

PROFFER STATEMENT

Project Name: Crozet Square (J. Barnes Lumber, Phase 1)

Date: July 18, 2016

ZMA #: ZMA 2010-00018

Tax Map Parcel #: TMP 056A2-01-00-07100 and 056A2-01-00-071B0 (portion) and 056A2-01-00-02500(portion), (the "Property")

Rezone one parcel and portions of two additional parcels totaling 6.2407 acres, more or less, from Heavy Industry (HI) to Downtown Crozet District (DCD) and a portion of one from Commercial (C-1) to Downtown Crozet District (DCD).

Pursuant to Sections 33.4 and 33.7 of the Albemarle County Zoning Ordinance, the Owner hereby voluntarily proffers the conditions listed herein below which shall be applied to the Property if the Zoning Map Amendment identified as ZMA 2010-00018 and referred to as "Crozet Square" (hereinafter the "ZMA"), is approved by the County of Albemarle (the "County"). These conditions are proffered as a part of the requested ZMA and it is agreed that: (1) the ZMA itself gives rise to the need for the conditions, and (2) such conditions have a reasonable relation to the rezoning requested.

The term "Owner" as referenced herein shall mean the owner of record and successors in interest of the Property.

The Phase 1 Plan shall refer to that certain Application Plan prepared by Milestone Partners dated July 14, 2016 labelled "Exhibit A" (hereinafter referred to as "Phase 1 Plan"). For purposes of Section 8.5.5.3 of the County Zoning Ordinance, the Phase 1 Plan shall be deemed to be an Application Plan, such that it shall be eligible for Variations from an Approved Application Plan, pursuant to applicable regulations.

The headings of the proffers and conditions set forth below have been prepared for convenience or reference only and shall not control or affect the meaning or be taken as an interpretation of any provisions of the proffers.

This proffer statement shall supersede and replace in all respects the proffer statement approved by the Board of Supervisors on April 3, 1996 in connection with ZMA 1995-22, with regard to the Property.

1. Construction of Public Streets and Reservation of Right-of-way. The Owner shall design, construct, and dedicate to the public streets shown on the Phase 1 Plan, as follows:

a. The Owner shall construct an extension of Library Avenue to High Street and an extension of High Street to across Library Avenue to the future Primary Street as shown on the Phase 1 Plan. In addition, Owner will construct the extension of the Primary Street from High

Street to the eastern boundary of Phase 1. Public streets shall be constructed to meet the applicable standards required by VDOT and Albemarle County and shall be completed prior to the issuance of any final certificate of occupancy for any building constructed within Phase 1 as shown on the Conceptual Phase 1 Plan.

2. Reservation of Right-of-way. The Owner shall reserve for dedication upon demand of Albemarle County the right-of-way necessary to construct the extension of the Primary Street from the eastern terminus of the Primary Street on Owner's property to Hilltop Street in Parkside Village in an alignment that is mutually agreeable to the Owner and Albemarle County.

3. Off Site Transportation Improvements. Owner will provide to VDOT and Albemarle County two traffic warrant analyses at the intersection of Crozet Avenue and Library Avenue prior to final site plan submittal for development on the Property that is projected to result in a cumulative total vehicle trips per day that exceeds 2,000 trips per day and again when it is projected to exceed 3,000. In the event that the warrants are met for a traffic signal at the Crozet Avenue/Library Avenue intersection at either time because of the proposed development on the Property, the Owner will contribute \$75,000 toward the installation of the required intersection improvements at Library Avenue and The Square. The contribution shall be paid by Owner when the balance of the funding has been secured for the improvements and the project has been approved for construction by Albemarle County and VDOT.

4. Civic Space. A minimum of 28,000 square feet of area in Barnes Lumber Phase 1 shall be reserved for public uses including, but not limited to, parks, performance space, outdoor dining, farmers market, parking, amenities, fountains and plazas. No less than 12,000 square feet of the 28,000 shall be a single public plaza. The locations for public space will be decided in consultation with the Crozet Community Advisory Committee or other Crozet community-wide group and shall meet all the Albemarle County site plan requirements. Ownership and maintenance of the Civic Space shall remain with the Owner until such space is fully constructed or there is a defined schedule and adequate funding for construction and the County, or another qualified organization agrees to assume responsibility.

The undersigned Owner hereby proffers that the use and development of the Property shall be in conformance with the proffers and conditions herein above, and these proffers shall supersede all other proffers and conditions made prior hereto.

WITNESS the following signature:

Crozet New Town Associates, LLC

By: _____
Frank R. Stoner, Manager