

RESOLUTION 2022-41

RESOLUTION TO GRANT A SPECIAL EXCEPTION SITE PLAN (SEC. 48-488.B(3)) FOR A MIXED-USE BUILDING WITH A BUILDING HEIGHT UP TO FIFTEEN (15) STORIES ON APPROXIMATELY 0.76 ACRES OF LAND FOR THE PROPOSED SENIOR HOUSING BUILDING OF THE WEST FALLS ECONOMIC DEVELOPMENT PROJECT, LOCATED AT 7124 LEESBURG PIKE (PORTION OF REAL PROPERTY CODE NUMBER 51-221-010) ON APPLICATION BY TC MIDATLANTIC DEVELOPMENT V, INC.

WHEREAS, on August 13, 2018, City Council adopted Ordinance 1989, which amended Chapter 48, “Zoning”, of the Code of the City of Falls Church to amend Section 48-486, “Principal Uses Permitted by Right” within “B-2 Central Business District” in order to allow additional uses; and to amend Section 48-488, “Special Exceptions” for development projects on sites designated as Special Revitalization District for Education and Economic Development and designated for Mixed-Use on the Future Land Use Plan Map; and

WHEREAS, on February 16, 2022, a complete application for a Special Exception Site Plan (SESP) for Block D-1 of the West Falls Economic Development Project to allow a mixed-use building (senior housing and retail) up to a maximum height of fifteen (15) stories was submitted by TC MidAtlantic Development V, LLC (“the Applicant”) pursuant to Section 48-486(c) in conformance with the procedures set forth in Section 48-488B of the City Code; and

WHEREAS, on July 8, 2019, City Council approved the Special Exception Entitlement (SEE) for the West Falls Economic Development Project which governs the general locations of the buildings, the height of buildings; the location, type, and amount of individual uses on the site, the infrastructure and transportation on the site, the public facilities and utilities, and other aspects of the future approvals and development on the Subject Property. The Owner may modify those items bound by the SEE through a SEE amendment that may be submitted concurrently with a Special Exception Site Plan (SESP) application, or independently; and

WHEREAS, on August 9, 2021, City Council approved an amendment to the SEE with those changes described in Resolution 2021-23 with associated “Voluntary Concessions, Community Benefits, Terms and Conditions” dated August 9, 2021, to the City in order to further ensure consistency with the City of Falls Church’s adopted Comprehensive Plan, and other relevant policies and in support of the SEE; and

WHEREAS, on August 9, 2021, City Council also approved the SESP for Phase 1 as described in Resolution 2021-24 with associated “Voluntary Concessions, Community Benefits, Terms and Conditions” dated August 9, 2021, to the City in order to

further ensure consistency with the City of Falls Church's adopted Comprehensive Plan, and other relevant policies and in support of the SESP; and

WHEREAS, this SESP bifurcated the senior housing parcel (Block D-1) from the remainder of the Phase I SESP to accommodate the needs of the senior housing development partner; and

WHEREAS, the City and Developer entered into a Comprehensive Agreement dated June 12, 2019, and subsequently amended on February 26, 2021, August 9, 2021, January 24, 2022, and April 25, 2022, which describes items, including but not limited to, the land payments to the City for the site, the development program and uses for the site, minimum environmental standards, schedule of performance, form of ground lease, and closing conditions that the City and the Developer have agreed to; and

WHEREAS, City Council considered the subject property's unique characteristics and the community benefits derived as a result of the proposed development, and determined that this particular project is acceptable for this parcel at this time; and

WHEREAS, State law provides that Special Exceptions may be granted by the local governing body subject to conditions pursuant to Code of Virginia Sec. 15.2-2286(A)(3) that allow their issuance "under suitable regulations and safeguards" and that each special exception case shall rest on its own merits and the uniqueness of each piece of land; and in particular, that the ratio of commercial and residential uses approved herein are unique to this site; and

WHEREAS, City Council finds that the proposed project is consistent with the City's Comprehensive Plan and substantially achieves the goals of the Special Revitalization District for Education & Economic Development; and

WHEREAS, City Council finds that the proposed project provides significant community benefits, including, but not limited to the following:

- mix of unit types to provide for aging in place;
- indoor and outdoor amenity spaces for the building's residences;
- appropriate mix of uses with ground floor storefront retail;
- various community benefits including affordable housing (cash-in-lieu);
- planned streetscape improvements surrounding the Block D-1 building;
- multi-modal access within and to adjacent sites; and
- environmental sustainability with LEED Gold for senior housing, green roof, and bio-retention facilities;

NOW, THEREFORE BE IT RESOLVED by the City Council of the City of Falls Church, Virginia, that in conjunction with the associated Comprehensive Agreement, Special Exception Entitlement, and in consideration whereof, pursuant to Sections 48-90 and 48-488 of

the Falls Church City Code, that the Special Exception Site Plan for Block D-1 of the mixed-use development project is hereby granted and approved, subject to the following conditions:

1. Execution of the applicable SEE and SESP Developer's Voluntary Concessions, Community Benefits, Terms and Conditions, both dated August 9, 2021, ("voluntary concessions"), for the West Falls Economic Development Project at the subject site, shall be a condition for the approval of this Special Exception Site Plan for Block D-1; and the City Manager is hereby authorized and directed to execute the voluntary concessions, as submitted, on behalf of the City; and
2. The development of the site shall be consistent with the Special Exception Site Plan – Block D-1 Application dated February 2022, second submission dated June 17, 2022 and third submission dated September 19, 2022; and
3. The SESP is subject to final engineering and acceptance by the City Manager prior to permit issuance; and
4. Phasing of construction of the development of the site will be in accordance with the SEE, SESP-Phase 1, voluntary concessions, and Comprehensive Agreement schedule of performance; and
5. Violation of any of the conditions of this Special Exception Site Plan shall be grounds for revocation of the Special Exception Site Plan approval by City Council.

VOLUNTARY CONCESSIONS ATTACHED

Referral: 04-25-22
Adoption: 10-24-22
(TR22-17)

IN WITNESS WHEREOF, the foregoing was adopted by the City Council of the City of Falls Church, Virginia on October 24, 2022 as Resolution 2022-41.



Celeste Heath
City Clerk

**VOLUNTARY CONCESSIONS, COMMUNITY BENEFITS,
TERMS, AND CONDITIONS**

West Falls Church Economic Development Project (“West Falls”)

Senior Housing Building – Block D-1

Special Exception Site Plan (SESP)

TC MIDATLANTIC DEVELOPMENT V, INC.

Approved: October 24, 2022

The following Voluntary Concessions, Community Benefits, Terms, and Conditions (“Voluntary Concessions”) are voluntarily proffered by the Owner for the benefit of the community and for the City of Falls Church, Virginia. These Voluntary Concessions are proffered in association with the Senior Housing Building Special Exception Site Plan (“SESP”) Application initially filed with the City of Falls Church on November 30, 2021, with a complete application submitted on February 16, 2022, and revised through September 19, 2022, for the development of a Senior Housing Building located on Block D-1 of the West Falls development at 7124 Leesburg Pike in the City of Falls Church (portions of RPC #51-221-024 and 51-221-025). The Senior Housing Building subject to this SESP approval is more specifically shown on the attached Exhibit A. As used herein, “Owner” shall refer to the applicant, any contract owner, the property owner, and any successors or assignees.

The Owner agrees that these Voluntary Proffered Concessions will apply to and be binding upon all future owners, and upon all heirs, successors, and assigns of any owner of any portion of the Senior Housing Building, and the Owner further agrees that it will provide a copy of these Voluntary Proffered Conditions to any such future owner, heir, successor, and assign prior to transferring any interest in any part of the Senior Housing Building to any such person, firm, corporation, or other entity.

The Owner acknowledges that this Senior Housing Building Special Exception Site Plan is part of the Special Exception Entitlement (“SEE”) for the Subject Property, having an original approval date of July 8, 2019 and amended on August 9, 2021. The SEE, together with this SESP, has granted additional height and certain bonuses and other benefits in return for its agreements, as set forth in the SEE and these SESP Voluntary Concessions. The City’s approval of the SEE is based upon the final drawings and documentation submitted as part of that SEE application on June 8, 2019 and as amended on August 9, 2021. This SESP approval is based on the SEE approval and final drawings and documents submitted as part of this SESP application. The Owner understands and agrees that the SEE approval governs the general location of the building; the maximum height of the building; the general location, type, and amount of individual uses on the site; the infrastructure and transportation on the site; the public facilities and utilities; and other aspects of the future approvals and development of the Senior Housing Building. The Owner further understands and agrees that this Senior Housing SESP application governs more specific features, design elements, uses, services, or amenities voluntarily offered by the Owner. These features may

include but will not be limited to, site design, public improvements, environmentally sustainable and energy-efficient building design, affordable housing creation, and other contributions as part of the development.

Development on the Senior Housing Building shall be done in a manner that conforms to the general terms of the SEE and Senior Housing SESP approval, as they may be amended through City Council approval from time-to-time. In addition, Owner agrees that Voluntary Concessions approved for SEE shall apply, together with Voluntary Concessions approved as part of this SESP application, and that both will govern the project. In the event of an irreconcilable conflict between the two, Voluntary Concessions approved as part of the SESP shall govern.

1. Conformance with SEE and SESP Senior Housing Building Applications:

The Owner agrees to develop the Senior Housing Building in conformance with (a) final drawings and documentation of the SEE application and associated materials approved per Section 48-488(B)(1) and (2) on July 8, 2019, as thereafter amended on August 9, 2021, (b) the SESP plans dated September 19, 2022 as prepared by Perkins Eastman architects and Walter L. Philips civil engineers, (c) the Transportation Demand Management (TDM) Plan dated June 15, 2022, and (d) the 11x17 Supplemental Package and 24x36 Drawing Package. The City Manager may approve minor deviations from conformance with these documents, as requested by the Owner, provided the deviations do not conflict with what is specifically agreed to in these Voluntary Concessions, are consistent with the purpose and intent of the City Council's approval of the SEE and SESP, and are either (i) necessary to permit reasonable construction of the project, or (ii) as determined by the City Manager, improve the project's overall functioning or benefit to the City. The Owner may appeal an adverse decision by the City Manager to the City Council.

2. Uses:

Uses shall be as shown on Sheets A-D1-400 and A-D1-401, Architectural Project Data, of the approved SESP for the Senior Housing Building, and as listed in the approved SEE.

3. Commercial Space:

Prohibited Uses:

The Owner agrees that the prohibited commercial uses listed in the SEE Voluntary Concessions shall not be permitted on the Subject Property.

Design Requirements:

In addition to the design standards approved as part of the SEE Voluntary Concession #3, the Owner agrees that the following design standards shall be met for all retail spaces identified as part of the Senior Housing Building SESP Application:

- Façade and other design enhancements shall be consistent with the approved architectural elevations included on the applicable SESP plan sheets dated September 19, 2022, the Placemaking and Amenity Plan prepared by Torti Gallas + Partners, LandDesign, and Walter L. Phillips and dated April 28, 2021, and the Comprehensive Signage Plan and Retail Guidelines prepared by Torti Gallas +

Partners and dated April 28, 2021.

4. Affordable Housing Contribution:

For the Senior Housing Building, in lieu of providing on-site ADUs, Owner shall provide an annual payment starting in the amount of \$228,412. The first payment shall be due to City upon issuance of first Certificate of Occupancy for the Senior Housing component, and subsequent payments shall be made each year thereafter, on or before the anniversary date of the issuance of the first certificate of occupancy and shall be increased each year by 3% over the prior year's payment.

5. Pedestrian-Oriented Design Elements:

The Owner agrees to provide the pedestrian-oriented design elements for streetscape, accessibility, signage, as described in the approved SEE Voluntary Concessions dated August 9, 2021 and as depicted in the applicable SESP plan sheets dated September 19, 2022.

6. Environmental Improvements:

The Owner agrees to provide the environmental improvements for green building criteria, future solar panels, stormwater drainage and runoff, and removal of contaminated soil, as described in the approved SEE Voluntary Concessions dated August 9, 2021 and applicable SESP plan sheets dated September 19, 2022. Additionally, the Owner agrees to provide the following environmental improvements:

- A. All appliances installed within the Senior Housing Building residential units shall be all-electric. This requirement shall not apply to appliances installed within retail spaces or to centralized building systems (such as, but not limited to, emergency generators).
- B. The building shall achieve a 20% net energy utilization reduction from the 2010 ASHRAE 90.1 baseline standard.
- C. Owner shall provide, or cause to be provided, a minimum of four (4) electric vehicle charging spaces within the parking spaces required for the Senior Housing Building (as further detailed in Voluntary Concession #9).

7. Installation of Vegetation:

The Owner agrees to provide the installation of vegetation, as described in the approved SEE Voluntary Concessions dated August 9, 2021 and applicable SESP plan sheets dated September 19, 2022.

8. Lighting:

The Owner agrees to provide lighting, as described in the approved SEE Voluntary Concessions dated August 9, 2021 and applicable SESP plan sheets dated September 19, 2022.

9. Parking Garages:

Owner shall acquire, lease, license, or otherwise obtain a right, title, or interest to a minimum of one hundred and twenty-five (125) parking spaces in the adjacent parking garage located on Block D-2. The location of such parking spaces shall be generally consistent with the garage floor plans attached to the Parking Allocation Narrative dated September 19, 2022. To the extent the Owner determines that some amount of the currently designed above-grade parking is no longer needed, the Owner can request to amend the SEE and SESP, as appropriate, to seek permission from the City to reduce the amount of required parking for the Senior Housing Building.

Access for Commissioner of Revenue:

The Owner agrees that the City of Falls Church Commissioner of Revenue (CoR) and/or his designated staff, upon prior written notice to an Owner designated representative, shall have access to the parking areas serving the Senior Housing Building located within the adjacent Block D-2 parking garage at all times for inspection of window stickers related to personal property taxes for vehicles. The CoR and staff will be provided all credentials necessary to have access to such areas of the Block D-2 parking garage at all times. In the event the access credentials are changed or updated, the CoR will be provided notice and updated access credentials within thirty (30) calendar days.

10. Transportation Demand Management (TDM) Plan

The Owner agrees to implement the TDM Plan dated June 15, 2022 and submitted with the SESP Application materials, as further depicted on Sheet C-202A of the SESP plans. The Owner further agrees that the parking spaces serving the Senior Housing Building will meet all City parking standards in effect at the time of SESP approval, except as otherwise modified by these Voluntary Concessions and the parking minimum and maximums outlined in the SEE application.

Access to Property for Monitoring of Parking Utilization and Monitoring of TDM and Parking Management Plans:

The Owner agrees that City of Falls Church staff, upon prior written notice to the Owner's designated representative, shall be allowed to access the parking areas reserved for Senior Housing use in Garage D-2, in order to conduct parking utilization counts and to monitor compliance with the TDM Plan.

11. Construction Management:

The Owner agrees that this Senior Housing Building SESP shall include, by way of illustration and not limitation, a commitment to a Construction Management Plan prepared by Clark Construction, Coakley Williams Construction, and Bozzuto, transmitted to the City on March 30, 2022, developed in coordination with the City and Falls Church City Public Schools, as agreed to in the SEE approval, and as may be administratively modified from time to time through acceptance by the City Manager or its designee.

12. Public Safety:

The Owner agrees to fulfill the commitments to Public Safety, as agreed to in the approved SEE.

13. Easements:

The Owner agrees to provide such Easements to the City, in a form and substance as approved by the City Manager, as are shown on the SEE and/or SESP or otherwise called for in these Voluntary Concessions.

14. Other Terms and Conditions:

Collaboration with FCCPS:

The Owner acknowledges the importance of the relationship between FCCPS activities and the site activities. The Owner shall designate a member of its property management staff as a liaison to FCCPS for purposes of facilitating open communication. Additionally, the Owner shall encourage its property management team to actively engage with FCCPS staff to develop appropriate multi-generational programming opportunities.

Owner Acknowledgments:

The Owner acknowledges, understands and agrees that the Senior Housing Building will be developed in accordance with the applications approved by the City Council for the Senior Housing Building and in full compliance with all applicable laws, codes, ordinances, charters, statutes, rules, regulations, agreements, and commitments. The Owner acknowledges and agrees that the SESP, as granted, runs with the land and is not transferable to other land.

Developer further acknowledges and agrees as follows:

- A. No development shall occur on the site except for that which was approved by this Special Exception Site Plan (“SESP”) within the specified portion of the site subject to this SESP. Such SESP shall be consistent with this SEE approval, including without limitation, general locations of the buildings; the height of buildings; the location, type, and amount of individual uses on the site; the infrastructure and transportation on the site; the public facilities; and the utilities, as the same may be amended from time to time; and
- B. Phasing of construction of the development of the site will be in accordance with the SEE approval, approved on July 8, 2019 and as amended on August 9 2021, and its associated Voluntary Concessions; and
- C. Violation of any of the conditions of this Special Exception Site Plan shall be grounds for revocation of the Special Exception Site Plan approval by City Council.

Terms and Conditions Incorporated in Resolution:

The Owner voluntarily submits the foregoing concessions, terms, and conditions to the City Council to be incorporated by reference into the Resolution for the Special Exception, should City Council grant the applications for Special Exception with the conditions set forth in this submission.

TC MIDATLANTIC DEVELOPMENT V, LLC

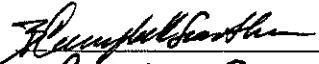
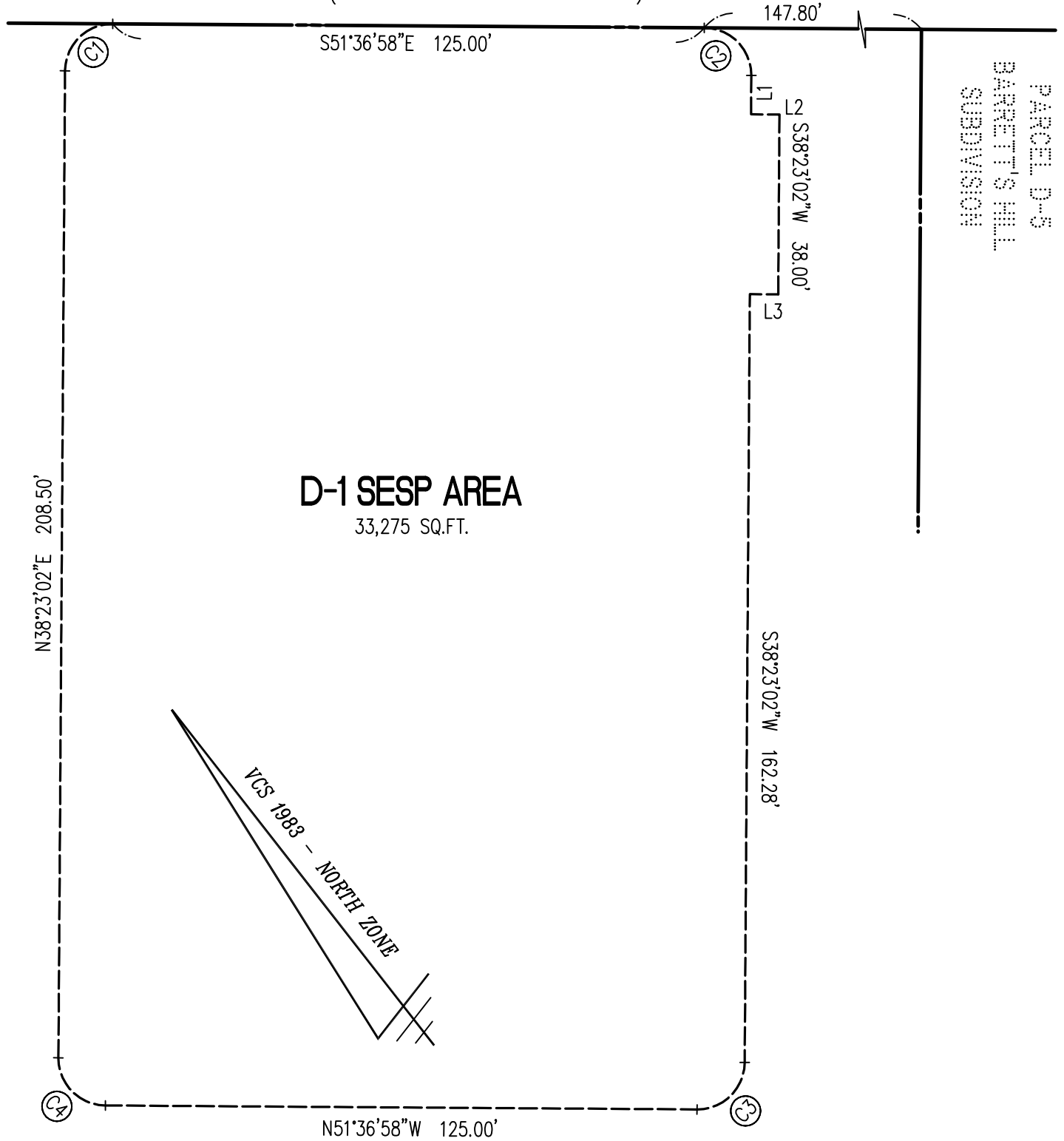
By:  (SEAL)
Name: CAMPBELL SMITH
Title: AUTHORIZED SIGNATORY
Date: 10/31/27

EXHIBIT A

Final Preliminary Plat with Block D-1 Identified

(See Attached)

PARCEL C-2
(MUSTANG ALLEY - PRIVATE STREET)



CURVE TABLE

NO	RADIUS	LENGTH	DELTA	TANGENT	CHORD
C1-C4	10.00'	15.71'	90°00'00"	10.00'	14.14'

LINE TABLE

NO.	BEARING	LENGTH
L1	S38°23'02"W	8.22'
L2	S51°36'58"E	6.00'
L3	N51°36'58"W	6.00'

EXHIBIT SHOWING
D-1 SESP AREA
CITY OF FALLS CHURCH, VIRGINIA

WALTER L. PHILLIPS
INCORPORATED ESTABLISHED 1945

Engineers • Surveyors • Planners
Landscape Architects • Arborists
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