



Proffers for Conditional Rezoning

County of Henrico, Virginia

4301 E. Parham Road, Henrico, Virginia 23228

Henrico Planning Web Site: <http://www.henrico.us/planning>

Mailing Address: Planning Department, P.O. Box 90775, Henrico, VA 23273-0775 Phone (804) 501-4602

Facsimile (804) 501-4379

✓ Original Amended Rezoning Case No. REZ-2024-101019 Magisterial District Fairfield

Pursuant to Section 24-121 (b) of the County Code, the owner or duly authorized agent* hereby voluntarily proffers the following conditions which shall be applicable to the property, if rezoned:

[Signature] / Andrew Conclin 10/07/2024
Signature of Owner or Applicant / Print Name Date

*If applicant is other than Owner, the Special Limited Power of Attorney must be submitted with this application

RE: REZ-2024 - 101019
October 7, 2024

The following proffers are applicable the Property to be zoned M-1C:

1. **Conceptual Plan.** The Property will be developed in general conformance with the plans attached hereto entitled (a) "DC BLOX – 10 MW BUILDING, HENRICO COUNTY, VA, CONCEPT LAYOUT", prepared by IMEG, and dated July 24, 2024 and (b) "DC BLOX – FLEA MARKET SITE, HENRICO COUNTY, VA, CONCEPT LAYOUT", prepared by IMEG, and dated September 13, 2024 (see case file) (collectively, the "Conceptual Plan"), which is conceptual in nature and may vary in design, layout, final density, and other details shown therein, provided, however, any minimum building setbacks shown on the Conceptual Plan must be complied with and cannot be reduced. The specific design, general layout, and other details may vary from the Conceptual Plan as required for final plan approval, engineering reasons, design or compliance with governmental regulations, or as otherwise approved during any Plan of Development review.
2. **Setbacks.** Any building on the Property will be set back at least fifty feet (50') from the right-of-way line of Richmond Henrico Turnpike as more particularly shown on the Conceptual Plan. Landscaping, sidewalks, drainage facilities, utility lines (including fiber and telecommunication lines and related facilities) and connections, driveways, access ways, signs, flags, lighting, security fencing,



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parking areas, access drives, retaining walls and similar structures will be permitted within such setback area.

3. Buffers and Landscaping.

- a. A buffer a minimum of fifty feet (50') in width will be provided along Richmond Henrico Turnpike and will be landscaped and natural to the greatest extent possible, provided, however, any buffer may include supplemental landscaping, berms and other purposes as approved at the time of landscape plan review, and will be planted at a minimum to the equivalent to a transitional buffer 50. Roads and access drives (including any sight lines), sidewalks, utility easements (including drainage facilities, and fiber and telecommunication lines and related facilities), fencing/walls adjacent to any roads or drives, and signage will be permitted within any such buffer; provided, any such road, drive or utility easements (other than electric power utility lines and easements) will be extended generally perpendicular through such buffer unless otherwise approved at the time of Plan of Development review. Fiber and telecommunication lines and related facilities may be extended parallel through a buffer so long as the total width of the buffer is increased by the width of the easement for such fiber and telecommunication lines and related facilities if plantings are not otherwise permitted within the easement. Any buffer required herein will include supplemental evergreen plantings necessary to provide additional screening for existing single-family dwellings adjoining such buffer as determined at the time of landscape plan review. A minimum of fifty percent (50%) of all plantings installed must be native species.
- b. All buffer areas will be marked at the time construction begins as required at the time of Plan of Development review.
- c. Any fencing within fifty (50) feet of Richmond Henrico Turnpike will be decorative fencing, such as black cast aluminum decorative, security fencing consistent with the plans attached hereto as Exhibit B and dated March 23, 2023, or as otherwise approved at the time of Plan of Development review.



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4. Uses. Only the following uses will be permitted on the Property:
- a. Uses permitted in the Office Use Category, which include and are limited to the following:
 - i. Business and sales;
 - ii. Business schools;
 - iii. Business training and conference facilities;
 - iv. Data centers; and
 - v. Professional services.
 - b. Uses permitted in the Manufacturing and Production Use Category, which include and are limited to the following:
 - i. Manufacturing, artisan; and
 - ii. Manufacturing, light.
 - c. Utility, minor;
 - d. Accessory uses, such as utilities, including, without limitation, electrical substations and switch stations, water and sewer facilities (including lift stations); and
 - e. Any other use permitted in the M-1 District if permitted by and ultimately approved with a Provisional Use Permit or Conditional Use Permit, as the case may be, provided, in no case will any Manufacturing, Heavy uses be permitted.
5. Building Materials. Exposed exterior wall surfaces (above finished grade) of all individual buildings (excluding rooftop screening materials for mechanical equipment) must be constructed with one or more of the following siding materials: decorative concrete block (including, without limitation, split face block, smooth face block, fluted block, and ground face block), tilt-up or pre-cast concrete, brick, brick veneer, glass, metal (other than corrugated metal), stone, cast stone, stone veneer, stucco, synthetic stucco, glass block, cementitious siding, insulated panels, concrete tile, or ceramic tile, unless other material is approved at the time of Plan of Development review. In no case will unpainted concrete block, unfinished corrugated metal, or unfinished sheet metal be permitted. For purposes of these proffers, "wall surfaces" will not be deemed to include columns, pilasters, trim, gutters, accent materials, architectural features, windows, doors, bay doors, piers, wall sections and headers near roll up doors and loading doors.



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6. Elevations. Buildings constructed on the Property will generally be in conformance with the renderings attached hereto as Exhibit C and dated July 23, 2024 (3 pages, see case file), with respect to quality of design, massing and architecture, and the variety of features, unless otherwise approved at the time of Plan of Development review.
7. Lighting. All parking lot lighting on the Property will use concealed sources of light (such as shoebox type fixtures) and be dark sky compliant. Parking lot lighting and any exterior building light fixtures will utilize LED lamps or their equivalent.
8. Height. No building on the Property will exceed a height of fifty feet (50') as measured, including exceptions, as set forth in Section 24-8310 of the County Zoning Ordinance.
9. Impervious Surface. No more than eighty percent (80%) of the Property will contain impervious surface consisting of buildings, structures, parking areas and drive aisles.
10. Utility Lines. Except for junction and access boxes, meters, utility lines in wetlands areas, existing overhead utility lines, electric power lines, and except as otherwise required by applicable laws, rules and regulations, all site-specific utility lines, including private electric, telephone, CATV or other similar lines, on the Property will be installed underground, unless otherwise approved at the time of Plan of Development review.
11. Detached Signage. Detached signage on the Property will be monument style, the base of which will be a material consistent with the building, and landscaped. No such detached signage will be internally lit. No digital changeable message signs will be permitted.
12. 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 such portion(s) of the Property which may be inundated by waters impounded to a maximum elevation



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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, retention areas, and stormwater outflows.
- b. Ponds, lakes and similar areas intended as aesthetic or recreational amenities or wildlife habitats.
- c. Access drives, utility easements (including fiber and telecommunication lines and related facilities), signage, sidewalks, walkways, and recreational facilities installed in a manner to minimize their impacts.
- 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 Director of Planning pursuant to the County Zoning Ordinance.

The developer will, prior to the last Plan of Development approval for the Property, make an application to rezone such portions of the Property described above to a C-1 Conservation District.

13. Construction Traffic. Any construction entrance on to the Property must have a mud wash for the washing of construction vehicle tires as necessary to prevent mud from getting on public roads when leaving the Property.
14. Diesel Generators. Diesel generators located on the Property may only be used for emergency purposes. For purposes of this proffer, emergency purposes means a need for the generators because of a failure in electrical power being provided to the Property from the main, typical source of electrical power, caused by a weather event, power grid outage, natural or human event, or other failure event ("Emergency Purposes"). Diesel generators located on the Property may be tested only as approved under the Virginia Department of Environmental Quality ("DEQ") issued permit. Such testing will be conducted pursuant to National Fire Protection Association (NFPA) (or its successor) standards, as may be applicable at that time. All such generators must be installed pursuant to the applicable DEQ permit and operated pursuant to DEQ requirements and guidelines, including any necessary reporting. Any such generator must be located behind a building or



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screened from any public right-of-way or single-family home existing at the time of a Plan of Development by a wall, fence, landscaping, or other means as deemed necessary and approved at the time of Plan of Development review. No diesel generators may be used for production of electrical power to serve any use off the Property. The hours of generator testing will be limited to between 7:00 a.m. and 7:00 p.m., Monday through Friday, with no testing on Saturdays or Sundays, provided that these limits will not apply to the testing of any generator(s) during time of commissioning (i.e., installation and start-up), and except in emergencies or where unusual circumstances require extending the specific hours in order to complete work.

15. Exterior Alarms. No exterior alarms or speaker systems will be permitted on the Property, provided alarms or beepers located on vehicles and emergency alarms will be permitted.
16. Trash Enclosures. Any proposed enclosure area for dumpsters on the Property that can be seen from a public right-of-way, if provided, must be constructed of masonry, tilt, or other cementitious product on three (3) sides that is complementary to the buildings. The fourth side must be gated with an opaque material. Trash enclosures will be additionally screened from view with landscaping or other screening materials.
17. Best Practices. All buildings on the Property must be constructed and operated using best practices or better in the industry with respect to building construction, noise attenuation, and cooling technologies. All data center buildings will be constructed to LEED (Leadership in Energy and Environmental Design) "Silver" standards for Building Design and Construction or a recognized industry equivalent such as EnergyStar (the "Building Standards"). Prior to the issuance of the permanent certificate of occupancy for such building, a licensed engineer or architect shall provide the Planning Department with certification that such building was constructed according to the Building Standards. The design, construction, operation, and maintenance of all data center buildings will be consistent with generally recognized industry energy efficiency standards and guidelines for data centers as determined by ASHRAE Standard 90.4 or a recognized industry equivalent.



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18. Data Center Uses. Any project or building on the Property specifically used as a data center will be designed and constructed implementing measures and techniques incorporating the following measures, unless otherwise approved at the time of Plan of Development review:
- i. Minimize impervious areas and provide enhanced landscaping within the development areas;
 - ii. Use a minimum of fifty percent (50%) of solar power for aeration of stormwater management facilities;
 - iii. Use stormwater runoff from on-site detention facilities (if they are wet ponds and have water available) to irrigate landscape, lawn, or buffer areas;
 - iv. Use LED fixtures for a minimum of eighty-five percent (85%) of all building interior lighting;
 - v. Use LED fixtures for a minimum of eighty-five percent (85%) of all building exterior lighting;
 - vi. Recycle construction material waste;
 - vii. Incorporate heat reflective roofing on a minimum of sixty percent (60%) of the data center building roof;
 - viii. Buildings will be constructed using best practice sustainability measures; and
 - ix. Noise levels at the exterior property line along the Richmond Henrico Turnpike caused by sounds emanating from the Property will not exceed 70 dBA. The foregoing standards will not apply to the operation of construction equipment, mandatory safety measures (such as back up beepers on vehicles), Emergency Purposes, or noise resulting from work on public projects and/or on private or public utilities. Operations for Emergency Purposes will adhere to DEQ provisions and/or other relevant federal regulations. A baseline sound



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study of ambient noise will be conducted prior to land disturbing for any portion of the Property subject to an approved Plan of Development and the results of such study will be submitted to the County.

19. Safe Conduct of Operations. All uses on the Property must be conducted so as not to (a) create any danger to the health, safety or welfare of the citizens of Henrico County, Virginia or (b) cause any material adverse impact on the Property or surrounding areas by creating any excessive noise, vibration, smoke, dust, lint, odor, heat or glare beyond the boundaries of the Property.
20. No Burning. There must be no on-site open burning of stumps, limbs, trees or other debris during site work or the construction of any buildings on the Property.
21. BMPs/Retention Ponds. Any retention pond or BMP facilities on the Property will be maintained in accordance with all applicable laws, rules, and regulations and any wet pond will be aerated.
22. Access. If the access provided from the Property to Richmond Henrico Turnpike is closed or otherwise terminated, the buffer described in proffer 3 will be extended through such access area along Richmond Henrico Turnpike for a minimum width of fifty (50) feet.
23. Severance. The unenforceability, elimination, revision or amendment of any proffer set forth herein, in whole or in part, will not affect the validity or enforceability of the other proffers or the unaffected part of any such proffer.