

MP-2-94
2-8-94

(36-2)(1-SA)

013505

AMENDED AND RESTATED FORD'S
COLONY PROFFERS

These AMENDED and RESTATED FORD'S COLONY PROFFERS are made this 29th day of September, 1995 by REALTEC INCORPORATED, a North Carolina corporation ("Owner").

RECITALS

A. Owner is the owner and developer of the Ford's Colony at Williamsburg development containing approximately 2,512.21 acres and which is zoned R-4, Residential Planned Community, with proffers, and subject to a Master Plan heretofore approved by James City County.

B. Owner has applied to amend its existing Master Plan to, among other things, combine and relocate two recreation areas shown on the existing Master Plan into a single recreation area located in Recreation Area # 2 of Ford's Colony as shown on the Amended Master Plan submitted herewith.

C. In connection with prior Master Plan amendments, Owner has entered into and James City County has accepted Restated Ford's Colony Proffers dated as of August 26, 1993 (the "Existing Proffers").

D. In consideration of the approval of the amendment of its Master Plan, Owner desires to amend and restate the Existing Proffers as set forth below. If the requested amendment of Owner's Master Plan is not approved by James City County, these Restated Ford's Colony Proffers shall be void and the Existing Proffers shall remain unchanged, in full force and effect.

AMENDMENTS

1. Restatement. The Existing Proffers are hereby restated and incorporated by reference herein, except as set forth below.

2. New Recreation Area. Condition 3 of the Existing Proffers is hereby deleted and in lieu thereof this condition shall apply. Owner shall construct a recreation area of approximately 6.5 acres in Recreation Area # 2 of Ford's Colony generally in the location shown on the approved Amended Master Plan. The new recreation area shall contain the facilities described on the Amended Master Plan and generally in the locations shown on the plan submitted herewith prepared by McBride Hess Design Group dated April 17, 1995 or such other similar facilities as may be approved by the Director of Planning. The entrance road into Recreation Area # 2 shall be located generally as shown on the Amended Master Plan. No recreational facility shall be located within 200 feet of the boundary of Recreation Area # 2 and the existing Williamsburg West subdivision. With the exception of security, parking and street lighting approved as in the site plan approval process, the recreational facilities shall not be lighted for night use without the prior approval of the Planning Commission. The new recreation area shall be constructed in phases beginning in 1996 and shall be completed by the end of 2002.

3. Expansion of Community Club. In conjunction with the construction of the new recreational area, Owner shall expand the existing Community Club facility by the addition of the

facilities described on the Amended Master Plan under the caption Community Club # 1, Expansion Construction 1995-1997 or similar facilities as approved by the Director of Planning.

4. No Access. Owner shall not provide access from Ford's Colony onto Lexington Drive or Country Club Drive.

5. Subdivision. Owner shall submit a subdivision plat for the residential area between Recreation Area #2 and the Williamsburg West subdivision within 60 days of the approval of the Amended Master Plan by the Board of Supervisors. The subdivision plat shall be for single family lots and shall be substantially in accordance with the Amended Master Plan. The approved subdivision plat shall be recorded within two years from the date of preliminary approval.

WITNESS the following signature.

REALTEC INCORPORATED

By: [Signature]
Title: VICE PRESIDENT

STATE OF VIRGINIA
~~CITY/COUNTY OF~~ James City, to-wit:

The foregoing instrument was acknowledged before me this 29th day of September, 1995, by Drew Mulhose, as Vice President of Realtec Incorporated.

[Signature]
NOTARY PUBLIC

My commission expires:
April 30, 1997.

VIRGINIA: City of Williamsburg and County of James City, to Wit:
In the Clerk's Office of the Circuit Court of the City of Williamsburg and County of James City the 4 day of Oct, 1995. This Amended 3-3 Proffer was presented with certificate annexed and submitted to record at 9:53 o'clock
Teste: Helene S. Ward, Clerk
by [Signature]
Deputy Clerk

013506

RICHARD J. FORD/FORD'S
COLONY PROFFERS

These PROFFERS are made this 29th day of September, 1995 by Richard J. Ford ("Owner").

RECITALS

A. Owner is the sole shareholder of Realtec Incorporated ("Realtec"), owner and developer of the Ford's Colony at Williamsburg development. Ford's Colony contains approximately 2,512.21 acres and which is zoned R-4, Residential Planned Community, with proffers, and subject to a Master Plan heretofore approved by James City County.

B. Realtec, with the consent of Owner, has applied to amend its existing Master Plan to, among other things, to include a tract of land (the "Property") described below owned by Owner not now subject to the approved Ford's Colony Master Plan and to rezone the tract from A-1 to R-4, with proffers. The Property is more particularly described as follows:

That certain piece or parcel of land, situate in James City County, Virginia, shown and set out as "1995 ADDITION, 28.6 AC±" on the amended Master Plan submitted herewith entitled "1995 Master Plan, Ford's Colony @ Williamsburg" dated June 28, 1994 and made by AES Consulting Engineers.

C. Concurrently herewith Realtec has entered into and James City County has accepted Amended and Restated Ford's Colony Proffers dated as of September 29, 1995 (the "Realtec Proffers").

D. Owner desires to offer to the County certain conditions on the development of the Property not generally applicable to land zoned R-4.

NOW, THEREFORE, for and in consideration of the approval by the Board of Supervisors of James City County of the applied for rezoning, Owner agrees that it shall meet and comply with all of the following conditions in developing the Property. If the applied for rezoning is not granted by the County, the Proffers shall thereupon be null and void.

CONDITIONS

1. Realtec Proffers. The Property shall be subject to the conditions set forth in the Realtec Proffers.

2. Archaeological Sites. (A) Before starting any clearing, grading or land disturbing of the Property, Owner shall submit a Phase I archaeological study of the Property to the Director of Planning for review and approval.

(B) (1) For all sites that the Phase I study recommends for Phase II evaluation or identifies as potentially being eligible for inclusion on the National Register of Historic Places (the "National Register"), Owner shall submit to the Director of Planning for review and approval a treatment plan. An acceptable treatment plan can consist of (i) performing a limited Phase II study to establish the boundaries of the site and thereafter leaving the site completely undisturbed or preserving it in some other manner acceptable to the Director of Planning or (ii) performing a complete Phase II study of the site. If a complete Phase II study of a site is undertaken, such Phase II study shall be submitted to and approved by the Director of Planning.

(2) If the approved Phase II study concludes that a site is not eligible for inclusion on the National Register,

Owner shall not be obligated to perform any further archaeological studies thereon.

(3) For all sites which the approved Phase II study indicates are eligible for inclusion on the National Register and/or those sites upon which a Phase III study is warranted, Owner shall submit to the Director of Planning for review and approval a treatment plan. An acceptable treatment plan can consist of (i) leaving the site completely undisturbed or preserving the site in some other manner acceptable to the Director of Planning and submitting an application to include the site on the National Register or (ii) performing a complete Phase III study of the site. If a complete Phase III study is undertaken on a site, the Phase III study shall be submitted to and approved by the Director of Planning.

(4) If the Phase II or Phase III study of a site determines the site is eligible for inclusion on the National Register of Historic Places and such site is to be preserved in place, the treatment plan shall include nomination to the National Register of Historic Places.

(5) All approved treatment plans shall be incorporated into the plan of development for the site and the clearing, grading or construction activities thereon.

(C) All archaeological studies proffered hereby shall meet the Virginia Department of Historic Resources Guidelines and the Secretary of the Interior's Standards and Guidelines for Archaeological Documentation and shall be conducted under the supervision of a qualified archaeologist who meets, at a minimum,

the qualifications set forth in the Secretary of the Interior's Professional Qualification Standards as in effect at the time of the submission of the study. Any sites not documented in the submitted Phase I study that are encountered during construction shall be evaluated by performing a Phase I study using the VDHR and Secretary of Interior's guidelines and standards in effect at the time of discovery.

3. Endangered Plant Species. Owner shall cause surveys to be conducted of the Additional Property for endangered plant species. The location of any small whorled pogonias or Virginia least trillium located on the Property shall be shown on all subdivision or other development plans of the Property and Owner shall submit to the Director of Planning with any subdivision or development plan a conservation plan for such plants. The conservation plan shall provide for the conservation of such plants either through transplanting the plants to other suitable habitat within Ford's Colony or by preserving a 20 foot buffer around the plants and, if necessary planting additional overstory to shade the plants, all as determined by Owner consistent with its past practices at Ford's Colony. The conservation plan shall be approved by the Director of Planning before any land disturbing activity is allowed in the vicinity of the any small whorled pogonias or Virginia least trillium identified on the Additional Property.

WITNESS the following signature.


Richard J. Ford

STATE OF VIRGINIA
CITY/COUNTY OF James City, to-wit:

The foregoing instrument was acknowledged before me this
29th day of September, 1995, by Richard J. Ford.

Roseanna C. Cannon
NOTARY PUBLIC

My commission expires:
April 30, 1997.

VIRGINIA: City of Williamsburg and County of
James City, to Wit:
In the Clerk's Office of the Circuit Court of the
City of Williamsburg and County of James City the
4 day of Oct, 1995. This Crofford
was presented with certificates attached and
admitted to record at 9:56 o'clock
Teste: Helene S. Ward, Clerk
by Helene S. Ward
Deputy Clerk