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HANOVER COUNTY

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PLANNING DEPARTMENT

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PRINCIPAL PLANNER

C. JASON HAZELWOOD
CODE COMPLIANCE SUPERVISOR

ERIN M. BABER
BUSINESS MANAGER

P. O. BOX 470
HANOVER, VIRGINIA 23069
PHONE 804-365-6171

August 15, 2025

VIA email: acondlin@rothjackson.com
Andrew M. Condlin
1519 Summit Avenue, Suite 102
Richmond, VA 23230

RE: REZ2025-00014, Farley Farms, L.L.C.
CUP2025-00011, Old Ridge Road, L.L.C.
SE2025-00019, Old Ridge Road, L.L.C.

Dear Mr. Condlin,

Planning staff has conducted a review of your application materials and provides the comments listed below. Attached, you will also find comments from other reviewing agencies. Your request has tentatively been placed on the Planning Commission's agenda for **November 20, 2025**. Please respond to the comments below by **October 17, 2025**, which is the submittal deadline for the November meeting.

The following are Planning staff's comments regarding your request:

1. Add the following details to the conceptual plan:
 - a. Building locations with use labels
 - b. Solar panel locations
 - c. Interior roads including widths
 - d. Buffer planting details and buffer widths
 - e. Distances of nearest homes to property lines
 - f. Access to the proposed Stormwater Management Area
 - g. Tree preservation areas
 - h. The turn taper that is recommended in TIA
 - i. Wetlands and RPA locations
 - j. Open space acreage.
 - k. Label the South Anna River.
 - l. Show proposed fencing locations.

- m. The access points need to be further apart (*Note comments from the Fire Marshalls Office*). In addition, note that the adjacent property across Old Ridge Road (GPIN 7882-62-8376) is zoned M-3 with proffered conditions (Case C-51-05). In that case, entrance locations were proffered. Consider coordinating entrance locations and improvements to minimize conflicts along Old Ridge Road. Proffer #8 in that case requires that the entrances be located at the locations shown on an entrance plan, and that any use generating 1,772 or more daily trips will have to provide left- and right-turn lanes at each project entrance. The TIA submitted with REZ2025-00014 indicates that this proposed project will generate more trips than possible development across Old Ridge Road, but lesser improvements are proposed.
 - n. The CUP Area should include all development related to the CUP including buffers and accesses, and Stormwater Management. Please adjust the area to include these features.
 - o. If there will be phasing of the facility, please identify details on the plan.
2. Photos of buildings and development details were submitted. Please submit drawings of the buildings and development details with measurements and color labels, including solar panel details and add them as sheets to the conceptual plan.
3. Regarding the proffers that were submitted, staff recommends addressing the following:
- a. Add the following proffer: *Fire/EMS: Within six months of operation of the facility, the owner or developer must coordinate with the County's Fire-EMS Department to provide materials, education, and/or training to their staff serving the development and how to safely respond to on-site emergencies.*
 - b. Add a proffer for the turn taper recommended in TIA.
 - c. Note that the adjacent segment of the South Anna River is identified on the Comprehensive Plan: Natural Heritage Conservation Sites Map as a Stream Conservation Unit, based upon the Virginia Department of Conservation and Recreation's Natural Heritage Data Explorer. Natural heritage sites are described on p. 144 of the Comprehensive Plan, and Strategy EN.3e encourages the protection of these resources during the development review process (p. 156). Consider site design features and/or proffers that prevent and mitigate impacts to on-site natural heritage resources.
 - d. Proffer #18 (Buffers) should include more details related to maintenance and planting standards for areas lacking vegetation. I have attached the ordinance for a similar case (*see proffer #4*) for reference. In addition, the proffer states that the buffer is 150' wide; however, the buffer shown on the plan varies in width.
 - e. Proffer #7 (Construction Traffic): Add the following language: *Prior to site plan approval and following construction of the facility, the owner or developer must contact the Virginia Department of Transportation (VDOT) to inspect the pre-construction and post-construction conditions of Old Ridge Road (State Route 738) to ensure that the road has been restored to pre-construction conditions.*
4. Regarding the Traffic Impact Analysis that was submitted, please address the following as discussed in the scoping meeting:
- a. The assumed development for the property is 1.0M sf distribution center.
 - b. The scope of study should be expanded to include the US 1/Kings Dominion Blvd and US 1/Ellet's crossing intersections.
 - c. The trip distributions should be adjusted to reflect site-generated traffic more heavily weighted to the north to access Kings Dominion Blvd and I-95, as opposed to going south through Ashland.

- d. The assumed growth rates for background traffic should show as 2% for US 1 and 1% for the other roads, as discussed.
5. Please submit a water capacity analysis for the proposal (*See comments from Public Utilities*).
6. I am still waiting on comments from the Historical Commission and the Public Works Airport Division. I will send you comments when I receive them.
7. Staff recommends a community meeting for this case. When planning the community meeting, please coordinate the meeting with your district representatives and staff to determine a mutually acceptable date for the meeting. Please schedule this meeting ahead of the resubmittal deadline. Staff may have additional comments depending on the outcome of the community meeting. I have attached community meeting guideline for reference
8. Please submit a response sheet to this comment letter.
9. Contact me to set up a meeting to discuss these comments with staff.
10. Please email me a PDF of the revised sketch plan and proffers before submitting hard copies. Hard copies will be due by November 6, 2025
11. Staff may have additional comments following responses to this letter and the community meeting.

If you have any questions, please contact me at (804) 365-6374.

Sincerely,



Brendan McHugh
Planner

ZONING STAFF MEETING

Department of Public Utilities Comments

CASE NAME: Old Ridge Road, LLC

PROJECT #: CUP2025-00011

PLEASE MARK THE APPROPRIATE BOX BELOW:

No Comment: ☐

Comments Below: ☒

DATE: 7/9/2025

REVIEWED BY: T. Watkins

The Hanover County Department of Public Utilities (DPU) has reviewed the above referenced conditional use permit request and has the following comments:

1. A new public wastewater pump station (WWPS) in this location is not supported by DPU's 2021 Water and Wastewater Facilities Master Plan.
2. A detailed water and wastewater demand analysis will be required before DPU can determine the required improvements to support this development.
 - a. The Doswell Wastewater Treatment Plant and Ashland Wastewater Treatment Plant may not have the capacity to provide wastewater treatment for this development. Additional improvements at these facilities may be required to provide public sanitary sewer service.
 - b. Alternatively, wastewater from this development may be required to discharge to the Totopotomoy Wastewater Treatment Plant.
3. Any proposed WWPS site cannot be located within a floodplain and shall be a minimum of 1' above the floodplain elevation.
4. Any proposed WWPS will be required to have a separate headworks with a grinder and a bypass manual bar screen.
5. Water and sanitary sewer extensions and/or easements will need to be extended to serve nearby properties.
6. A Utility Master Plan shall be approved by DPU for the entire development prior to DPU recommending approval of any associated construction plan or site plan. The Utility Master Plan may be amended in the future if needed based on changes in the proposed development.
7. Any improvements, extensions or new connections to the public water or sanitary sewer systems will need to be completed in accordance with DPU requirements.
8. Off-site Water and Sanitary Sewer Easement will be required.

9. Off-site Water and Sanitary Sewer Easements shall be recorded prior to DPU recommending approval of any construction plan or site plan for this development.
10. The developer is responsible for the cost of all improvements required to support this development.
11. After the zoning process, but prior to initiating site design or construction drawings, the developer should meet with the Fire Marshal's Office to discuss the proposed layout and determine the location of the fire hydrants. DPU should be consulted either jointly or following the meeting with the Fire Marshal's Office to discuss the layout of the waterlines that will supply the hydrants.

Please feel free to contact me if you have any questions or concerns.

ZONING STAFF MEETING

Department of Public Utilities Comments

CASE NAME: Old Ridge Road, LLC

PROJECT #: SE2025-00019

PLEASE MARK THE APPROPRIATE BOX BELOW:

No Comment: ☒

Comments Below: ☐

DATE: 7/9/2025

REVIEWED BY: T. Watkins

The Hanover County Department of Public Utilities (DPU) has reviewed the above referenced special exception request and has no comments.

Please feel free to contact me if you have any questions or concerns.



HANOVER FIRE-EMS

OFFICE OF THE FIRE MARSHAL



P.O. Box 470 Hanover, VA 23069, General Questions - (804) 365-6195, Email - fmo@hanovercounty.gov

FIRE PLANS REVIEW

Date:	7-16-2025
Subject:	OLD RIDGE ROAD LLC
Jurisdiction:	Hanover
Trakit File #	CUP2025-00011
From:	Lieutenant Paul Polivka Phone: 804-365-4858 Email: ptpolivka@hanovercounty.gov
To:	Brendan McHugh
Type of Review:	Conditional Use Permit 1 st Review
Comments:	• The Hanover Office of the Fire Marshal has completed its review of this property's Conditional Use Permit and has the following comments as the project advances. • As this project progresses, the applicant should be aware of the requirements of the Hanover Fire Marshal's Office. Requirements can be found on the Hanover Fire and EMS web page: https://www.hanovercounty.gov/1082/Plans-Review. • Buildings or facilities with a gross area of more than 62,000 square feet (124,000 w/sprinklers) shall be provided with two separate and approved fire apparatus access roads. VSFPC - D104.2 (2012) • Where two fire apparatus access roads are required, they shall be placed a distance apart equal to not less than one-half of the length of the maximum overall diagonal dimension of the lot or area to be served, measured in a straight line between accesses. VSFPC - D104.3 (2012) • The Hanover County- Plans Review Guidelines and the Commercial Development- Checklist are in the Reference Plans Review Tab.



HANOVER FIRE-EMS

OFFICE OF THE FIRE MARSHAL



P.O. Box 470 Hanover, VA 23069, General Questions - (804) 365-6195, Email - fmo@hanovercounty.gov

FIRE PLANS REVIEW

Date:	7-16-2025
Subject:	OLD RIDGE ROAD LLC
Jurisdiction:	Hanover
Trakit File #	CUP2025-00011
From:	Lieutenant Paul Polivka Phone: 804-365-4858 Email: ptpolivka@hanovercounty.gov
To:	Brendan McHugh
Type of Review:	Conditional Use Permit 1 st Review
Comments:	• The Hanover Office of the Fire Marshal has completed its review of this property's Conditional Use Permit and has the following comments as the project advances. • As this project progresses, the applicant should be aware of the requirements of the Hanover Fire Marshal's Office. Requirements can be found on the Hanover Fire and EMS web page: https://www.hanovercounty.gov/1082/Plans-Review. • Buildings or facilities with a gross area of more than 62,000 square feet (124,000 w/sprinklers) shall be provided with two separate and approved fire apparatus access roads. VSFPC - D104.2 (2012) • Where two fire apparatus access roads are required, they shall be placed a distance apart equal to not less than one-half of the length of the maximum overall diagonal dimension of the lot or area to be served, measured in a straight line between accesses. VSFPC - D104.3 (2012) • The Hanover County- Plans Review Guidelines and the Commercial Development- Checklist are in the Reference Plans Review Tab.



HANOVER FIRE-EMS

OFFICE OF THE FIRE MARSHAL



P.O. Box 470 Hanover, VA 23069, General Questions - (804) 365-6195, Email - fmo@hanovercounty.gov

FIRE PLANS REVIEW

Date:	7-16-2025
Subject:	OLD RIDGE ROAD LLC
Jurisdiction:	Hanover
Trakit File #	SE2025-00019
From:	Lieutenant Paul Polivka Phone: 804-365-4858 Email: ptpolivka@hanovercounty.gov
To:	Brendan McHugh
Type of Review:	Special Exception 1 st Review
Comments:	1. The Hanover Office of the Fire Marshal has completed its review of the Special Exception and has the following comments as the project advances. • As this project progresses, the applicant should be aware of the requirements of the Hanover Fire Marshal's Office. Requirements can be found on the Hanover Fire and EMS web page: https://www.hanovercounty.gov/1082/Plans-Review. • Buildings or facilities with a gross area of more than 62,000 square feet (124,000 w/sprinklers) shall be provided with two separate and approved fire apparatus access roads. VSFPC - D104.2 (2012) • Where two fire apparatus access roads are required, they shall be placed a distance apart equal to not less than one-half of the length of the maximum overall diagonal dimension of the lot or area to be served, measured in a straight line between accesses. VSFPC - D104.3 (2012) • The Hanover County- Plans Review Guidelines and the Commercial Development- Checklist are in the Reference Plans Review Tab.

Rezoning (SE2025-00019)
Department of Planning
Development Review Comments

CASE NAME: Farley Farms L.L.C. and Brandon Huff
TRACKIT PROJECT #: SE2025-00019
PLEASE MARK THE APPROPRIATE BOX BELOW:

No Comment ☐

Comments Below ☒

DATE: 7/23/2025

REVIEWED BY: Ryan Fletcher

Comments:

- The height restrictions for the M-2 are as follows: All structures not specifically exempted in Section 26-248 shall not exceed a height of three (3) stories or forty-five (45) feet, whichever is less. **This would apply for the proposed buildings** (Section 26-179(2))
- Section 26-248(a)(1)(m) states that smoke stacks can be a height not to exceed one hundred twenty-five (125) feet. **This would apply to the proposed smoke stacks.**
- The Conceptual Plan needs more details, please revise accordingly to the sketch plan requirements, please show the location of the proposed building and smokestacks.
- Might be worth asking for photo simulations for the 110' buildings and the 180' smoke stacks. Views from any historical features and from public right-of-way.

Department of Public Works Comments

CASE NAME: FARLEY FARMS, L.L.C. AND BRANDON HUFF

TRACKIT PROJECT #: REZ2024-00014

PLEASE MARK THE APPROPRIATE BOX BELOW:

No Comment ☐

Comments Below ☒

DATE: 07/22/2025

REVIEWED BY: MJD

No comments on Rezoning

Comments on future development.

1. Wetlands delineation, evaluation of CBPA and extent of RPA required. Water quality impact assessment certification required along with associated supporting information.
2. Additional development subject to runoff reduction and channel protection.
3. With the large increase in impervious area, it is likely that the onsite detention of stormwater will be required.
4. If development is 5 acres or more or 10lb or more of phos load, 75% of nutrient reduction must be met on site.
5. Analysis of downstream manmade and natural systems to a point where the site is less than 1% of drainage area will likely be required.
6. Use new DEQ Virginia Stormwater Management Handbook for E&S and Stormwater design and specifications.

ZONING STAFF MEETING

Department of Public Utilities Comments

CASE NAME: Farley Farms, LLC and Brandon Huff

PROJECT #: REZ2025-00014

PLEASE MARK THE APPROPRIATE BOX BELOW:

No Comment: ☐

Comments Below: ☒

DATE: 7/9/2025

REVIEWED BY: T. Watkins

The Hanover County Department of Public Utilities (DPU) has reviewed the above referenced rezoning request and has the following comments:

1. Any improvements, extensions or new connections to the public water or sanitary sewer systems will need to be completed in accordance with DPU requirements.
2. Public water service will require an off-site 16" waterline extension. Off-site Water and Sanitary Sewer Easements may be required.
3. Public sanitary sewer service is not immediately available.
 - a. Providing public sanitary sewer service may require construction of public and/or private wastewater pump stations and sanitary sewer force mains.
 - b. Gravity sanitary sewer service is not currently available to this site.
 - c. Off-site Water and Sanitary Sewer Easements will be required.
4. Off-site Water and Sanitary Sewer Easements shall be recorded prior to DPU recommending approval of any construction plan or site plan for this development.
5. This development may be eligible for oversized credits for the water and sanitary sewer improvements.
6. A Utility Master Plan will be required for this development.
7. A detailed water and wastewater demand analysis will be required before DPU can determine the required improvements to support this development.
 - a. The Doswell Wastewater Treatment Plant and Ashland Wastewater Treatment Plant may not have the capacity to provide wastewater treatment for this development. Additional improvements at these facilities may be required to provide public sanitary sewer service.
 - b. Alternatively, wastewater from this development may be required to discharge to the Totopotomoy Wastewater Treatment Plant.

8. The developer is responsible for the cost of all improvements required to support this development.
9. After the zoning process, but prior to initiating site design or construction drawings, the developer should meet with the Fire Marshal's office to discuss the proposed layout and determine the location of the fire hydrants and then meet with DPU to discuss the layout of the waterlines that will supply the hydrants.

Please feel free to contact me if you have any questions or concerns.

Department of Public Works Comments

CASE NAME: FARLEY FARMS, L.L.C. AND BRANDON HUFF

TRACKIT PROJECT #: REZ2024-00014

PLEASE MARK THE APPROPRIATE BOX BELOW:

No Comment ☒

Comments Below ☒

DATE: 07/22/2025

REVIEWED BY: MJD

No comments on Rezoning

Comments on future development.

1. Wetlands delineation, evaluation of CBPA and extent of RPA required. Water quality impact assessment certification required along with associated supporting information.
2. Additional development subject to runoff reduction and channel protection.
3. With the large increase in impervious area, it is likely that the onsite detention of stormwater will be required.
4. If development is 5 acres or more or 10lb or more of phos load, 75% of nutrient reduction must be met on site.
5. Analysis of downstream manmade and natural systems to a point where the site is less than 1% of drainage area will likely be required.
6. Use new DEQ Virginia Stormwater Management Handbook for E&S and Stormwater design and specifications.



HANOVER FIRE-EMS OFFICE OF THE FIRE MARSHAL



P.O. Box 470 Hanover, VA 23069, General Questions - (804) 365-6195, Email - fmo@hanovercounty.gov

FIRE PLANS REVIEW

Date:	7-16-2025
Subject:	FARLEY FARMS, L.L.C. AND BRANDON HUFF
Jurisdiction:	Hanover
Trakit File #	REZ2025-00014
From:	Lieutenant Paul Polivka Phone: 804-365-4858 Email: ptpolivka@hanovercounty.gov
To:	Brendan McHugh
Type of Review:	Rezoning 1 st Review
Comments:	• The Hanover Office of the Fire Marshal has completed its review of the Rezoning of this property and has the following comments as the project advances. • As this project progresses, the applicant should be aware of the requirements of the Hanover Fire Marshal's Office. Requirements can be found on the Hanover Fire and EMS web page: https://www.hanovercounty.gov/1082/Plans-Review. • Buildings or facilities with a gross area of more than 62,000 square feet (124,000 w/sprinklers) shall be provided with two separate and approved fire apparatus access roads. VSFPC - D104.2 (2012) • Where two fire apparatus access roads are required, they shall be placed a distance apart equal to not less than one-half of the length of the maximum overall diagonal dimension of the lot or area to be served, measured in a straight line between accesses. VSFPC - D104.3 (2012) • The Hanover County- Plans Review Guidelines and the Commercial Development- Checklist are in the Reference Plans Review Tab.



COMMONWEALTH of VIRGINIA

DEPARTMENT OF TRANSPORTATION

RICHMOND DISTRICT
2430 Pine Forest Drive
COLONIAL HEIGHTS, VA 23834
www.VDOT.Virginia.gov

Stephen C. Brich, P.E.
COMMISSIONER

July 25, 2025

County of Hanover
Department of Planning and Zoning
P.O. Box 470
Hanover, VA 23069
Attn.: Brendan McHugh

Re: CUP2025-00011 – Old Ridge Road, LLC
REZ2025-00014 – Farley Farms, LLC and Brandon Huff

Mr. McHugh,

The Department of Transportation, Ashland Residency Transportation and Land Use Section has reviewed the above referenced conditional use permit and rezoning request submitted by Roth Jackson Gibbons Condlin, PLC dated, June 30, 2025 and offer the following comments:

1. It is the Departments understanding that the study will be rescoped and subsequently revised prior to the next submission.
2. The Department assumes that the intersection and stopping sight distance at the proposed entrance locations have been checked.
3. Please note that other data centers in the district have had major traffic impacts during construction, with the construction traffic having more of an impact than anticipated at the buildout of the site. If a data center is a proposed use the Department recommends adding a scenario to the study that would capture construction traffic.

A VDOT Land Use Permit will be required prior to any work within the right of way. The owner/developer must contact the Ashland Residency Transportation and Land Use Section at 804-585-3592 for information pertaining to this process.

Sincerely,

Adam J. Moore P.E.
Area Land Use Engineer
Ashland Residency

WE KEEP VIRGINIA MOVING



COMMONWEALTH of VIRGINIA

DEPARTMENT OF TRANSPORTATION
RICHMOND DISTRICT
2430 Pine Forest Drive
COLONIAL HEIGHTS, VA 23834
www.VDOT.Virginia.gov

Stephen C. Brich, P.E.
COMMISSIONER

July 14, 2025

County of Hanover
Department of Planning and Zoning
P.O. Box 470
Hanover, VA 23069
Attn.: Brendan McHugh

Re: SE2025-00019 – Old Ridge Road, LLC

Mr. McHugh,

The Department of Transportation, Ashland Residency Transportation and Land Use Section has reviewed the above referenced special exception request submitted by Roth Jackson Gibbons Condlin PLC dated, June 30, 2025 and find the request to be generally acceptable.

This subject parcel is also under review as CUP2025-00011 and REZ2025-00014, for which a TIA is currently under review.

A VDOT Land Use Permit will be required prior to any work within the right of way. The owner/developer must contact the Ashland Residency Transportation and Land Use Section at 804-585-3592 for information pertaining to this process.

Sincerely,

Adam J. Moore P.E.
Area Land Use Engineer
Ashland Residency

BOARD OF SUPERVISORS

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CODE COMPLIANCE SUPERVISOR

ERIN M. BABER
BUSINESS MANAGER

P. O. BOX 470
HANOVER, VIRGINIA 23069
PHONE 804-365-6171

April 1, 2024

Jeffrey P. Geiger, Esquire
Hirschler
P.O. Box 500
Richmond, Virginia 23218

RE: Approval of REZ2023-00035, Blenheim Associates

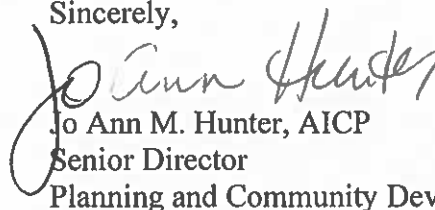
Dear Mr. Geiger,

At their meeting of March 27, 2024, the Hanover County Board of Supervisors voted to **APPROVE** the above-captioned request to rezone from A-1, Agricultural District, to M-1(c), Limited Industrial District with conditions, on GPINs 7881-90-1327, 7890-29-5185, 7891-01-7827, 7881-62-7381, and 7881-44-0826, consisting of approximately 1,211.65 acres, with conditions 1 through 13 as set forth in the attached Ordinance for REZ2023-00035, Blenheim Associates LP, et al. The Board's approval incorporates adoption of the Ordinance. Attached please find the approved conceptual plan.

Prior to initiating the new uses on this property, you must obtain Site Plan approval. The Planning staff will be glad to assist you in this process.

Should you require any additional information or assistance concerning this matter, please do not hesitate to contact Jessica Crews, Applicant Liaison, or me at (804) 365-6171.

Sincerely,


Jo Ann M. Hunter, AICP
Senior Director
Planning and Community Development

JMH/abw

cc: Jeff S. Stoneman
Richard W. Paul
Jessica Crews

Planning Commission
Tim O'Keefe
Sharon Brumfield

Erin Baber
Jason Hazelwood
Kimberlee Daniels

ORDINANCE REZ2023-00035

OWNER OF RECORD: BLENHEIM ASSOCIATES LP, ET AL.

WHEREAS the Planning Commission of Hanover County has held an advertised public hearing and forwarded this case to the Board of Supervisors with a recommendation of **APPROVAL** of the adoption of the following amendment to the Zoning Ordinance and Zoning District Map of Hanover County; and

WHEREAS the Board of Supervisors has held public hearings on the 28th day of February 2024 and the 27th day of March 2024, and advertised in the Richmond Times-Dispatch once a week for two successive weeks as required by Virginia Code Section 15.2-2204; and

WHEREAS the Board of Supervisors has determined that the public necessity, convenience, general welfare, and good zoning practices require this amendment.

NOW, THEREFORE, BE IT ORDAINED by the Board of Supervisors of Hanover County that the Zoning Ordinance and the Zoning District Map of this County are amended with conditions by the rezoning of the property described as GPINs 7881-90-1327, 7890-29-5185, 7891-01-7827, 7881-62-7381, and 7881-44-0826, consisting of approximately 1,211.65 acres, and located on the south line of Hickory Hill Road (State Route 646) at its intersection with Old Ridge Road (State Route 738), from A-1, Agricultural District, to M-1(c), Limited Industrial District with conditions, with the following conditions, which were proffered by the applicant on March 27, 2024, and accepted by the Board:

1. Land Use.

- a. Permitted Use. The use of the Property shall be limited to data processing, which includes data centers, data equipment, data storage and other technological services, for the creation of a technology park for the storage of data, together with permitted accessory uses.
- b. Supporting Uses. Uses in support of the above permitted use may be constructed on the Property, including, (i) buildings for support offices and security, (ii) buildings for maintenance and maintenance offices, (iii) all electric generation, distribution, transmission and substation facilities (including solar facilities designed to serve the electricity or thermal needs of each data center building located on the same parcel as the solar facility), (iv) enclosed energy and fuel storage facilities, (v) office, general office and storage, (vi) logistics and maintenance facilities, (vii) water and sewer facilities, (viii) water treatment facilities, (ix) water storage facilities and associated water pumps, (x) communication, broadband, fiber optic utilities, and (xi) and other private utilities, all public utilities, and other supporting uses that relate to and support the permitted

primary uses described herein. The Applicant has applied for the Conditional Use Permits to the extent required for the supporting uses and, if approved, the supporting use shall be subject to the conditions set forth in the accompanying Conditional Use Permit or Concept Plan, as applicable.

2. Site Development.

- a. The Property will be developed in substantial conformance with the layout illustrated on sheets C3.0 to C3.4 of the Concept Plan, which is attached hereto, incorporated herein by reference and marked as **Exhibit A** and subject to the requirements and adjustments permitted in the conditions and notes stated therein and these proffered conditions. All parcel lines, private road locations, access points and entrances, boundaries of buildable areas, accessory use locations, utility locations (including substations), stormwater management facilities, and dimensions of undeveloped areas, all as illustrated on sheets C3.0 to C3.4 of the Concept Plan, may be adjusted for purposes of final engineering of site or subdivision plans (for multiple phases) and to further allow for compliance with the requirements of state and federal agency regulations including but not limited to, Virginia Department of Historical Resources ("DHR"), Virginia Department of Transportation ("VDOT"), Virginia Department of Conservation and Recreation ("DCR"), U.S. Army Corps. of Engineers, and the County's Zoning Ordinance, Subdivision Ordinance, and other applicable design standards. The determination as to whether adjustments are in substantial conformance with the layout illustrated on sheets C3.0 to C3.4 of the Concept Plan shall be made by the Director of Planning.

3. Building Setback. All buildings shall be setback from property lines as follows:

- a. **From Interstate 95:** Minimum of one hundred fifty feet (150') from the right-of-way of Interstate 95;
- b. **From Hickory Hill Road (West of Old Ridge Road):** Minimum of one hundred ninety feet (190') from the ultimate right-of-way of Hickory Hill Road west of its intersection of Old Ridge Road;
- c. **From Hickory Hill Road (East of Old Ridge Road):** Minimum of two hundred feet (200') from the ultimate right-of-way of Hickory Hill Road east of its intersection with Old Ridge Road;
- d. **Along the Eastern Perimeter Boundary Line In Areas Where the Buffer is 100':** Minimum of one hundred fifty feet (150') from the perimeter boundary line;
- e. **Along the Southeast Perimeter Boundary Line as Illustrated on Sheets C3.0 and C3.4 of the Concept Plan:** Minimum of two hundred fifty feet (250') from the perimeter boundary line; and
- f. **From Other Properties Adjacent to Property's Perimeter Boundary Lines:** Minimum of two hundred feet (200') from adjacent properties along the perimeter boundary line.

This requirement does not modify the front yard distance in the M-1 Zoning District.

4. Natural Perimeter Buffers and Additional Internal Greenbelt.

a. 150 Foot Natural Perimeter Buffers. Natural perimeter buffers shall be provided as follows:

- i. Minimum Width: The portion of the Property adjacent to all boundary lines of the Property shall remain in its natural state to serve as a natural buffer along such boundary lines for a minimum width of 150' measured from the property line or ultimate right-of-way of adjacent roads, other than (i) the Westernmost boundary of the Property adjacent to Interstate 95 which shall have a natural buffer minimum width of 75', (ii) a portion of the Eastern boundary of the Property which shall have a natural buffer minimum width of 75', and (iii) a small area on the Northwest of the Property required to facilitate the construction of the westernmost road entrance which shall have a natural buffer minimum width of 60', in each case in the locations as generally shown on sheets C3.0 to C3.4 of the Concept Plan (the "Natural Buffer").
- ii. Maintenance of Existing Vegetation and Allowable Disturbance: Existing vegetation within the Natural Buffer shall be undisturbed, except for the limited purposes specifically set forth in this paragraph. Dead or diseased trees may be removed. Entrance improvements, including access roads (including a private entrance way in connection with the Cemetery Access Way (defined below)), signage and other similar and associated improvements, may be installed within this buffer area. Other improvements having minimal impact on the existing trees within this buffer area (i.e. handholes, junction boxes, utility pedestals), but not stormwater basins or other improvements requiring mass grading and/or the removal of a significant number of trees, may be requested by the owner and approved by the Planning Director at the time of site plan review and approval. Security fencing will not be located within the Natural Buffer. Utility easements may pass through this buffer area in a generally perpendicular manner (may not exceed 45 degrees), unless currently existing. Notwithstanding the foregoing, any resource protection areas (RPAs) within the Natural Buffer shall not be impacted, other than for access roads into the Property as identified on the Concept Plan. This Natural Buffer shall be included within any required setback along the perimeter of the Property.
- iii. Supplemental Plantings:
 1. Existing vegetation will not need to be supplemented if the existing vegetation meets the following conditions:
 - a. The buffer area is covered with at least 75% of naturally-established vegetation;

- b. The existing plant material is mature and in healthy condition;
 - c. The existing plant material consists of a mix of evergreen and deciduous trees which satisfy the following:
 - i. Existing deciduous trees having a minimum 4 inch caliper measured two feet from the ground;
 - ii. Evergreen trees that are a minimum of ten feet in height; and
 - iii. Hardy shrubs that are a minimum of two feet in height and width with a full growth habit;
 - iv. Any existing trees which are used to satisfy this requirement must have the entirety of their canopies located within the buffer area; and
 - v. There is an established understory of small trees and shrubs, both evergreen and deciduous, to provide significant buffering at the lower forested area.
2. Existing vegetation that does not meet the requirements above shall be supplemented in accordance with the following standards:
- a. Existing vegetation with no understory as required in subsection 4.a.iii.1.c.v. above must be improved as follows:
 - i. 3 small deciduous understory trees per 100 feet of buffer length;
 - ii. 3 small evergreen trees per 100 feet of buffer length;
 - iii. 5 large shrubs per 100 feet of buffer length; and
 - iv. 10 small to medium shrubs per 100 feet of buffer length.
 - b. Existing vegetation with no evergreen tree component as required in subsection 4.a.iii.1.c.iii. above must have the following, located along the inside or outside buffer line in a staggered pattern:
 - i. 4 large evergreen trees per 100 feet of buffer length; and
 - ii. 6 small evergreen trees per 100 feet of buffer length.
 - c. Existing vegetation with no deciduous tree component as required in subsection 4.a.iii.1.c.iii. above will not qualify and the existing vegetation must be modified and replanted in accordance with subsection 4.a.iii.1.d. below. Existing evergreen trees can be used to meet the requirements related to evergreen trees.

- d. Where existing vegetation does not comply with subsection iii. above due to immature, inadequate or unhealthy trees and shrubs, the owner shall plant a staggered pattern and placement in accordance with the following standards:
 - i. Plantings may be clustered within the buffer as long as there are no vegetative gaps of ten (10) or more linear feet or the existing stand of trees have no branches or understory growth lower than six feet from the ground.
 - ii. Clusters to be of no more than 50' in width consisting of:
 - 1. 2 Large Deciduous Trees;
 - 2. 4 Small Deciduous Trees;
 - 3. 6 Large Evergreen Trees;
 - 4. 8 Small Evergreen Trees;
 - 5. 7 large shrubs; and
 - 6. 15 Small to medium shrubs.
- 3. Unless otherwise specified, references to the size of required trees and the characteristics of required trees and shrubs are in accordance with Section 26-265. Shrub sizes are as follows: small shrubs are those that do not exceed 4 feet at maturity without pruning, medium shrubs are those that reach 4 to 8 feet at maturity without pruning, and large shrubs are those that reach greater than 8 feet at maturity. Maturity for shrubs is 7 years of age.
- iv. The determination of whether existing vegetation needs supplementing shall be made at the time of site plan submittal for building construction and the determination shall be made for the portion of the Natural Buffer shown within or adjacent to the area encompassed within the requested site plan approval. At the time of site plan review and approval the planting standards contained in this Section 4.a.iii may be reasonably modified based on soil and plant growth needs as approved by the Planning Director.
- b. Additional 25 Foot Internal Greenbelt (In Limited Areas). A greenbelt, consisting of a landscaped area, shall be provided as follows:
 - i. Minimum Width: A greenbelt, consisting of a landscaped area, shall be provided on the project side of the Natural Buffer in the locations where the Natural Buffer is less than 150'. The greenbelt shall be a minimum width of 25', other than a small area on the Northwest of the Property required to facilitate the construction of the first road entrance which shall have a greenbelt minimum width of 40', all as generally shown on sheets C3.0 to C3.4 of the Concept Plan. This greenbelt area shall be included within any required setback along the perimeter of the Property.

- ii. Maintenance of Existing Vegetation: Except as described in Condition 4.b.iii, existing vegetation within the greenbelt will be maintained; provided, however, that dead and diseased trees may be removed.
 - iii. Allowable Disturbance and Replanting: This greenbelt may be used, to the extent necessary or allowed, for entrance drives, utility easements, utility improvements, grading, drainage, Best Management Practice ("BMP") facilities, and signage and other purposes permitted or required at the time of site plan review and approval. This greenbelt may also be used for the installation of a private entrance way (not to exceed 20' in width) from Hickory Hill Road and for the purpose of serving a private cemetery on an adjacent property, as generally illustrated on sheet C3.0 of the Concept Plan (the "Cemetery Access Way"). Where not prevented by easements and other improvements within the greenbelt, the greenbelt shall be replanted and the existing vegetation supplemented in accordance with Section 4.a.iii above, or as otherwise approved at the time of site plan review and approval. The obligation in the prior sentence applies to any portion of the greenbelt that was deforested prior to the approval of this rezoning request. Any BMP facilities located within this greenbelt shall be designed to be an aesthetic amenity that is compatible with the spirit and intent of the greenbelt (perimeter landscaping with small deciduous trees and evergreen shrubs around the BMP facilities), as approved at the time of plan of development review and approval.
- c. Natural Buffer Protection Measures. If any construction activity or other land disturbance on the interior of the Project comes within 20' of the interior edge of any portion of the Natural Buffer, then in order to protect that portion of the Natural Buffer, a temporary construction fence, with a minimum height of four (4) feet, shall be installed along the interior edge of that portion of the Natural Buffer (i.e. where the Natural Buffer is 150' as set forth above, the temporary construction fence will be installed 170' in from the property boundary line to protect that portion of the Natural Buffer). The temporary fence may be removed upon completion of the applicable construction or other land disturbance activity.
 - d. Extension of Buffers Through RPA. The buffers around the Property will be wider than the 100' or 150' set forth above, as applicable, where resource protection areas ("RPA"s) are contiguous to the interior side of the greenbelt or the Natural Buffer, as applicable, in the areas noted on the Concept Plan, subject to permitted crossings of roads and utilities, and the construction of a sanitary sewer lift station and appurtenances, all in compliance with applicable laws.

5. General Design Standards

(1) Buildings.

- a. In all instances, the data center buildings, and any energy storage standalone structures, on the Property will be constructed to NFPA code sections 75, 76 and 855, as applicable, as well as all other applicable code, including the

applicable provisions of the Virginia Uniform Statewide Building Code in effect at the time of building permit application.

- b. When adjacent to any road (including internal and external public roads), buildings shall orient the primary building entrance to such roads, unless the Applicant can reasonably demonstrate such orientation is not reasonable in light of the overall Project.
- c. Pedestrian walkways at least five feet in width will be provided through parking areas to provide connections from parking lots to the primary building entrance, with such walkways separated from parking spaces and drive aisles by curbing and/or landscaping.
- d. Any secondary entrance(s) shall be connected by a pedestrian walkway to building parking.
- e. If loading docks or service entries located on the side or rear of buildings are visible from public roadways, then they shall be screened using other buildings, and/or in accordance with standards set forth in Sec. 26-263 (Screening and planting standards). Loading areas shall not be located on the front side of a building.
- f. Principal Building Facades will meet the following standards:
 - i. For the purposes of this subsection, the term "principal building facades" shall include all building facades substantially visible to abutting public roads or adjacent to planned or existing residential districts.
 - ii. Principal building facades shall avoid the use of undifferentiated surfaces by including at least four (4) of the following design elements:
 - 1. change in building height
 - 2. building step-backs, projections or recesses
 - 3. fenestration
 - 4. changes in building material, pattern, texture, color
 - 5. use of accent material
 - 6. overhangs
 - 7. canopies or porticos
 - 8. arcades
 - 9. variations in the roof line
 - iii. Principal building facades shall use one or more neutral colors (such as taupe, tan, brown, beige, ivory, cream, white, black, grey) with accent colors to complement the dominant building color. High-contrast colors should be avoided.

- iv. When a building has more than one principal facade, such facades shall be consistent in their design, materials, details, and treatments.
- v. Samples of facade styles are attached hereto as **Exhibit B**.
- vi. Building elevations must be submitted with the site plan application for each data center building. In the event a building's architectural style is not in accordance with the foregoing, deviations may be approved by the Planning Director, upon the Planning Director's finding that the deviations are generally in keeping with the spirit and concept of the illustrations.

g. Building Materials:

- i. All buildings shall have exposed exterior siding (above grade and exclusive of trim and architectural details) of any of the following: stone, cultured stone, stone veneer, brick, brick veneer, E.I.F.S., cementitious siding (e.g. Hardi-plank), glass, tiles, tilt-up panels, decorative metal panels, other masonry materials, or a combination of the foregoing, unless different architectural treatment and/or materials are specifically approved by the Planning Director, with respect to the exposed portion of any such wall, at the time of Site Plan review.
- ii. A minimum of 50% of the principal building facade(s) shall consist of brick, brick veneer, stone, cultured stone, stone veneer, concrete (both precast and cast-in-place), decorative metal panels or anodized aluminum and/or glazing systems as finish materials, and a minimum of 25% of the other elevations shall consist of those materials.
- h. Subsections (f) and (g) shall only apply to data center buildings and structures and not to any supporting uses, provided such facilities or buildings are buffered by other uses which mitigate the visual impacts to public roads or abutting properties.
- i. Any reference to "roads," "public roads" or "rights of way" under this Section (1) shall not include Interstate 95.
- j. Building Height in "Building Area 8" (identified on sheets C3.0 to C3.4 of the Concept Plan) shall be limited to 75 feet in height (subject to approval of a Special Exception by the Board of Supervisors).

(2) Screening of Building Mechanical Equipment, Critical Infrastructure and Utility Substations.

- a. Ground-level mechanical equipment, substations or accessory uses (not including parking areas) that are visible from public rights-of-way and/or adjacent residential dwellings will be screened from public view using one or multiple of the following methods of screening:
 - 1. A principal building;

2. Existing vegetation that will remain on the Property, or new, planted vegetation (ex. evergreens or shrubs) that provides sufficient coverage to screen from public view;
 3. A visually solid fence, screen wall or panel, or other visually solid screen that shall be constructed of materials that are matching or consistent in style, color and/or texture with those used in the exterior construction of the principal building. These features will be not less than six (6) feet and no more than seven (7) feet in height. Chain link fencing with slats is not permitted to satisfy this requirement.
- b. Above-ground mechanical equipment and structures will be screened from view from adjacent public streets and residential dwellings.
 - c. Any mechanical units placed on the rooftops of buildings shall be screened from view from adjacent public streets and residential dwellings by architectural features which are compatible with building façade architecture. The method of screening shall be provided and reviewed with the Planning Director's review of the building elevations.
 - d. Any reference to "roads," "public roads" or "rights of way" under this Section (2) shall not include Interstate 95
- (3) Signage. All freestanding signs installed at the Project, excluding directional signs, will be designed by the owner thereof as monument signs with a masonry base. Signage related to the authorized uses shall not be illuminated.

6. **Security, Perimeter Fencing and Security Fencing.** Perimeter fencing, security gates, and guard buildings shall be located outside of the Natural Buffer and, where applicable, the Internal Greenbelt Area. Each developed campus area within the Property will be enclosed by perimeter fencing not less than six (6) feet and no more than seven (7) feet in height and will not be located within the required front yard without approval of a Special Exception. The perimeter fencing must be installed on the interior of the Natural Buffer or Internal Greenbelt Area, as applicable, so that it is screened from the ground level view of adjacent property owners at buffer maturity. This perimeter fencing may be installed around the perimeter of the Project or around each "Building Area" shown on sheet C3 of the Concept Plan or a combination for these two options, or as otherwise approved by the Planning Director at the time of site plan review and approval. Security fencing shall be used around the perimeter of the pump station, any substation (unless prohibited by Dominion Power), and any Tier Two Battery Energy Storage System, unless otherwise approved by the Planning Director at the time of site plan review and approval. Fencing immediately adjacent to public or private streets shall not be chain-link, with or without slated inserts, and shall not include barbed wire or other similarly visibly intrusive deterrence device. The design and final location for the perimeter fencing and security fencing shall be approved by the Planning Director for consistency with sheet C4 in the Concept Plan at the time of site plan review and approval.

7. **Lighting.** The maximum height of pole-mounted exterior lighting shall be eighteen feet (18'). All exterior lighting fixtures, including pole-mounted exterior lighting and building-mounted exterior lighting, shall be fully shielded with house side shields installed. Lighting shall not exceed .50 foot-candles at the interior edge of the Natural Buffer or the Internal Greenbelt Area, as applicable. Lighting that is exempt from these requirements includes temporary lighting and lighting provided for emergency or safety and security purposes as required by: the Building Code, Electrical Code, or otherwise within the County Code. Signage related to the authorized uses shall not be illuminated. The uplighting of buildings is prohibited. The maximum height of any building-mounted exterior light fixture shall be 35 feet in height, with the exception of motion-activated security lighting. Although data centers have minimal windows generally, Applicant further proffers that interior lighting will be minimized from being emitted externally at night (using window coverings or other shading mechanisms) where the windows face Hickory Hill Road, the residential subdivision to the South of the Property, or the primary external boundary line of the Property.
8. **Transportation.** Subject to VDOT and County approvals, as applicable, the Applicant proffers the transportation improvements set forth below. Any modifications to the alignment, design and length shall be approved by VDOT. If any of the road improvements identified below are provided by others, then the specific road improvement shall no longer be required.
 - a. *Entrances.* A maximum of 5 entrances will be provided to Hickory Hill Road, unless one or more additional entrances for emergency-only access to any portion of the Project is or are required by the Fire Marshal; provided, however, that one (1) of the 5 maximum entrances shall only be permitted in connection with Applicant's construction of the Cemetery Access Way. Entrances will generally be at the locations shown on the Concept Plan. The final locations and design of the entrances will be completed during the site plan review and approval process and reviewed and approved by the Planning Director for general conformance with the Concept Plan, subject to VDOT entrance approvals. At least two entrances to Hickory Hill Road must be approved, constructed, and completed prior to the site plan approval for any data center building within a third building area.
 - b. *Turn Lanes at Project Entrances.* Other than with respect to the entrance to the Cemetery Access Way only, the Applicant shall design and construct a right turn lane (with 100' of taper and 100' of storage, unless otherwise approved or required by VDOT) into each entrance off of Hickory Hill Road and into the Property in accordance with VDOT construction standards and specifications, and the foregoing may be modified by any design modifications and/or waivers granted by VDOT.
 - c. *Cash Contribution For Hickory Hill Road Improvements.* A one-time cash contribution of \$3,500,000.00 shall be made to Hanover County. This contribution shall be used for capital facility costs incurred with respect to improvements to

Hickory Hill Road between the Interstate 95 Bridge and Old Ridge Road. Such funds shall be paid at the earlier of the time of approval of the first site plan at the Property or within 60 days of written request by Hanover County following Applicant's ownership of the Property.

- d. *Internal Loop Road.* Construct the internal loop road shown on Sheet 3.0 of the Concept Plan to VDOT Standards with shoulders and ditch (not curb and gutter), unless another standard is required by VDOT at the time of plans review and approval.
- e. *Improvements at U.S. Route 1 and Elletts Crossing Road.* The Applicant will construct improvements at the intersection of U.S. Route 1 and Elletts Crossing Road, including the installation of a traffic signal and, as part of that installation, the construction of a westbound left-turn lane (with at least 100 feet of storage and 100 feet of taper), a southbound left-turn lane (with at least 200 feet of storage and 200 feet of taper) (collectively, the "Elletts Improvements"). The obligation to construct the Elletts Improvements shall be triggered by a signal warrant analysis approved by VDOT and the Town of Ashland and the obligation shall end after the approval of the site plan for the initial development within the last campus within the Project. In the event some or all of the Elletts Improvements are provided by others, then Applicant shall not be obligated to provide the Elletts Improvements already provided. With the site plan application for each data center building, the Applicant shall conduct a signal warrant analysis to determine if a traffic signal is warranted at that intersection. If VDOT and the Town of Ashland agrees that the installation of the traffic signal is warranted with that phase of development, the Elletts Improvements must be installed prior to issuance of a Certificate of Occupancy for that phase of development shown on such site plan application, unless extended pursuant to the terms below in this Section. If a signal warrant analysis submitted by Applicant to the Town of Ashland and VDOT indicates that an innovative intersection configuration is feasible, then the innovative intersection configuration will be constructed by Applicant, after review and approval of a conceptual design by the Town of Ashland and VDOT. Any easements or rights of way required in connection with the Elletts Improvements or the innovative intersection configuration under this Section shall not be Applicant's responsibility and shall instead be procured by VDOT, the Town of Ashland or the County as right of way for the public road network. If VDOT, the Town of Ashland or the County do not take or otherwise acquire the necessary right-of-way and easements for the Elletts Improvements or an innovative intersection configuration required by VDOT or the Town of Ashland within 4 years of VDOT's or the Town of Ashland's approval of the signal warrant analysis, then the Applicant shall either (i) receive approval for VDOT or the Town of Ashland to build the portion of the Elletts Improvements within available right-of-way and easements, or (ii) if such approval is not given, then the applicant shall be relieved of the obligation to construct the Elletts Improvements and any innovative intersection configuration required by VDOT or the Town of Ashland.

- f. *Construction Road Damage.* Pavement damage to Hickory Hill Road from I-95 to the western most entrance to the Property off Hickory Hill Road, including shoulders and aprons, attributable to construction of the Project, as reasonably determined by the County Transportation Planner or VDOT staff, as applicable, must be repaired by the Developer / Owner identified by the County Transportation Planner or VDOT staff, as applicable, to have caused such damage, within 120 days of issuance of the final certificate of occupancy for the last building that is subject to each site plan approval, which repair shall be at the Developer / Owner's sole expense. Developer / Owner shall be required to post a bond of \$50,000 at the time such damage is determined by the County Transportation Planner or VDOT staff, as applicable to ensure the required work is completed and which shall be released upon completion of such repair to the County or VDOT staff's reasonable satisfaction, as applicable. Should the County's Transportation Planner or VDOT staff, as applicable, determine that the damage has made the road unsafe, the Developer / Owner identified as causing such unsafe condition will initiate the process of said repairs within forty-eight (48) hours after receiving notice from the County's Transportation Planner or VDOT staff that the damage has made a road unsafe. The applicable Developer / Owner will diligently conduct all repairs required herein in a timely manner.

9. Dedication of Right of Way.

- a. For the portion of the Property running along Hickory Hill Road East from I-95 to Old Ridge Road, the Applicant agrees to dedicate 40 feet of right-of-way from the centerline of Hickory Hill Road to the Property ("Dedication Area") for future road widening, free of cost to the County, upon request of the County or VDOT. Off-site dedications shall not be required by this obligation.
- b. For the portion of the Property running along Hickory Hill Road east of Old Ridge Road, the Applicant agrees to dedicate 25 feet of right-of-way from the centerline of Hickory Hill Road to the Property ("Dedication Area") for future road widening, free of cost to the County, upon request of the County or VDOT. Off-site dedications shall not be required by this obligation.

- 10. Noise Attenuation for Building Design and Related Infrastructure.** Within 30 days after the "ready for service" date for each data center building constructed at the Project (i.e. the date on which all exterior equipment is installed and operational), the Applicant shall provide a noise study that is specific to such data center building to ensure that the noise generated from the data center building and the building's associated infrastructure, together with the other noise generated as of that date from the Project, conforms to the Noise Ordinance. This noise study shall be completed by a certified professional and include recommendations for any necessary mitigation measures required to ensure conformity with the Noise Ordinance and the Applicant shall implement such mitigation measures within 60 days after the date of the noise study, unless a particular mitigation measure requires a longer time to implement and that particular mitigation measure shall be implemented within that longer period time as approved by the Planning Director. Any required mitigation measures may be noted

on the approved plans as an administrative amendment. In addition to the foregoing, Applicant agrees to install physical sound attenuation on any mechanical equipment (including but not limited to ground supported barriers, earthen berms, mechanical screening or other attenuation techniques as specifically called out in subsequent sound studies) that is installed at a data center building located within 1,200 feet of any adjacent residential use and that is either (i) installed on the rooftop of such building or (ii) that is installed on the exterior side of such data center building and directly facing such adjacent residential uses, in each case unless a noise study demonstrates that there is no incremental noise from such mechanical equipment as a result of the foregoing installation locations. In addition to the foregoing proffers, Applicant agrees that the testing of any back-up generators at the Project shall be limited to between the hours of 7:00 a.m. and 7:00 p.m., Monday through Saturday, unless otherwise required by applicable state or federal law or regulation.

11. **Construction.** A construction management plan, on Applicant's standard form, shall be submitted to the County at the time of grading permit for the initial site improvements and for each individual parcel where a building permit has been or is in the process of being approved, which construction management plan shall document the proper administration of construction activities at the applicable portion of the Project. The hours of exterior construction, including operation of bulldozers and other earthmoving equipment, shall only be between 7:00 a.m. and 7:00 p.m., Monday through Saturday, except as provided in Section 16-4 of the Hanover County Code. There shall be no exterior construction activities on Sunday. The construction management plan shall specify that no tractor trailers delivering materials to the Project may travel along Elletts Crossing Road north of Hickory Hill Road to access or exit the site during construction. The construction management plan shall also specify that construction traffic may only enter and exit the Project at the western most access point off of Hickory Hill Road and shall require the posting of "No Construction Traffic" (or similar) signage at any other access points entering the property.
12. **Water and Sewer.** Applicant agrees that the Project shall be connected to the County's water and wastewater infrastructure to be constructed by the County along Hickory Hill Road, the terms of which are to be set forth in a separate agreement between Applicant and the County.
13. **Washington Lacy Park Contribution.** A one-time cash contribution of \$100,000.00 shall be made to Hanover County. This contribution shall be used for improvements to be made to Washington Lacy Park as determined by Hanover County in its discretion. Such funds shall be paid at the time of approval of the first site plan at the Property.

(Exhibit A: Concept Plan and Exhibit B: Elevations – Illustrative Examples referenced in the aforementioned proffers are attached to the originally-executed proffers signed and dated March 27, 2024.)

BE IT FURTHER ORDAINED that this Ordinance is effective on the date of adoption and the Planning Director is hereby directed to designate the boundaries of the foregoing area as rezoned, subject to conditions, on the Zoning District Map of Hanover County.

On motion of Mr. Stoneman, seconded by Ms. Floyd, the members of the Board of Supervisors voted to approve Ordinance REZ2023-00035, as follows:

	Vote:
Ms. Dibble – Chair	Aye
Mr. Herzberg – Vice-Chair	Aye
Mr. Davis	Aye
Ms. Floyd	Aye
Mr. Hudson	Aye
Ms. Prichard	Aye
Mr. Stoneman	Aye

Public Hearings:

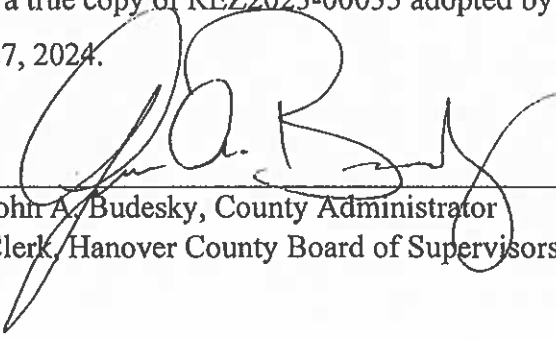
Planning Commission: November 16, 2023 and January 18, 2024

Board of Supervisors: February 28, 2024 and March 27, 2024

Adopted: March 27, 2024

This is to certify that the above is a true copy of REZ2023-00035 adopted by the Hanover County Board of Supervisors on March 27, 2024.

Dated: March 27, 2024



John A. Budesky, County Administrator
Clerk, Hanover County Board of Supervisors