

**PROFFER STATEMENT  
WATERLOO JUNCTION  
+/- 4.811 ACRES**

**Rezoning:** ZMA 22-1

**Record Owners:** Broadview Holdings, LLC, FOG HOLDINGS, LLC

**Applicant:** Broadview Holdings, LLC

**Property:** GPINs 6984-18-3915, 6984-18-2709, 6984-18-2905, 6984-18-6837, 6984-18-5649, and 6984-18-3854 comprising approximately 4.811 acres as shown on the Rezoning Plan (hereinafter the “Property”)

**Zoning:** R-15 to the C (Commercial) District and C (Commercial) District, to C (Commercial) District With Proffers

**Project Name:** Waterloo Junction

**Original Proffer  
Submission**

**Date:** June 3, 2022

**Revision Date:** August 10, 2022

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**Preliminary Matters:**

Pursuant to Va. Code Ann. §§ 15.2-2296, 15.2-2297, 15.2-2298, 15.2-2303 or 15.2-2303.1, and § 11.3.9.17 of the Town of Warrenton Zoning Ordinance, the undersigned hereby voluntarily proffers that the development and use of the Property shall be in substantial conformance with the following conditions unless an amendment thereto is mutually agreed upon by the Town Council, and the undersigned. In the event this rezoning is granted as applied for by the Applicant, then these Proffers shall supersede and replace in their entirety all other Proffers made prior hereto with respect to the Property. In the event this rezoning is not granted as applied for by the Applicant, then these Proffers shall be deemed withdrawn and shall be null and void, and any existing Proffers will remain in full force and effect.

The headings of the Proffers set forth below have been prepared for convenience or reference only and shall not control or affect the meaning or be

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taken as an interpretation of any provision of the Proffers. Any improvements proffered herein below shall be provided at the time of development of the portion of the site served by the improvement, unless otherwise specified. The terms “Applicant” and “Developer” shall include all future owners and successors in interest. These Proffers shall apply to the entirety of the Property and the development referenced in these Proffers is the “Project.”

For purposes of this Proffer Statement, the “Rezoning Plan” shall be that plan, consisting of three (3) sheets, prepared by Bohler Engineering, entitled, “Rezoning Plan for Waterloo Junction” (“RZP”) dated March 22, 2022, and revised July 19, 2022.

This Proffer Statement is submitted concurrently with an application for a Special Use Permit for a Mixed-Use Development Option pursuant to § 9-25 of the Warrenton Zoning Ordinance. If this rezoning application, and the said Special Use Permit application are approved by the Warrenton Town Council, then this Proffer Statement must be read in conjunction with the Conditions of Special Use Permit SUP 22-1.

**1. DEVELOPMENT AND USE OF THE PROPERTY**

- 1.1. The Property shall be developed in substantial conformance with the RZP, and shall be designed to create interconnected areas in conformance with the said RZP, and as is set forth in these Proffers. Upon submission of final site or subdivision plans, minor changes and adjustments may be made to the road and street alignments, entrances, parking, dimensions and location of SWM/BMP facilities, the exact configuration and location of building footprints, and other similar features as shown on the RZP, provided they meet the intent of these Proffers and are approved by the Director of Community Development or the Zoning Administrator.
- 1.2. The Applicant may develop no more than 47 townhomes 16’ in width, and 6 apartments may be renovated in the existing restaurant, provided that Special Use Permit 22–1 is issued pursuant to the provisions of § 9-25 of the Town of Warrenton Zoning Ordinance.
- 1.3. The Applicant may further develop 3,600 new gross square feet of commercial uses permitted in the C District. The existing 7,600

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square foot restaurant will remain, and may expand to include an outdoor patio area as depicted on the RZP.

- 1.4. No structure on the Property shall exceed 45 feet in height.

**2. COMMUNITY DESIGN**

- 2.1. Landscaping of the Property shall be provided in substantial conformance with the RZP. All new landscaping/plantings shall be indigenous species, native to Virginia.

**3. IMPACT MITIGATION CONTRIBUTIONS**

- 3.1. The Applicant shall pay the sum of \$335.43 for each authorized single-family attached home constructed, and \$253.09 for each renovated multifamily unit, and each townhome, as a precondition to the issuance of occupancy permits for those units, to offset the impact of the Project on parks serving the residents.

**4. TRANSPORTATION**

- 4.1. No road or street connection shall be made to Norfolk Drive. A right turn only shall be constructed from the Property to Bear Wallow Road, as depicted on the RZP.

**5. SIGNAGE**

- 5.1. All signage will conform to the requirements of Article 6 of the Zoning Ordinance.

**6. LIGHTING**

- 6.1. All outdoor lighting shall must conform to the requirements of Article 9 of the Warrenton Zoning Ordinance.

**7. WATER AND SEWER**

- 7.1. The Property shall be served with public water and public sewer. At its expense, the Applicant shall design and construct all on-site and off-site improvements necessary to provide such service

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for the demand generated by development on the Property in  
accordance with applicable laws, ordinances, and regulations.

**8. ESCALATOR**

In the event the monetary contributions set forth in this Proffer Statement are paid to the Town of Warrenton within twenty four (24) months after final approval of this rezoning, as applied for by the Applicant, said contributions shall be in the amounts as stated herein. Any monetary contributions set forth in this Proffer Statement which are to be paid to the County shall be adjusted in accordance with the Urban Consumer Price Index (CPI-U), published by the United States Department of Labor, such that at the time contributions are paid they shall be adjusted by the percentage change in the CPI-U from that date twenty four (24) months after final approval of this rezoning to the most recently available CPI-U to the date the contributions are paid, or six per cent (6%) per year, whichever is less.

[Signatures on following pages]

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SIGNATURE PAGES

APPLICANT/OWNER:

Broadview Holdings, LLC

By: 

Name: KEITH FARRISH

Title: OWNER

State of Virginia :

County of Chulpeper :

Subscribed and sworn to before me this 23 day of September,  
2022, in my County and State aforesaid, by the aforementioned principal.

  
NOTARY PUBLIC

My Commission Expires: 08/31/2024

My Notary Registration Number: 7875413



**Lydia Joy Lambdin**  
Notary Public  
Registration # 7875413  
Commonwealth of Virginia  
My Commission Expires:  
August 31, 2024

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OWNER:

FOG Holdings, LLC


By: 

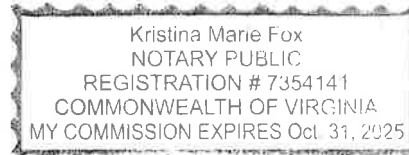
Name: Stephen T. O'Keefe

Title: Partner

State of Virginia :  
County of Prince William :

Subscribed and sworn to before me this 27 day of September, 2022,  
in my County and State aforesaid, by the aforementioned principal.

  
NOTARY PUBLIC



My Commission Expires: 10-31-25

My Notary Registration Number: 7354141