

PROFFERED CONDITIONS

August _____, 2020

1. **Concept Plan.** The Property shall be developed in general conformance with Exhibit A, attached (see case file), prepared by Poole & Poole Architecture, LLC (the “Concept Plan”). The exact locations, footprints, configurations, size, and details of the drives, roads, buildings and other improvements shown on the Concept Plan are illustrative and are subject to change and may be updated from time to time as required for final engineering designs, compliance with governmental regulations or as otherwise approved at the time of Plan of Development review of the Property.
2. **Construction.** The hours of exterior construction activities, including operation of bulldozers and other earthmoving equipment shall be between 7:00 a.m. and 7:00 p.m. Monday through Friday and 7:30 a.m. and 5:00 p.m. on Saturdays, except in emergencies or where unusual circumstances require the specific hours in order to complete work as concrete pours and utility connections. No exterior construction activities shall be allowed on Sundays. Signs, in both English and Spanish, stating the above-referenced provisions, shall be posted and maintained at all entrances to the Property prior to any land disturbance activities thereon.
3. **Entrance Feature.** Any detached entrance signage shall be ground mounted monument-style and not exceed 10 feet in height. The base of any such sign shall be brick or stone and be landscaped with plantings.
4. **Underground Utility Lines.** All utility lines on the Property shall be underground, except for existing utilities, junction boxes, meters, utility lines in wetlands areas, and utility lines required to be above ground by the utility company.
5. **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.
6. **Outdoor Music.** Outdoor music shall not be permitted on the Property after 9:00 p.m. Sunday through Thursdays nor after 10:00 p.m. on Fridays, Saturdays and holidays.
7. **Density.** No more than 295 dwelling units will be developed on the Property.
8. **Sound Suppression Measures.** Dwellings units shall be constructed with a minimum certified sound transmission class (STC) of fifty-four (54) between units. A cross section detail, reviewed and approved by a certified architect or engineer as to the methodology accomplishing the STC, shall be included in the building permit application.

9. **Architecture.** Buildings constructed on the Property shall generally be in conformance with the architectural style depicted on Exhibit B (see case file) and attached hereto and by this reference made a part hereof, unless otherwise approved by the Planning Commission at the time of Plan of Development review.
10. **Building Materials.** All buildings shall have exposed exterior walls (above grade and exclusive of trim, which may be metal) of stone, stone veneer, brick, E.I.F.S., cementitious siding (e.g. 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 (30) percent in the aggregate for each building of the exterior portions of the building wall surfaces facing Pouncey Tract Road and/or Twin Hickory Lake Drive, excluding windows, doors, breezeways, gables and architectural design features, shall be of brick, stone or stone veneer construction.
11. **Exterior Lighting.** Any exterior lighting along the eastern boundary of the Property shall be produced from concealed sources of light, and shall be directed to minimize glare on public roads and adjacent properties.
12. **Buffer Requirements.** Unless otherwise approved by the Planning Commission at the time of Landscape Plan review, any buffer within the Property may be landscaped, including supplemental plantings, signage, berms and/or fencing and other purposes as approved by the Planning Commission at the time of landscape plan review and in general conformance with Exhibit C (see case file) attached hereto and by this reference made a part hereof. Roads, sidewalks, utility easements (including drainage), common owned fencing/walls adjacent to any roads or drives, and signage shall be permitted within any such buffer; provided, any such road or utility easements (other than existing) shall be extended generally perpendicular through such buffer.
13. **Transportation Improvements.** Unless otherwise approved at the time of Plan of Development, the developer shall dedicate and construct the following transportation improvements – “Site Drive” number references are consistent with those set forth in the “Revised Traffic Impact Analysis” prepared by Green Light Solutions, Inc., dated June 29, 2020:
 - a. A 100’ northbound right-turn lane with a 45’ taper and a raised “pork chop” island to prohibit left-turn ingress and egress movements at Pouncey Tract Road and Site Drive #4
 - b. A 150’ northbound right-turn lane with a 75’ taper at Pouncey Tract Road and Twin Hickory Lake Drive #1
 - c. A 200’ eastbound right-turn lane with a 100’ taper on Twin Hickory Lake Drive at Site Drive #5
 - d. A dedicated eastbound right-turn lane beginning at Site Drive #5 and dropping at Site Drive #6 as a right-turn lane on Twin Hickory Lake Drive

- e. A 200' westbound left-turn lane with a 100' taper and a median crossover constructed to restrict left-turn egress movements at Site Drive #6 on Twin Hickory Lake Drive
 - f. A pedestrian crossing with appropriate signalization from the site crossing Twin Hickory Lake Drive at its intersection with Pouncey Tract Road.
14. **Townes at Pouncey Place.** A minimum six (6) feet tall privacy fence shall be installed by the developer with the initial phase of development of the Property on or near the common property line of the Property with the lots in the Townes at Pouncey Place. The style and material of such fence shall be determined at the time of POD approval. No direct pedestrian or vehicular access between the two properties shall be permitted unless requested in writing by the Townes at Pouncey Place Homeowners Association. Landscaping, as determined at the time of Landscape Plan review, shall be installed by the developer with the initial phase of development along the western edge of the fence.
15. **Buildings.** Building 1 on the Concept Plan shall be limited to not more than four (4) stories in height. Building 2 shall be limited to not more than three (3) stories in height. Approximately the eastern one third (1/3) of Building 3 shall be limited to not more than three (3) stories in height, with of the remainder of Building 3 not exceeding more than four (4) stories in height.

The foregoing improvements will be phased consistent with related Plans of Development and are subject to all approvals from applicable governmental authorities.

POUNCEY PLACE, LLC,
a Virginia limited liability company

By: _____
James W. Theobald, Attorney-in-Fact

Date: August ____, 2020