Original Proffers ____X_____
Amendment _____

PROFFER STATEMENT

Project Number: **ZMA202100013**

Project Name: **Southwood Phase 2**

Parcel Numbers: **090A1-00-00-01D0 (86.80 acres), 090A0-00-00-00400 (4.00 acres), 090A0-00-00-001C0 (0.46 acre)**

Owner of Record: **Southwood Charlottesville, LLC**

Date: _____, 2022

Approximately 93 acres to be rezoned from R2 Residential to NMD – Neighborhood Model Development

Southwood Charlottesville, LLC, a Virginia limited liability company, is the sole owner (the "Owner") of Parcel Numbers 090A1-00-00-01D0, 090A0-00-00-00400, and 090A0-00-00-001C0 (the "Property"), which is the subject of an application for the amendment of ZMA 2018-0003, a project known as "Southwood Phase 1." This proffer statement does not amend, supersede, or replace the proffer statement for Southwood Phase 1 and applies only to the Property.

Pursuant to *Albemarle County Code* § 18-33.3, the Owner hereby voluntarily proffers the conditions listed below, which will apply to the Property if it is rezoned to the zoning district identified above. These conditions are proffered as a part of the requested rezoning. The Owner specifically deems the following proffers reasonable and appropriate, as conclusively evidenced by the signature below. Reference to the "Plan" means the Southwood Phase II Redevelopment Application & Green Space Plan, dated October 18, 2021, as last amended February 21, 2022, prepared by Timmons Group, approved by the County as part of the rezoning.

1. **Public Trail Connections**: Upon written request by Albemarle County, the Owner shall dedicate to the County, at no cost to the County and within three (3) months of the aforementioned request, easements over public trail connections between the Southwood primitive nature trail and any trail constructed by the County on abutting County property, TMP 09000-00-00-00500, TMP 090A1-00-00-00100, and 090A0-00-00-00300. Following conveyance of such easement(s), the land under the easement(s), associated trail connection(s), associated signage, and any associated structures shall be maintained in perpetuity by Albemarle County.

2. **Multi-Purpose Parking Lot**. Prior to issuance of the first building permit for construction in Block 29 or Block 30, the Owner shall construct a parking lot containing ten (10) parking spaces for use as one or more of the following: a public park trailhead connecting to the public trail connections described in Proffer No. 1, daytime commuter parking lot, parking area for Southwood residents' commercial vehicles, and outdoor market and special event space, as

determined by the County (the "Multi-Purpose Lot"). Following Owner's construction of the Multi-Purpose Lot, it will be dedicated to the County for public ownership and maintenance. Notwithstanding the foregoing, should the County prefer to receive a cash contribution toward construction of a public trailhead or commuter parking lot on public property, the Owner will contribute Fifty Thousand and 00/100 Dollars ($50,000) toward the County's construction of a parking lot on public property in lieu of constructing the Multi-Purpose Lot.

3. **Transit Stops**. Following commencement of construction of the Project, upon request by the County of Albemarle, the Owner will construct two public transit stops (the "Transit Stops") on the Property in locations to be determined within the Hickory Frontage Overlay or Neighborhood Center Special Area shown on the Plan. The location and design of the Transit Stops will be planned in coordination with, and are subject to the approval of, the appropriate County and transit authorities. The Transit Stops will incorporate pedestrian access, signage, shelters, benches, and trash receptacles consistent with similar existing transit stops. The Owner must either (a) dedicate any portions of the Transit Stops located on the Property to public use or (b) grant any easements necessary to allow public access and usage of the Transit Stops.

4. **Hickory Street Engineering**. The Owner will obtain engineered design drawings (of at least 30% completion) for the construction to VDOT secondary public road standards of Hickory Street from the southern boundary of the Property to the intersection with Oak Hill Drive (the "Road Segment") for use by the County or such other party(ies) who may construct the road segment.

5. **Schools**. The Owner will offer an option to the County of Albemarle to purchase an approximately 5.7-acre parcel comprising Block 34 of the Plan (as may be adjusted per the Code of Development) for use as a school, childhood education center and/or community center site (the "School Site") at a sale price equivalent to the fair market value of the School Site, as established by the Owner based on lot sale contracts or letters of intent for residential development at Southwood for a period of one year from the date of rezoning or July 1, 2023, whichever is earlier, discounted by twenty percent (20%). By way of illustration only, the current value of 5.7 acres in Southwood developed at 18 dwelling units per acre is $9.1M, based on the current market value of lots that could be developed in Block 34 at the median density permitted under the Code of Development. Should the County purchase the School Site and choose to develop the site prior to the Owner's redevelopment of Block 34 (scheduled as the final construction phase of Southwood redevelopment) and the successful rehousing of all mobile home residents impacted by the development of the School Site, the County would assume full responsibility for relocation of the residents of impacted mobile homes.

6. **Low Income Housing Tax Credit (LIHTC) Site**. Until July 1, 2023, the Owner will reserve a portion of Block 25, the exact location and acreage to be determined (the "LIHTC Parcel"), for the development of at least 60 LIHTC units by a third party ("LIHTC Developer"). If the Owner is unable to enter into a contract with LIHTC Developer and/or LIHTC Developer does not apply for credits and/or receive Low Income Housing Tax Credits for 60 or more affordable dwelling units during the 2023 LIHTC grant cycle, then this proffer will expire and be of no further force or effect.

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Signature Page for Proffer Statement for Southwood Phase 2, ZMA 2021-0013
Tax Map Parcel Numbers: 090A1-00-00-01D0, 090A0-00-00-00400, 090A0-00-00-001C0

OWNER:

SOUTHWOOD CHARLOTTESVILLE, LLC,
a Virginia limited liability company

By: _____
Dan Rosensweig, Manager

#4713677v1