABLE TO R-6C PARCEL 2 FOR MULTI-FAMILY RENTAL

37. **Architectural Treatment.** Multi-family buildings constructed on the R-6C Parcel 2 Property shall be generally in conformance with the elevations attached hereto as Exhibit D entitled "Illustrative Rendering Atack WB Investors — Parcel 2 Multi-Family, Henrico County, Virginia" (see case file) except that buildings may be 3, 4 or 5 stories in height, or a combination thereof, unless requested and approved by the Director of Planning at the time of Plan of Development Review.
38. **Building Materials.** All buildings shall have exposed exterior walls (above grade and exclusive of trim) of stone, stone veneer, brick, hardi-plank, or a combination of the foregoing unless different architectural treatment and/or materials are specifically approved with respect to the exposed portion of any such wall, at the time of Plan of Development review. A minimum of thirty-five (35) percent in the aggregate, of the exterior portions of the front building wall surfaces of each building, excluding windows, doors, breezeways, gables and architectural design features, shall be of brick, stone or stone veneer construction.
39. **Cantilevering.** There shall be no cantilevered chimneys or closets. Any first floor cantilevered items shall be limited to box or bay-type windows only, shall not extend beyond a maximum of twenty-four (24) inches from the predominant plane of the side of the home, nor shall the bottom be less than three (3) feet above the grade level below. Any usable floor space on the first floor such as breakfast nooks shall not be cantilevered. Items on the second floor such as balconies, decks, box or bay-type windows may be cantilevered, but shall include decorative corbels. The exposed portions of all fireplace chimneys shall be of brick or stone.
40. **Sound Suppression.** Any unit within R-6C Parcel 2 that is within 300 feet of Interstate 64 shall be designed to have an average interior decibel level that does not exceed 45 DBA. A sound engineer shall certify (with an appropriate seal) that all such units were appropriately designed so that the average interior decibel level shall not exceed 45 DBA. Any walls between units within R-6C Parcel 2 shall be designed to have a minimum sound transmission coefficient rating of 50. A cross section detail, reviewed and approved by a certified architect or engineer as to the methodology accomplishing the sound transmission coefficient rating, shall be included in the building permit application.
41. **Private Streets.** Prior to issuance of a permanent Certificate of Occupancy for any unit, the developer shall provide the Planning Department certification from a licensed engineering firm that the roadways within the development were constructed according to the approved plan and in compliance with Henrico County road design standards and specifications, to include proper compaction of sub-base soils, utility trenches, base stone and asphalt, but excluding road widths, turning radii, cross over and entrance spacing, sight distance and vertical curves, or a bond in an amount satisfactory to the Director of the Department of Public Works shall be provided to Henrico County for items not yet completed. The internal roads within the

R-6C Parcel 2 Property shall be private and shall be maintained by the Homeowners Association.

42. **Parking Lot Lighting.** Parking lot lighting fixtures shall not exceed twenty (20) feet in height as measured from the grade at the base of the lighting standard, unless otherwise requested, described and specifically approved, or if required, at the time of Plan of Development. Lighting shall be directed to minimize glare on public roads and adjacent properties. Direct embedded light poles and standards shall be prohibited.
43. **Unit Size: Number of Bedrooms.** One bedroom units shall contain a minimum of eight hundred (800) square feet of finished floor area each, with the total number of one bedroom units not to exceed forty percent (40%) of the total number of dwelling units on R-6C Parcel 2. Two bedroom units shall contain a minimum of nine hundred (900) square feet of finished floor area each. Three bedroom units shall contain a minimum of one thousand one hundred (1,100) square feet of finished floor area each, with the total number of three bedroom units not to exceed twenty-five percent (25%) of the total number of dwelling units on R-6C Parcel 2.
44. **Recreational Amenities.** Recreational amenities containing at a minimum a clubhouse, a pool, a fitness center and a playground shall be provided no later than the issuance of a Certificate of Occupancy for the one hundredth (100th) unit on the R-6C Parcel 2 Property unless otherwise requested and approved by the Planning Commission at the time of Plan of Development and/or subdivision review. Such amenities shall be available to the residents of the other residential parcels on such terms as promulgated by the master Association
45. **Density.** There shall be no more than three hundred twenty (320) residential units developed on R-6C Parcel 2. Subject to the foregoing limitation on density, the line between R-6C Parcels 1 and 2 and the proffers respectively applicable thereto, may be shifted within the overall R-6 zoning parcels.

APPLICABLE TO RTHC-ZONED PARCEL

46. **Minimum Sizes.** The minimum finished floor area of each home shall be 1390 square feet.
47. **Architectural Treatment.** Any condominiums constructed on the RTHC Property shall be generally in conformance with the elevations attached hereto as (i) Exhibit C and/or (ii) Exhibit E, Pages 1-3 entitled "RTHC Parcel — Proposed Townhome Elevations — Revised 8/09/12" (see case file) unless requested and approved by the Director of Planning at the time of Plan of Development Review.
48. **Building Materials.** All buildings shall have exposed exterior walls (above grade and exclusive of trim) of stone, stone veneer, brick, hardi-plank, or a combination of the foregoing unless different architectural treatment and/or materials are specifically approved with respect to the exposed portion of any such wall, at the time of Plan of Development review. A minimum of thirty-five (35) percent in the aggregate, of the exterior portions of the front building wall

surfaces of each building, excluding windows, doors, breezeways, gables and architectural design features, shall be of brick, stone or stone veneer construction.

49. **Foundations.** All finished floor areas, except basements, shall be constructed above grade or give the appearance of being constructed above grade. The exterior portions of all residential foundations, including the exterior portion of foundations below the first floor level which is visible above grade, shall be constructed of brick, stone or stone veneer. There shall be a minimum vertical height of twelve (12) inches of brick, stone or stone veneer above grade utilized on slab-on-grade foundations to present the appearance of a crawl space.
50. **Cantilevering.** There shall be no cantilevered chimneys or closets. Any first floor cantilevered items shall be limited to box or bay-type windows only, shall not extend beyond a maximum of twenty-four (24) inches from the predominant plane of the side of the home, nor shall the bottom be less than three (3) feet above the grade level below. Any usable floor space on the first floor such as breakfast nooks shall not be cantilevered. Items on the second floor such as balconies, decks, box or bay-type windows may be cantilevered, but shall include decorative corbels. The exposed portions of all fireplace chimneys shall be of brick or stone.
51. **Sound Suppression.** Interior walls between homes shall have a minimum sound transmission coefficient rating of 54. Exterior walls parallel and adjacent to Interstate 64 shall be standard construction, with the addition of an RC-1 sound attenuation channel creating a ½" dead air space. Windows installed in these walls will have a minimum sound transmission coefficient rating of 32. A cross-sectional detail, reviewed and approved by a certified architect or engineer as to the methodology to accomplish the sound coefficient rating, shall be included in building permit application.
52. **Garages.** Each home shall include a minimum of a one (1) car attached garage.
53. **Driveways.** All driveways directly serving homes shall be constructed of concrete, aggregate materials, brick or stone pavers.
54. **Marketing.** All homes shall be marketed for sale as "Owner-occupied".
55. **Private Streets.** Prior to issuance of a permanent Certificate of Occupancy for any home, the developer shall provide the Planning Department certification from a licensed engineering firm that the roadways within the development were constructed according to the approved plan and in compliance with Henrico County road design standards and specifications, to include proper compaction of sub-base soils, utility trenches, base stone and asphalt, but excluding road widths, turning radii, cross over and entrance spacing, sight distance and vertical curves, or a bond in an amount satisfactory to the Director of the Department of Public Works shall be provided to Henrico County for items not yet completed. The internal roads within the RTHC Property shall be private and shall be maintained by the Homeowners Association.

56. **Street Lights.** Street lights shall be provided and shall not exceed sixteen (16) feet in height. The street lights shall be non-glare and residential in character.
57. **Condominium Act.** Any condominiums constructed on the RTHC Property shall be submitted to the Virginia Condominium Act.
58. **Density.** There shall be no more than seventy eight (78) residential units developed on the RTHC Property.

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

Sincerely,


Virgil R. Hazelett, P.E.
County Manager

pc: James W. Theobald, Esq.
Tiffany S. Hinton, Ph.D., Dir. Research and Planning-Henrico County Public Schools
Director, Real Estate Assessment
Conditional Zoning Index

Atack - West Broad

Conceptual Plan



EXHIBIT A

C-18C-12

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Site Features

① nature trail

② nature preserve & wetlands

③ drainage preserve

④ clubhouse

⑤ linear park

⑥ scenic overlook

⑦ lakeside plaza

⑧ trails

⑨ linear park

⑩ pocket park

⑪ sidewalks

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- The context map shows the project location within the Henrico, VA area. It highlights the project site (indicated by a red dot) and surrounding roads, including Interstate 64 and Broad Street. The map also shows nearby landmarks and the project's proximity to the city center.
- Prepared For:

ATAK
PROPERTIES

citedesign
www.cite-design.com

EXHIBIT B – PAGE 1
MOB & OFFICE ELEVATION EXAMPLES

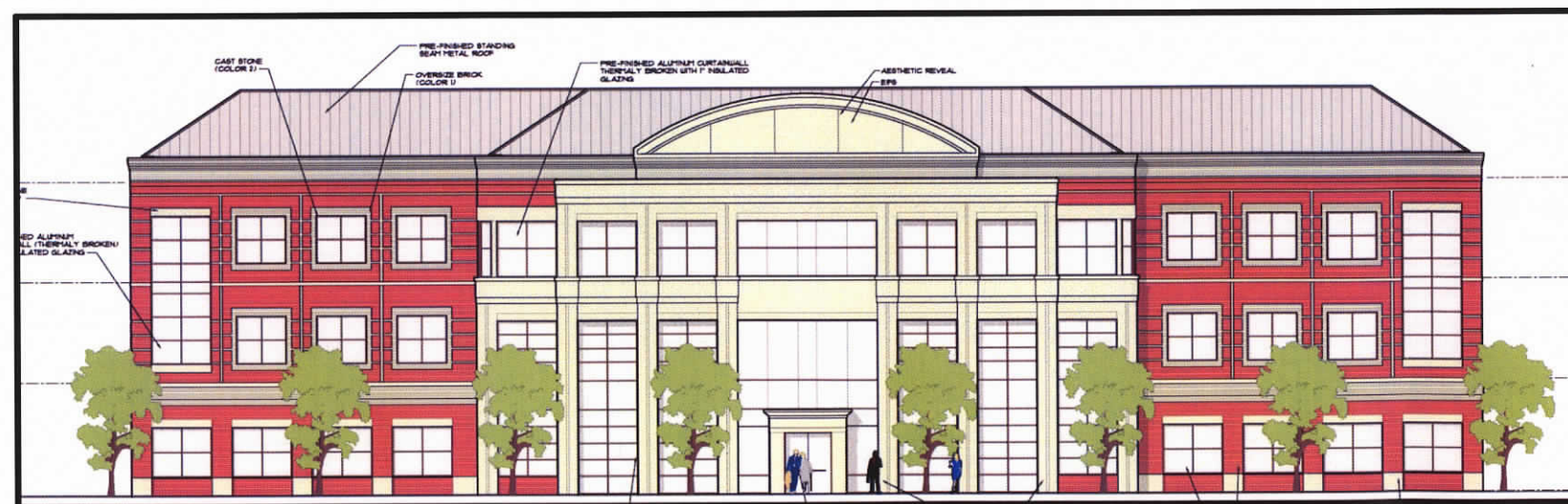


EXHIBIT B – PAGE 2
MOB & OFFICE ELEVATION EXAMPLES



EXHIBIT B – PAGE 3
MOB & OFFICE ELEVATION EXAMPLES





EXHIBIT C – PAGE 2
PROPOSED CONDOMINIUM & TOWNHOME ELEVATIONS – Revised 8/09/12



C-18C-12

081612



C-18C-12

081612

EXHIBIT C – PAGE 4
PARCEL 1 - PROPOSED CONDOMINIUM & TOWNHOME ELEVATIONS

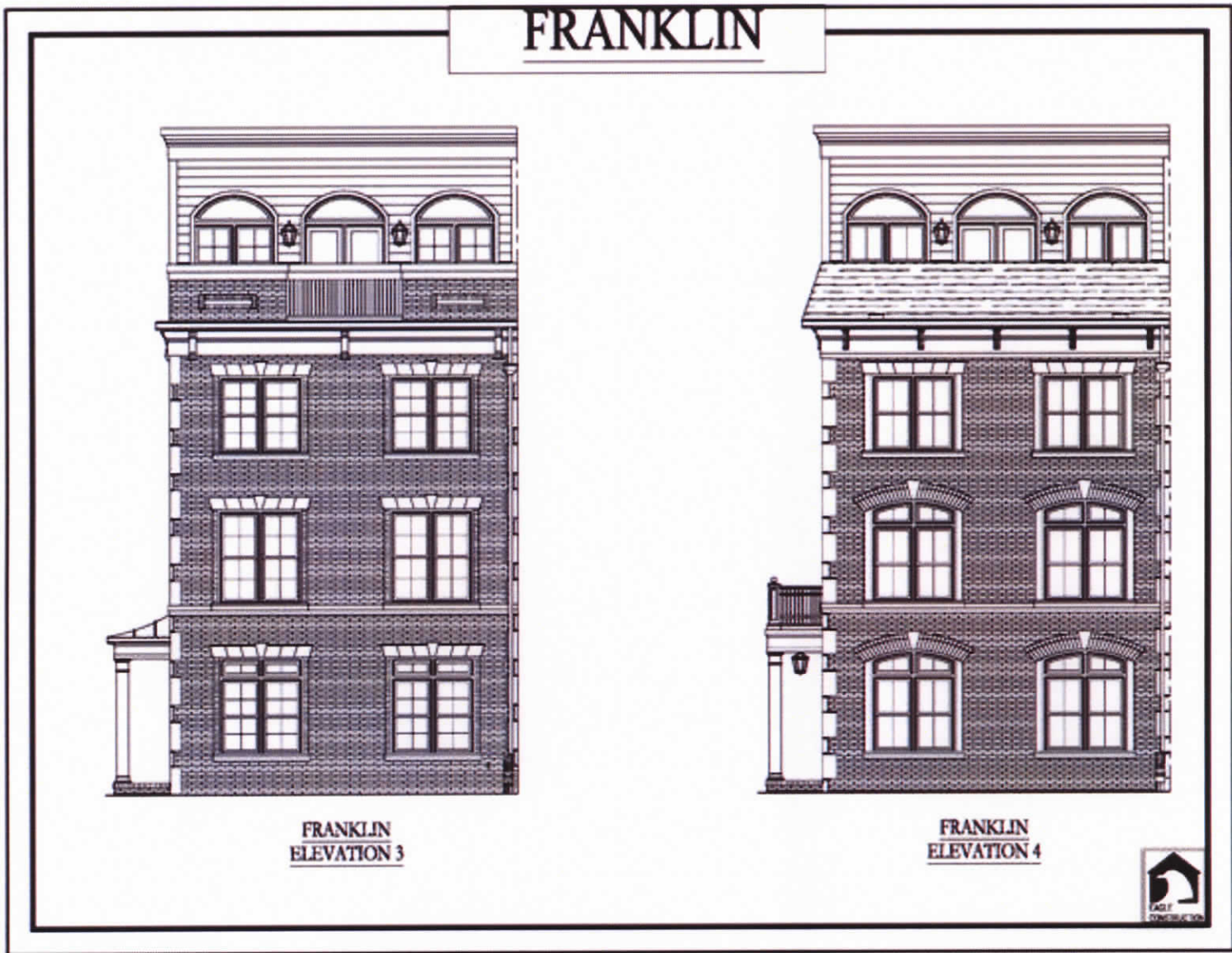
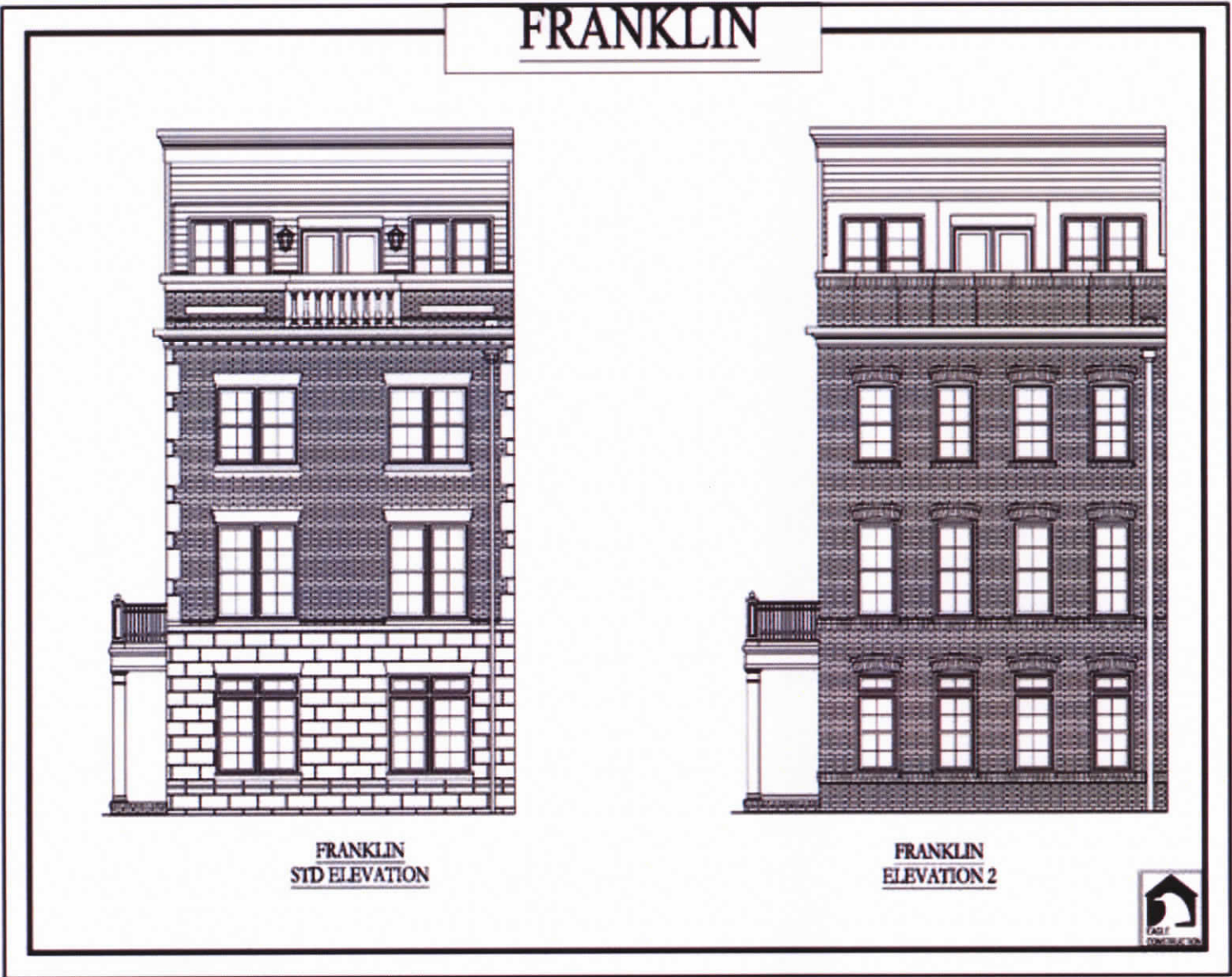


EXHIBIT C – PAGE 5
PARCEL 1 - PROPOSED CONDOMINIUM & TOWNHOME ELEVATIONS

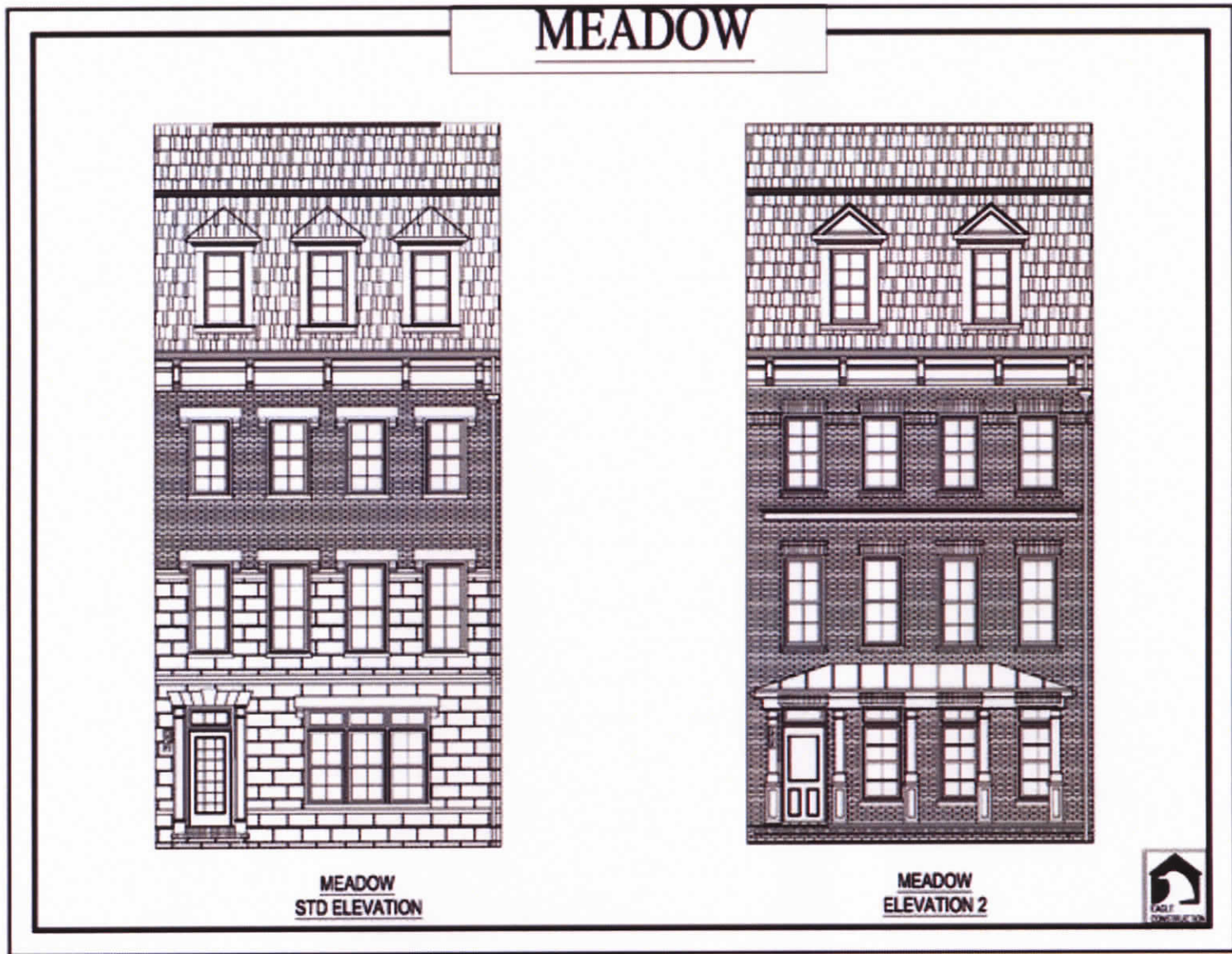


EXHIBIT C – PAGE 6
PARCEL 1 - PROPOSED CONDOMINIUM & TOWNHOME ELEVATIONS

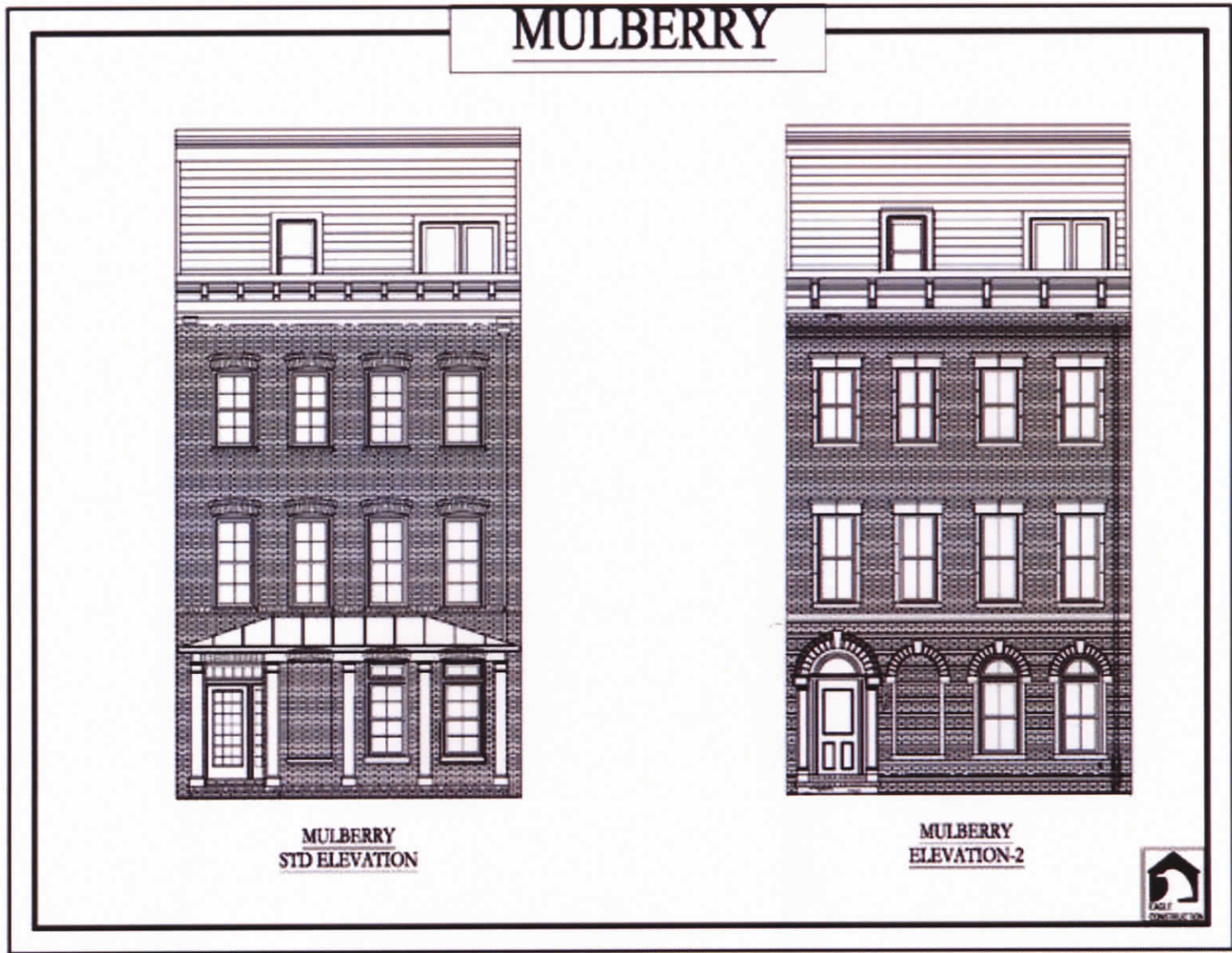
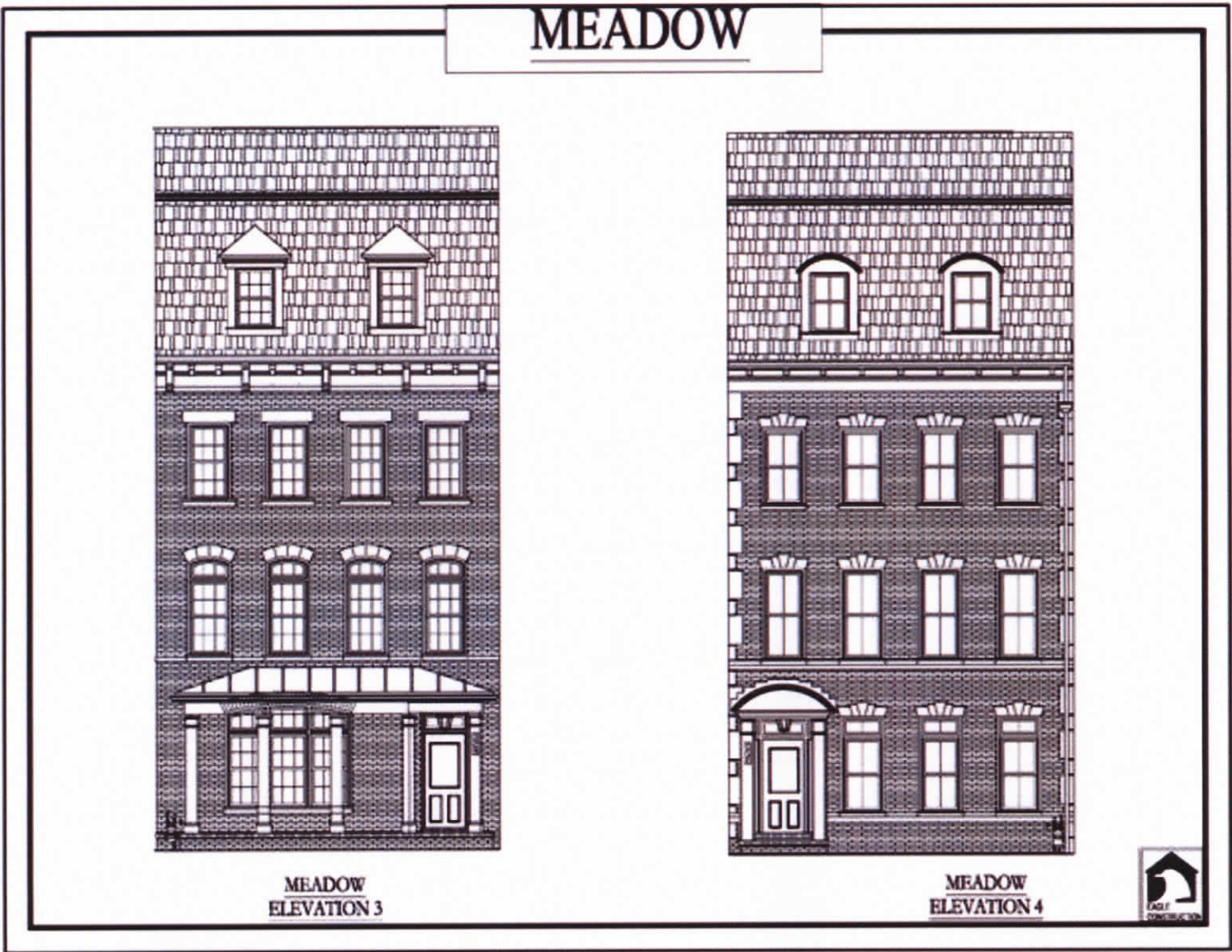


EXHIBIT C – PAGE 7
PARCEL 1 - PROPOSED CONDOMINIUM & TOWNHOME ELEVATIONS

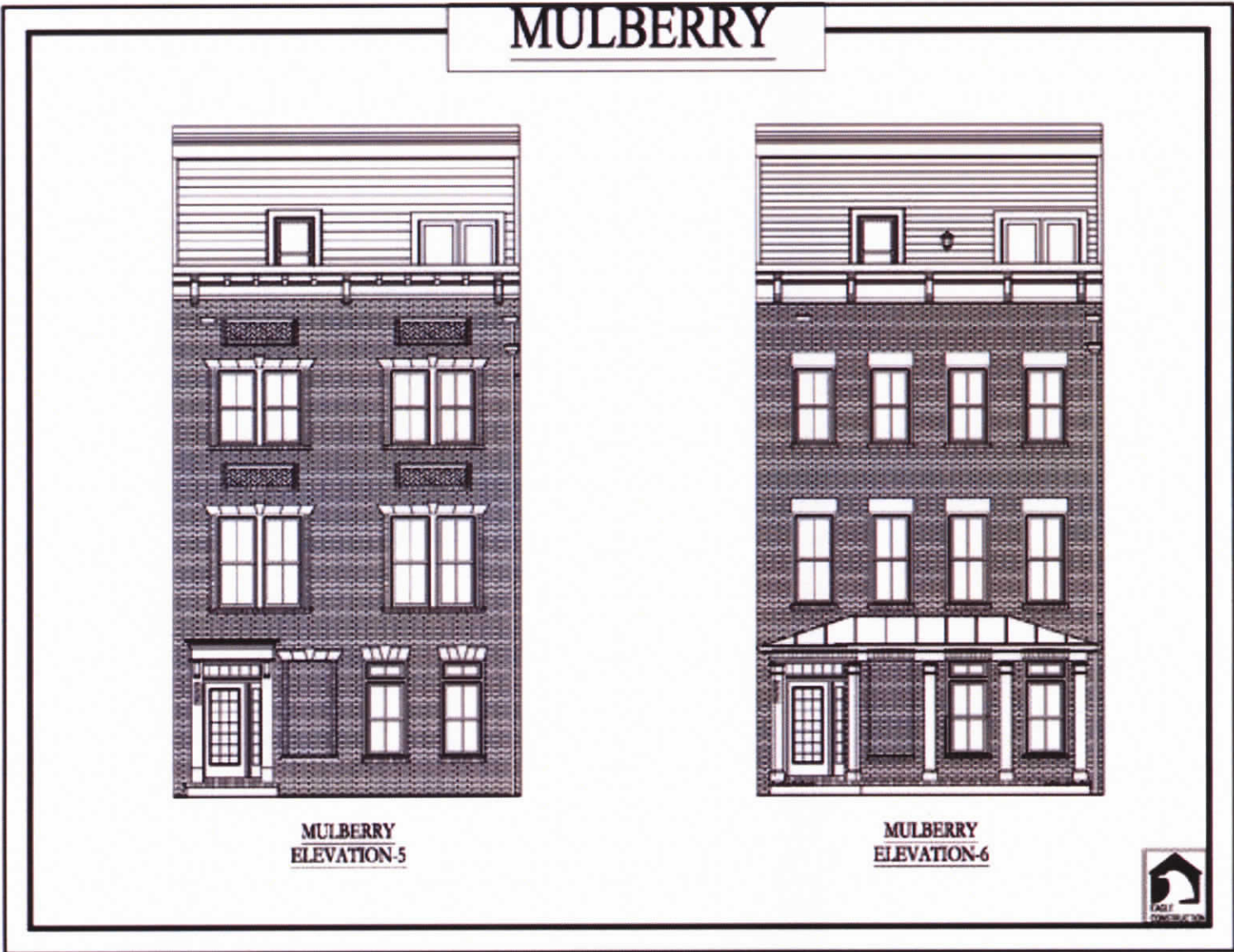
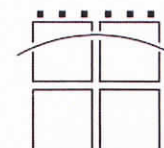


EXHIBIT D



ILLUSTRATIVE RENDERING
ATAK WB INVESTORS - PARCEL 2 MULTI-FAMILY

Henrico County . Virginia



McAllister + Foltz
Architecture, P.C.
401 Southlake Boulevard
Richmond, Virginia 23236
Telephone: (804) 794-7317

EXHIBIT E – PAGE 1
RTHC -PROPOSED TOWNHOME* ELEVATIONS – Revised 8/09/12



*TOWNHOMES MAY BE DEVELOPED AS CONDOMINIUM OWNERSHIP

C-18C-12



Elev. #1

Elev. #3

Elev. #2

Elev. #3

Elev. #1R

EXHIBIT E – PAGE 3
RTHC PARCEL - PROPOSED TOWNHOME* ELEVATIONS – Revised 8/09/12



*TOWNHOMES MAY BE DEVELOPED AS CONDOMINIUM OWNERSHIP

C-18C-12

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